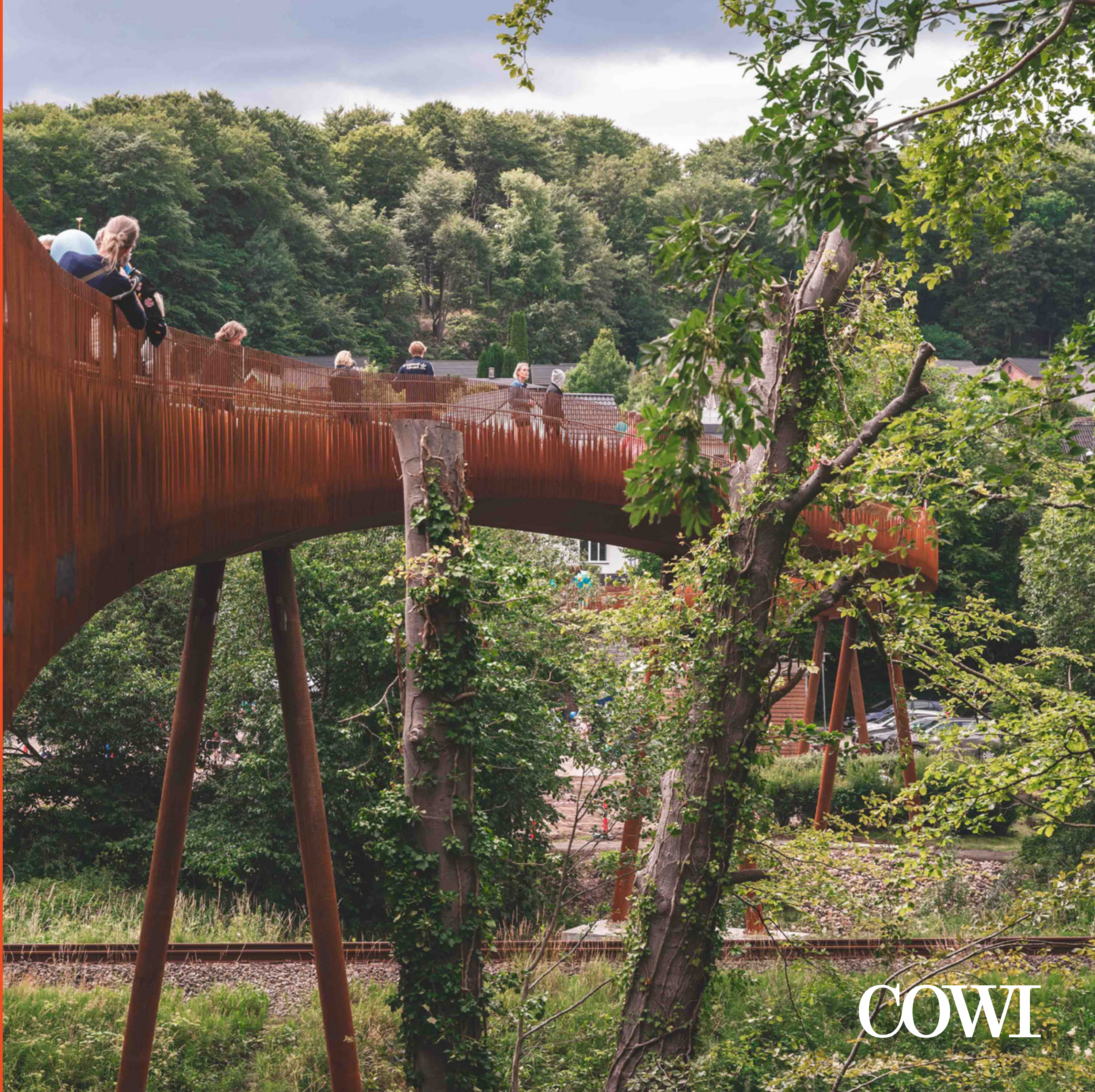
Annual report 2024



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The Grejsdals Bridge gracefully spans 130 metres through the river valley and treetops, providing a breathtaking shortcut for pedestrians and cyclists in the Danish city of Vejle. A project by COWI.

1.0 Management review

The Copenhagen Metro, M4 line Havneholmen.
A project by COWI and Arkitema.

1.1

Performance highlights

Financial

Organic growth
(9% in 2023)

5%

Revenue
(DKKm 7,858 in 2023)

8,361
DKKm

EBITA*[1]
(DKKm 464 in 2023)

607
DKKm

EBITA* margin[1]
(5.9% in 2023)

7.3%

Non-financial

Carbon footprint
(8.5 tCO_2e/DKKm revenue in 2022)[2]

7.7
tCO_2e/DKKm revenue

Number of employees
(7,997 in 2023)

7,562

Gender diversity at senior career levels
(26% in 2023)

27%

Net Promoter Score (NPS)
(57 in 2023)

49
(Customer satisfaction measured on a scale from -100 to 100)

[1] Reference is made to note 31 in the consolidated financial statements for definitions of organic growth, EBITA* and EBITA* margin.
[2] 2022 is baseline year

1.2

Message from the Chair and the CEO

Message from the Chair and the CEO

2024 proved to be a transformative year for COWI. We embarked on a historical transformation, and at the same time, we delivered one of our best operating results ever. This illustrates our employees' resilience, our responsiveness and our relevance to customers in markets impacted by geopolitical uncertainty. It also demonstrates the value of consistent focus on supporting our customers' transition towards a greener and more sustainable future.

Embarking on a substantial transformation

At COWI, our aim is to make significant investments in people, technology and sustainability to remain competitive and relevant to our customers and employees in the years to come. Advancements in digital solutions, not least parametric design and AI, will likely transform our industry, which calls for increased investments to stay at the forefront of development. We have a strong ambition to increase our profit margin in order to make the necessary investments in digital solutions as well as in our ability to master new technologies, solutions and materials. In 2024, we initiated a companywide transformation to ensure a strong COWI for the future by simplifying our organisation and improving our ways of working. The transformation programme was named 'LEAP' to illustrate how we must change significantly to deliver a profit margin in line with our strategic ambitions.

Reducing complicatedness

The LEAP transformation was launched at the beginning of 2024 and is, in terms of scale and impact, the most substantial transformation of our company in decades. The transformation is an enabler of our vision and aims at ensuring the financial results required for a successful implementation of our FUTURE-NOW strategy.

This entailed implementing a new matrix-based organisational set-up, aligned across the company with fewer organisational layers and financial units, simplifying financial reporting and increasing accountability. Leadership roles and responsibilities were defined for the new organisation, and new ways of collaborating across both dimensions of the matrix organisation were introduced to better utilise our human capital as well as strengthen our ability to win projects in our core markets. The changes led to a reduced cost base since around 250 positions were discontinued as we transitioned to the new organisation

Leaders were appointed by a best-person-for-each-position approach, which led to a positive development in gender diversity as women now make up approximately 40% of the senior leadership team and 27% of the senior career levels.

As part of the transformation, we decided to integrate our architectural unit, Arkitema, further into COWI, considering the increased customer demand for integrated planning, architectural and engineering solutions, thereby limiting interfaces and improving digital workflows. We expect this market trend to continue, especially as we focus on supporting customers in meeting their ambitions of realising complex multidisciplinary projects. Arkitema remains an independent brand as part of the business lines in Denmark, Norway and Sweden, in which creative and architectural aspects of our activities are respected and appreciated.

Left:
Jens Højgaard Christoffersen
Group CEO

Right:
Jukka Pertola
Chair of the Board of Directors

Developments in our core markets

Throughout 2024, demand for our services in our three priority market sectors – infrastructure, buildings and industry, and renewable energy – remained consistently high. This led to growth rates above inflation in each sector. Market conditions varied across geographies, with high activity levels in North America and the Nordics and more challenging conditions regarding new public transportation-infrastructure investments in the UK. Overall, electrification and energy transmission continue a positive trend, whereas investments in offshore wind, hydrogen and green fuel have seen a decline. Still, the overall order backlog remains strong at DKK 6.2 billion. We have a strong pipeline of exciting projects within our three sectors.

Sustainability is our business
Sustainability is at the core of COWI's business as we support our customers' transition to a more sustainable future while striving to limit our own footprint. We consider sustainability a way to steer for value and develop the business. To strengthen our ability to do so, we launched a focused initiative to further integrate environmental, social and governance (ESG) aspects into our business: the ESG integration programme.

This includes adhering to the EU's Corporate Sustainability Reporting Directive (CSRD), one year ahead of the mandatory compliance date. In this process, we reviewed our double materiality assessment to identify impacts, risks and opportunities from a sustainability perspective as well as a financial perspective.

Our approach to the CSRD extends beyond compliance; it highlights the essential link between our ESG commitments and our purpose, projects, people, market position and performance. We see ESG as integral to our core operations, offering key insights into our business and market opportunities. This sharpens our focus on impact and financial significance, guiding our path toward value creation. We are committed to further integrating ESG principles into our operations and projects.

Another milestone in 2024 was the development of a climate transition plan following the validation of our climate targets by the Science Based Target initiative (SBTi). The climate transition plan outlines in detailed concrete steps how we will reduce our emissions to meet our 2030 targets and prepare us for reaching our 2050 net-zero target.

Trust and engagement
Our internal engagement survey showed that over 90% of people in COWI feel respected, empowered and supported by their immediate managers. Also, 92% of employees report trusting relationships and effective collaboration within teams. However, results also indicate that the change and transition we have gone through has been, and continues to be, challenging for many of our employees. In our internal survey, our favourable engagement score dropped to 64%. We listen to the feedback and will use these results as one of the ways to inform and guide us in the months to come to improve engagement. Our Net Promoter Score decreased to 49 in 2024. This decrease was mainly driven by a few projects and certain effects of LEAP, such as the closing of offices. We continuously monitor customer loyalty and follow up on feedback to better understand, analyse and optimise customer experiences.

Sustainability is at the core of COWI's business as we support our customers' transition to a more sustainable future.

Strong results in 2024
Overall, COWI delivered a strong performance in 2024. Organic growth of 5% in line with our strategic target, resulting in a record-high revenue of DKK 8,361 million. This was driven by progress in all business lines, and especially within infrastructure. Profitability, the EBITA* margin, improved to 7.3%, compared to 5.9% in 2023. In absolute terms, EBITA* increased by 31% from DKK 464 million in 2023 to DKK 607 million in 2024. These results illustrate three key factors. First, our strategy, FUTURE-NOW, steers COWI well. Second, our transformation programme, LEAP, is already resulting in a notable profitability increase as we improve our productivity and reduce costs. Third, our focus on priority market sectors and customers increases our market sales rate by more than the general inflation.

In 2024, we continued generating value for our shareholders as the shareholder return was 13%. Profit for the year was DKK 207 million, reflecting a 12% decrease compared to 2023, which was very satisfactory, bearing in mind that we also spent DKK 268 million on one-off costs primarily linked to our transformation but also costs related to the Oman arbitration (which now is expected to be concluded in 2025). At 31 December 2024, book value per share was DKK 690, an increase of 8% compared to 31 December 2023 and the highest level to date. The total proposed dividends for 2024 are DKK 96 million, a 17% increase compared to 2023 (excluding treasury shares).

Thank you to our customers and employees
We would like to express our gratitude to our valued customers for the collaboration throughout 2024. Together, we continue to co-create innovative projects and transform ideas into actionable and impactful solutions. None of the results could have been achieved without the ability and dedication of our employees. Especially in this transformative year with challenges and change, our employees demonstrated, again and again, how far we can reach by a will to succeed jointly. We know we have asked for much from many. Therefore, we would like to express a huge thank you to everyone at COWI for contributing to a very satisfactory 2024.

Jukka Pertola
Chair of the Board
of Directors

Jens Højgaard Christoffersen
Group CEO

1.3

Five-year performance

COWI Group	2020 DKKm	2021 DKKm	2022 DKKm	2023 DKKm	2024 DKKm	2024 EURm
Key figures						
Revenue	6,430	6,569	7,326	7,858	8,361	1,121
EBITDA (operating profit before interest, tax, depreciation, amortisation)	524	419	502	542	483	65
EBITA (operating profit before amortisation)	449	347	435	465	399	53
EBITA*	437	444	455	464	607	81
EBIT (operating profit)	318	219	306	343	272	36
Net financial items including profit/loss after tax in associates	(14)	(4)	(59)	31	33	4
Profit before tax	305	214	247	374	305	41
Profit for the year	212	146	160	236	207	28
Total assets	3,990	3,827	3,706	4,032	4,065	545
Equity	1,434	1,469	1,513	1,653	1,750	235
Net interest-bearing debt (NIBD)	(852)	(854)	(764)	(832)	(906)	(121)
Cash flow from operating activities	869	229	382	336	219	29
Investment in property, plant and equipment	(56)	(56)	(116)	(76)	(64)	(9)
Cash flow from investing activities	(79)	(409)	(311)	(215)	(85)	(11)
Free cash flow	790	(180)	71	121	134	18
Cash flow from financing activities	(267)	(266)	(127)	(90)	(115)	(15)
Cash flow for the year	523	(446)	(56)	31	19	3

COWI Group	2020	2021	2022	2023	2024
Financial ratios					
Organic growth	1%	1%	11%	9%	5%
EBITA* margin	6.8%	6.8%	6.2%	5.9%	7.3%
EBIT margin (operating profit margin)	5.0%	3.3%	4.2%	4.4%	3.3%
Return on invested capital (ROIC)	23%	21%	27%	28%	22%
Return on equity (ROE)	15%	10%	11%	15%	12%
Equity ratio	36%	38%	41%	41%	43%
Book value per share in DKK	536.9	560.0	582.3	641.6	690.3
Shareholder return	13%	9%	9%	15%	13%

DKK/EUR rate at 31 December 2024 was 746.00

ESG	2020*	2021*	2022	2023	2024
Climate change					
Total emissions (market-based), tCO_2e	36,307	42,326	64,591	63,026	64,359
Scope 1	481	666	562	542	379
Scope 2	1,901	1,419	2,027	3,047	2,036
Scope 3	33,925	40,241	62,002	59,436	61,945
Emissions per revenue, tCO_2e/DKKm	5.7	6.4	8.5	7.9	7.7
Employees					
Number of employees (headcount) at 31 December	6,682	6,810	7,501	7,997	7,562
Gender diversity at senior career levels, % female	18%	19%	21%	26%	27%
Favourable engagement score	76%	76%	82%	78%	64%

* The carbon emissions data for 2020 and 2021 is not comparable to the succeeding years as methodology changes were only applied back in time up to the baseline (2022).

1.4

Strategy and business model

FUTURE-NOW: shaping a better future together

In 2024, we made a significant strategic advancement by up-dating and enhancing our sustainability aspiration to encom-pass sustainability as an integrated process at COWI.

For more than 90 years, we have helped our customers reach their aspirations rooted in engineering excellence. We have taken on landmark projects, enabling us to build leading positions in several fields: Major bridges, urban transportation systems, waste management and hospitals are visible examples. We have introduced solutions focused on sustainability, recognising that the climate crisis highlights the urgent need for actions that will benefit future generations.

We live in a world that increasingly calls for organisations to adapt to and tackle the challenges of our time. For us to answer this call, we have embarked on a mission of creating a stronger, more agile COWI – a company that not only meets the needs of today but is poised to embrace the challenges of tomorrow.

Our strategy: FUTURE-NOW[1]

In 2022, we formulated a vision, "Together, we shape a sustainable and liveable world", and new values (see p. 12) to inspire and guide us in the coming years. And to develop our company, seize the numerous market opportunities and create value together with our customers, we developed COWI's current strategy. It is called FUTURE-NOW. For our company to stay relevant and thrive in the future, we must prepare for it today.

The strategy revolves around building trusted relation-ships with key customers, having highly skilled and engaged employees executing high-quality projects, and investing in our business and innovative solutions that can set COWI apart in competitive markets.

Together with customers and partners, we deliver services and solutions tackling some of the world's big challenges, such as climate change, urbanisation and connectivity. We deliver conceptual design, design development, planning/permitting, final and detailed design, construction management, project

[1] ESRS disclosure requirement incorporated by reference in this section: SBM-1 40a-i

management consultancy services, environmental assessments and asset management.

Unlocking greater business performance and profitability

2024 was a pivotal year as we launched an ambitious transformational programme, LEAP, designed and executed to enable FUTURE-NOW. The implementation of LEAP has strengthened our organisation while keeping our customers at the heart of everything we do. We adeptly balanced the dual challenge of transforming and performing during a year of significant change.

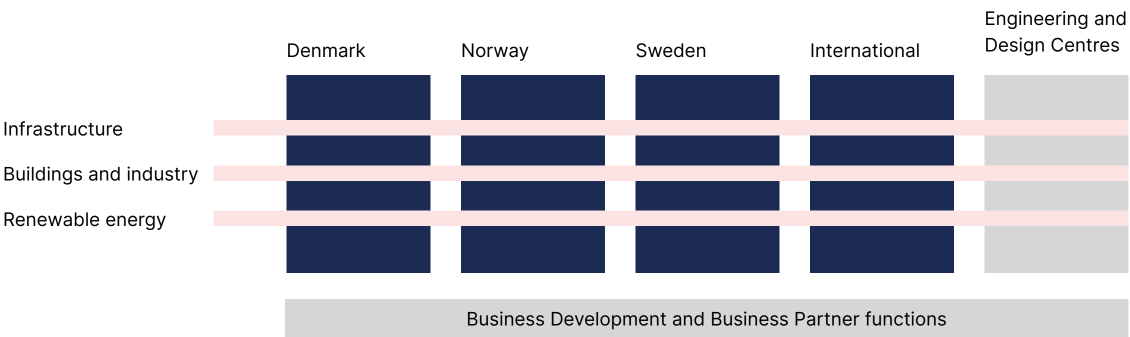
As part of the transformation, we have successfully restructured our operating model, aligning our business lines with market sectors and establishing clear roles and responsibilities. We have simplified our processes to enhance operational efficiency and strengthen business performance and profitability.

We have laid a solid foundation to pursue the aspirations outlined in FUTURE-NOW (see p. 13). This also means strengthening our financial performance to increase investments in our people, sustainability, innovative solutions and digitalisation. Together, we are committed to building a stronger and more resilient COWI.

Investments in technology that shapes the future

In line with our strategy and enabled by the increased profitability following our transformation, we will continue to increase our investments in sustainability and people as well as technological advancements, such as AI, data analytics, process automation, parametric design and mixed reality. By embracing such innovations, we open up a world of possibilities that can transform our business and our industry. Technology provides opportunities for us to enhance project efficiency, improve capabilities and deliver innovative solutions. We incorporate technology into our service offerings, and we partner with customers and cutting-edge innovators on a journey of transformation and discovery to explore, test and implement advanced engineering solutions.

Aligning business lines and market sectors



Our values

"Do the right thing – always" is our guiding principle and reflects our true identity and aspirations. We are a collective committed to living by our values and conscience, striving to act to the best of our abilities, regardless of external oversight or rewards. Simply because it is the right thing to do – that is who we are!

The underlying five values all start with a C to reflect the connection to COWI. Each value comes with two related behaviours.

We are curious

We ask questions and listen to our customers.
We pursue new knowledge and insights.

We are courageous

We explore new ways to improve.
We make decisions and take action in good time, even when this is difficult.

We care

We take care of customers and COWI – people and planet.
We pay attention to and respect each other.

We co-create

We collaborate with customers, partners and colleagues.
We embrace diversity in our teams to create better solutions.

We commit

We do what we say and deliver on our promises.
We make an extra effort to deliver strong results.

Our winning aspirations

Our vision, "Together, we shape a sustainable and liveable world", is our overall guiding star that sets a long-term direction for our business. To propel us forward towards the vision and guide us, we have formulated a winning aspiration in seven key areas. We believe this is what an excellent performance for COWI looks like.

Financials
We are a top-quartile performer in our peer group.
We deliver:
- a total shareholder return >15%
- EBITA* margin >10%
- organic growth >5%.

Innovation
Together with our customers and partners, we drive innovation in an open and collaborative environment; we are a leader in digitalisation, and we explore new sustainable technologies and materials.

Sustainability
We support our customers' transition towards increased sustainability. We strive to lead by example by embedding environmental management, social responsibility and good governance into our business practices and the options we provide to our customers.

Customers and partners
We are a customer-centric company with highly satisfied customers and partners. We collaborate with customers and partners with whom we share values.

Employees
We are a diverse company with an inclusive culture. We attract great talent and have strongly engaged employees who actively strive to develop their personal and professional skills.

Reputation and brand
We are recognised by stakeholders and society as thought leaders who strive towards our vision of shaping a sustainable and liveable world.

Market position
In our core markets, we focus on the following sectors:
- infrastructure, incl. transportation, climate adaptation and water
- buildings and industry
- renewable energy.

Our sustainability aspiration[2]

In 2022, we sharpened our sustainability commitment further through FUTURE-NOW: We made a bold commitment by decisively saying “no” to fossil fuel projects. This decision marked the beginning of a dedicated effort and unwavering focus on sustainability, driving us to take meaningful strides forward while remaining true to our ambitious goals.

In 2024, we made a significant strategic advancement by updating and enhancing our sustainability aspiration to encompass sustainability as an integrated process at COWI.

With increased focus by regulators and society at large on following up on ambition statements, sustainability reporting and avoiding greenwashing, we have clarified what we mean by sustainability.

Furthermore, we wanted to ensure that our sustainability aspiration includes both our impact through our customers’ projects, our own operations and suppliers in our value chain, leading to a more precise aspiration and emphasising an integrated approach to sustainability in COWI:

We support our customers’ transition towards increased sustainability. We strive to lead by example by embedding environmental management, social responsibility and good governance into our business practices and the options we provide to our customers.

Our updated sustainability aspiration seeks to clearly address sustainability within all projects for customers, business relationships, employee behaviour and how we operate in society. On the following page, we unfold our sustainability aspiration.

Previously, our aspiration specified that 100% of our revenue should come from projects that drive sustainability within three to five years. While we remain steadfast in our commitment to supporting our customers on their green transition journey, we have made the decision to no longer refer to 100%. This change reflects that measuring, documenting and validating the ESG impact of every project is a complex endeavour that often goes beyond our control and the scope of our services. We will, however, work on identifying meaningful ways of measuring our impact and follow up on targets within sustainability. Our focus remains on delivering impactful contributions to sustainability, even as we embrace a more nuanced approach to measuring our impact.

[2] ESRS disclosure requirement incorporated by reference in this section: SBM-1 45c i-ii

Employees Nikoline, José and Andrew at our head office in Lyngby, Denmark

Our sustainability aspiration unfolded

We support our customers' transition towards increased sustainability. We strive to lead by example by embedding environmental management, social responsibility and good governance into our business practices and the options we provide to our customers.

This is how we work towards our sustainability aspiration

At COWI, we are committed to offering our customers informed options through our consultancy services to drive change towards a more sustainable and liveable world. We are dedicated to addressing pressing ESG issues, both through our services, our behaviour and the actions we are taking as individuals and as a company. Our commitment is grounded in our aspiration.

In line with our aspiration, we have set specific goals for project collaboration with our customers, our employees and our business practices.

Our ESG efforts are constantly progressing as we gain new insights and refine our methodologies, metrics and practices. We understand that sustainable impact is more about progress than perfection. Therefore, we embrace a culture of continuous learning, we foster meaningful engagement with our stakeholders, and we aim to be transparent about our decisions, efforts and the actual impact we are making to contribute to a more sustainable future.

Our customers' projects:

Leveraging expertise and co-creating more sustainable solutions
We focus on providing options and guidance to our customers in line with their sustainability ambitions. We have identified four focus areas to help improve our customers' environmental and social performance through our consultancy services: climate change adaptation and mitigation, biodiversity, circularity and social value. We will collaborate with our customers and partners to find meaningful ways to disclose the potential impact of our services. We commit to:

- supporting the transition to renewable energy by deselecting fossil fuel projects
- prioritising co-creation with customers and partners who share our foundation of values
- focusing on climate change adaptation and mitigation, biodiversity, circularity and social value in the consultancy we provide for our customers.

Our employees:

Striving for responsible behaviour
Our employees are at the heart of our business. We strive to foster a culture of accountability, continuous learning and knowledge sharing. We commit to:

- reducing CO_2e emissions directly impacted by focusing employee behaviour
- investing in sustainability competency and enabling knowledge sharing
- sharing our knowledge beyond COWI to drive the green transition.

Our practices:

Executing responsible choices in our operations
We prioritise more responsible practices within our operations and our value chain by providing tools, knowledge and incentives focusing on reducing the environmental impact of our customers' projects, integrating more ESG into key internal and external processes, and fostering a more diverse and inclusive workplace within COWI. We commit to:

- executing our climate transition plan to achieve net-zero emissions according to our SBTi targets
- ensuring regulatory compliance and striving for continuous learning within and beyond COWI
- promoting a more diverse and inclusive workplace.

Integrating ESG aspects into our business

We want to integrate our ESG priorities into both our operations and our customers' projects. Therefore, in 2024, we launched a focused initiative to further integrate ESG aspects into our business; the ESG integration programme (for more information, see the section 'Our sustainability governance').

We possess expertise across various environmental fields, but we have identified key focus areas where we believe we can make the greatest impact: climate change, biodiversity and ecosystems, circularity and resource use. Besides our established focus on reducing our own carbon footprint, we are presently looking into the feasibility of defining how we can measure our potential impact through our customers' projects.

We also expect social value creation to become increasingly important for our customers and us. In 2025, we will assess how we can contribute further to this and increase our positive social impact.

A key challenge that will require increased attention in the coming years will be to enable sustainability monitoring and steering at the same time as executing our priorities.

Our operations and value chain[3]
The key suppliers that we depend on to deliver our services consist of technology suppliers contributing software and hardware, and real estate companies from which we lease our offices and laboratories. The educational system is a key factor regarding access to skilled employees we can recruit. Other key upstream suppliers are experts hired on a needs basis as part of our project teams.

Our own operations consist of our core business operations, governance, culture and values, and the delivery of services supported by value creation based on intellectual property, knowledge and our brand.

Downstream from our operations are our customers and their projects, which are implemented with the involvement of developers and construction companies, decision-makers such as municipalities and other authorities responsible for building permits etc., and also manufacturers of construction-related products and materials. The customers of our consultancy services span the public and the private sectors, such as municipalities and state agencies investing in urban and energy-focused infrastructure or energy companies and developers planning to extend their renewable production capacity. The end-users are the people, typically citizens, using the infrastructure or built environment.

Employees at our head office in Lyngby, Denmark

[3] ESRS disclosure requirements incorporated by reference in this section: SBM-1 40g, SBM-1 42a, c

Our operations and value chain

	Upstream		Own operations		Downstream	
	Tiers 2 and 3	Tier 1			Tier 1	Tiers 2 and 3
Activities	Natural resources Energy	Technology Procurement Knowledge and data	Core business operations Governance Our culture and values	Services Intellectual property Knowledge Our brand	Projects Construction	Environment Climate Biodiversity
Stakeholders	Suppliers Talent pool	Suppliers Partnerships Talent	Employees Shareholders		Customers Permitting authorities Contractors	End-users Society Local communities Contractors

Sphere of influence

Low — High — Low

Our stakeholders[4]

Together with customers, partners and colleagues, we contribute to a future where people and societies grow and flourish. And as a business, COWI has a wide-reaching presence and regularly interacts with a diverse group of stakeholders.

Our key stakeholders are our owners, employees, customers and business partners with whom we collaborate in designing and executing projects. These stakeholders have been taken into account when identifying material risks, impacts and opportunities (IROs) in our double materiality assessment.

However, we recognise the need for closer engagement and a systematic assessment of stakeholder interests and views concerning our strategy and business model for due diligence and double materiality assessment purposes. We will review the process for engaging with our stakeholders on these specific topics during 2025.

Our stakeholders:

- owners/shareholders
- customers
- employees
- suppliers
- business partners
- authorities and regulators
- industry organisations
- NGOs
- journalists and media
- communities.

Owners
COWI Holding A/S's majority owner, COWIfonden, is informed about sustainability matters annually at a meeting with the Board of Directors and COWIfonden. In general, we have a strong collaboration on enterprise-wide topics – in particular on sustainability and innovation matters. We discuss this on a quarterly basis.

Employees
We engage with our employees through multiple channels, and we get feedback through various channels, e.g., a quarterly engagement pulse survey. The outcomes of these surveys are utilised by each department to identify areas requiring attention or improvement. Performance on engagement is monitored by the Executive Board and the Board of Directors.

Please refer to 'Our sustainability governance' section on p. 68 for more details on our ESG performance monitoring.

Customers
At COWI, we aspire to be customer-centric, to understand the needs of our customers, to add value to their business, and we strive to cultivate strong relationships. We conduct systematic customer satisfaction surveys on projects to gather valuable feedback that fuels our continuous improvement and development efforts across all aspects of our services and project deliverables. These surveys ensure that customers are heard and serve as a valuable tool for gauging customer satisfaction and loyalty.

For engagements with our business relations, please see our 'Risk management' section.

We interact with our customers regarding sustainability priorities on a day-to-day basis during project execution. We are exploring additional opportunities to engage systematically with customers about sustainability-related impacts.

Society at large
Our dialogue and engagement with society at large on sustainability matters are primarily organised through involvement with industry and sustainability associations, governments, policymakers, regulators as well as NGOs and media. We also engage in specific events and debates and contribute our thought leadership on a case-by-case basis. Through such interaction – either formal or informal – we get a better understanding of views and insights on sustainability and of concerns and expectations that can help to guide our sustainability efforts.

[4] ESRS disclosure requirements incorporated by reference in this section: SBM-2 45a, b, d (SBM-2 45b is disclosed in more detail in 'Our sustainability governance', p. 68.)

Our markets and customers[5]

To deliver the best results, we are focused on helping key customers in our home markets across the Nordic region, the UK and North America. We also work for our key customers on projects outside our core markets when the project aligns with our strategic focus.

We prioritise three market sectors: infrastructure, buildings and industry, and renewable energy. We previously focused on four sectors but simplified the go-to-market approach in 2024 by merging climate adaptation and water with infrastructure.

We are present in 19 countries worldwide. Most of our employees are based in our home markets in the Nordic region, the UK and North America, and in our engineering and design centres (EDCs) in India, Poland and Lithuania.[6]

To engage in these markets, we are structured in four business lines – Denmark, Norway, Sweden and International (the UK, the US, Canada and Iceland).

At any given time, COWI is involved in approximately 9,000 projects.

Focus on customer centricity
We work with and will continue to focus on customers across the public and private sectors, enabling them to make informed choices on sustainable value creation. We prioritise long-term relations with our customers and focus on large, complex multidisciplinary projects.

Most of our employees are based in our home markets in the Nordic region, the UK and North America, and in our engineering and design centres in India, Poland and Lithuania.

We continue to apply key account management and seek co-creation with partners that complement our capabilities and share our values.

We have a strong emphasis on customer centricity to ensure we continuously deliver more value to our customers. We have not changed our approach to geographical focus areas or types of customers since the last reporting period.

Products and services
Today, our most significant products and services align with our vision and strategic commitment to sustainability by promoting renewable energy, reduc-ing carbon emissions and adapting to climate change within our three priority market sectors and in line with our customers' aspirations.

We are increasing our focus on renewable energy – such as offshore wind and solar; hydrogen and green fuel production; energy transmission; carbon capture, utilisation and storage; district heating and hydropower – as well as the development of more sustainable infrastructure and transportation solutions.

We also focus on the provision of more sustainable, energy-efficient and low-carbon buildings, and solutions for water and climate adaptation, e.g., stormwater solutions. It is an integral part of our strategy to increase the synergies with customers who share our ambitions and desire to create a positive impact, both on the planet and its people.

[5] ESRS disclosure requirements incorporated by reference in this section: SBM-1 40a-ii, SBM-1 40e-f, SBM-1 42b
[6] Please refer to our employee metrics on p. 115 for an overview of number of employees by geography

Three priority market sectors

Infrastructure

There is a growing demand for more sustainable infrastructure and transportation. In addition, customers request new materials, designs and digital solutions to the benefit of the users; sometimes by building less but better. We have a very strong position in this growing market. We will particularly focus on:

- roads, major crossings, airports and mass transit
- water treatment and management
- marine port facilities and coastal protection
- environment and biodiversity
- digital solutions.

Buildings and industry

Buildings frame all parts of our lives. How buildings are shaped influences how we experience a home, a place of work or a public institution, like a hospital. The layout of urban areas affects how we live together and commute between important locations in our lives. The impact of buildings goes further as the design choices offer opportunities to reduce our carbon footprint, e.g., by transforming or renovating existing buildings. Customers are looking for such options, and we can support them in transforming their aspirations into realities. Based on our key strengths, we will have a strong focus on:

- large-scale urban development
- transportation hubs
- health and pharma
- industry and data centres
- public institutions.

Renewable energy

The world is experiencing a massive energy transition from fossil energy to green fuels. We will particularly focus on:

- offshore wind
- district energy
- carbon capture, utilisation and storage
- green fuels
- transmission, grid, pipelines and storage
- energy from waste and biomass
- hydropower, solar and onshore wind.

1.5

Partnering with our customers

We help our customers solve significant challenges of our time

At COWI, we offer solutions to some of the biggest challenges of our time. That is why we are committed to meeting customers' and society's demand by shaping a sustainable and liveable world. We do that by co-creating solutions that improve the quality of life for people today and many generations ahead. When we succeed, we make a significant difference in the world – together with our customers and partners.

Building trusted relationships
At COWI, building relationships based on trust is at the core of everything we do. FUTURE-NOW is about fostering collaboration with customers and partners to co-create solutions that address the challenges of our time. By nurturing strong partnerships and maintaining open communication, we ensure that our projects deliver lasting value. This commitment is supported by our dedicated employees, who bring expertise and innovation to every project, strengthening the trust and connection we share with our stakeholders.

On the following pages you can read more about some of the recent projects we are working on for our customers across our three priority market sectors – infrastructure, buildings and energy, and renewable energy – and geographically across our core markets – Denmark, Norway, Sweden, Iceland, the UK and North America.

Visit COWI.com to explore more of our customers' projects across geographies and the three priority market sectors: infrastructure, buildings and industry, and renewable energy.

Moesgaard Museum in Jutland, Denmark.
A project by COWI.

Skygard data centre

Location: Oslo, Norway
Period: 2024–2025
Partners: Skygard, A-lab

Skygard will not only serve as a state-of-the-art data centre; it will double as a green space in the heart of the Norwegian capital. For Skygard, it has been essential to create a data centre that will both address national security, data safety and sustainability, and bolster Norway's position in AI. Using renewable energy sources, it will be one of the most energy-efficient data centres in Norway. In addition, surplus energy from its servers will be integrated into the city's district heating system, which will make Skygard much more sustainable as this reduces its energy requirement by between 50 and 70% compared to traditional data centres.

COWI has assisted our client in site selection, utility connections, engineering and architecture.

Skygard is owned by the Norwegian companies Telenor, Hafslund, HitecVision and Analysys Mason Nordic, which have decided to invest NOK 2.4 billion in the project. The Skygard data centre will provide colocation facilities for multiple tenants, and it will be operational in the first half of 2025.

Sahlgrenska Life

Location: Gothenburg, Sweden
Period: 2016–2026
Partners: Västfastigheter, SWECO AB

The Gothenburg Life Science Park project involves the construction of 130,000 m² of facilities on three sites in collaboration with Sahlgrenska University Hospital and the University of Gothenburg. This multidisciplinary environment will integrate healthcare, research, education and business, and feature new laboratories and an emergency department. The aim is to speed up the development of new discoveries and innovations that will translate into concrete benefits for more patients.

The project prioritises improved traffic flow, pedestrian safety and green connections in the city while fostering innovation and collaboration across disciplines.

Arkitema, as a subcontractor to Sweco, provides architectural consulting services for the project. Construction of the buildings is expected to begin in 2025 and will be completed by 2030 at the earliest.

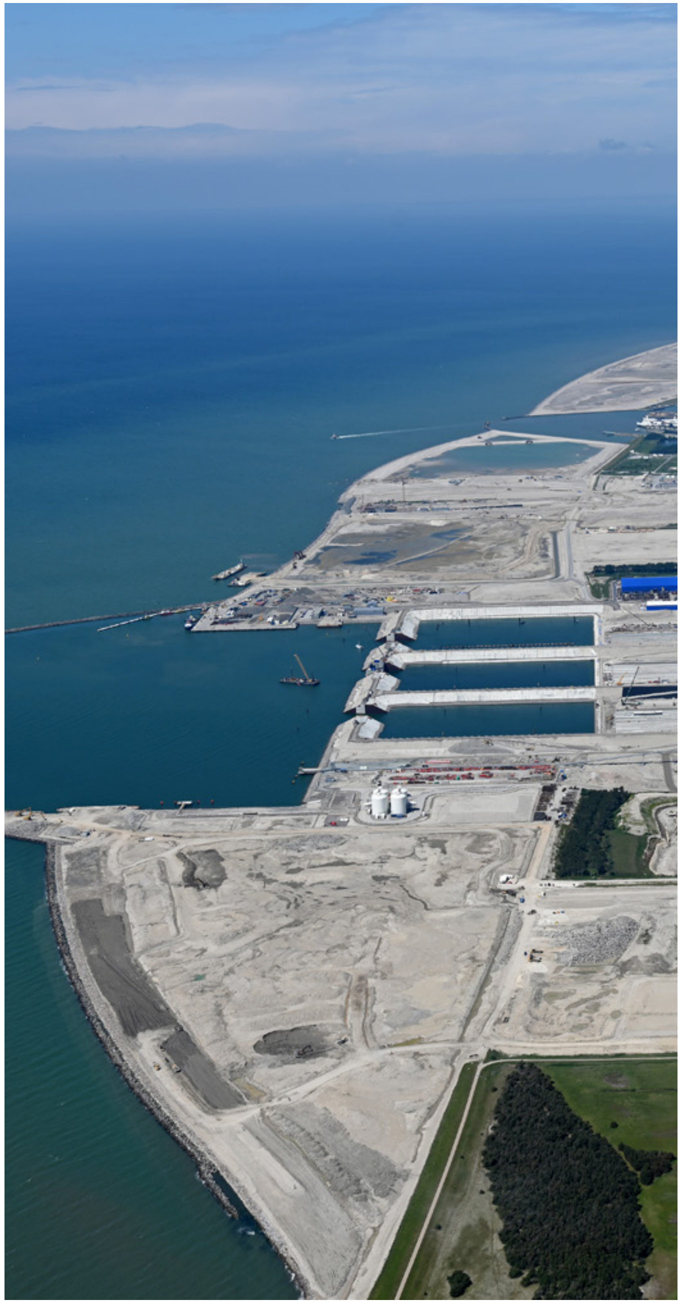
Fehmarnbelt Fixed Link

Location: **Denmark and Germany**
Period: **2013-2029**
Partners: **Fehmarn Link Contractors**

The Fehmarnbelt Fixed Link is an immersed tunnel, which is currently under construction. It is the largest infrastructure project in Denmark as well as the longest immersed tunnel for road and rail traffic in the world. When completed, the tunnel will span 18 kilometres across the Baltic Sea, connecting Lolland in Denmark and Fehmarn in Germany. The tunnel will remove a bottleneck and strengthen the infrastructure between Scandinavia and Central Europe, creating a greener traffic corridor for freight transportation by electric trains.

The immersed tunnel section will comprise a four-lane motorway and two electrified rail tracks. Once complete, the journey through the tunnel will take ten minutes by car and seven minutes by train, cutting travel time by about one hour each way. The construction of the tunnel began in 2020 on the Danish side and in 2021 on the German side and has created thousands of jobs.

In July 2024, the first 217-metre-long prefabricated tunnel element was inaugurated by H.M. King Frederik X. The Fehmarnbelt Fixed Link is expected to open in 2029. COWI is the permanent works designer for Fehmarn Link Contractors, which is the contractor to the owner, Femern A/S, on this major infrastructure project.



Stad Ship Tunnel

Location: **Norway**
Period: **2024-2029**
Partners: **SINTEF, Longvas Oppmåling AS**

The Stad Ship Tunnel will be the world's first full-scale ship tunnel, cutting through 1.7 kilometres of rock on the Stad Peninsula in the western part of Norway, between Ålesund and Bergen. The Stad Sea is considered one of the most challenging parts of Norway's extensive coastline because the shallow waters amplify the waves' heights. This means that the waves can get big and dangerous even in less severe weather. The tunnel will create a safe route for vessels up to approximately 400 feet and 11,000 tonnes (gross tonnage), similar to the largest cruise ships in the Coastal Express fleet, which sails the length of the country between Bergen in the south-west to Kirkenes in the far north.

The tunnel will make life and work a lot safer for the fishermen, sailors and shipping companies operating in the area. It is also expected to have a positive impact on tourism, businesses and the local economy as well as the environment as the fuel consumption of ships passing the Stad Peninsula will be considerably lower.

COWI will provide technical advisory services as the builder's adviser within all technical disciplines. The framework agreement runs from 2024 to 2029 with the possibility of two one-year extensions.

Coire Glas

Location: **Scotland**
Period: **2021-2024**
Partners: **SSE Renewables, Stantec**

Coire Glas is the first large-scale pumped storage scheme to be developed in the UK in more than four decades. The 1,300 MW scheme will act as a battery for renewable energy, capable of providing electricity to the grid promptly when needed and for long periods of time. With its 30 GWh of storage capacity, Coire Glas will nearly double Great Britain's existing electricity storage capacity and power up to three million homes.

Not only will Coire Glas play a vital role in enhancing the UK's grid reliability, but it will also be pivotal in creating the flexibility needed to bring more renewable resources online in support of the country's net-zero goals.

The scale of the project is unprecedented in terms of size, technicalities and location. Underground construction takes place nearly a kilometre below ground, while the over 90-metre-high dam will become the largest in the UK. The underground cavern that needs to be excavated to house the power plant will be equivalent to the size of Glasgow Cathedral.

COWI provides reference design of the underground structures and geotechnical ground investigations.

Restoration of E6 Stenungsund

Location: **Sweden**
Period: **2023-2024**
Partners: **The Swedish Transport Administration (Trafikverket), Peab**

In September 2023, a landslide occurred on the E6 motorway in Stenungsund, affecting approximately 500 metres of the road. The route is considered to be one of the most important in Sweden, with 20,000 vehicles passing every day, connecting Denmark, Sweden and Norway. Before the restoration could begin, assessments were carried out to investigate the stability of the area in order to create a safe working environment.

In the process of developing the construction documents, COWI was responsible for addressing issues across various technical areas, primarily geotechnics and road construction, as well as drainage, land and water management, lighting, and landscape design.

The restoration was carried out in just nine months and the motorway reopened in July 2024, ahead of schedule.

The Potomac River Tunnel project

Location: **USA**
Period: **2024-2030**
Partners: **CBNA, Halmar, Hatch**

The Potomac River Tunnel project is a landmark initiative under the Clean Rivers Project.
The project aims to construct a nearly nine-kilometre-long tunnel beneath the Potomac River, serving as a critical infrastructure element to control combined sewer overflows. This will significantly enhance the water quality of the Potomac and Anacostia Rivers and Rock Creek while bolstering the sewer system's capacity.

Traversing beneath iconic landmarks, the 5.5-metre-diameter tunnel will link with the existing Anacostia River Tunnel. The construction process will utilise advanced tunnel boring machines to navigate diverse ground conditions, requiring innovative engineering and construction solutions from all partners involved.

Once operational, the Potomac River Tunnel is expected to reduce combined sewer overflows into the Potomac River by an impressive 93% during a typical year of rainfall, underscoring its significance in promoting environmental sustainability in the District of Columbia.

COWI leads the design of the tunnel and adits and provides geotechnical support for the entire project, leveraging employees across geographies and across multiple disciplines.

Sigalda Hydropower Station

Location: **Iceland**
Period: **2024-2028**

The Sigalda Hydropower Station has been in operation since 1978 and produces 930 GWh annually. Now, the national power company of Iceland, Landsvirkjun, has initiated a 65 MW expansion of the facility and has awarded COWI the contract.

The project, divided into two phases, involves engineering for the expansion and includes tasks such as tender design, preparation of construction documents, risk and cost analyses and design reviews. In addition, design, integration and coordination with the parallel renovation of the station are also a part of the project.

COWI's hydropower experts have a wealth of experience in Iceland, but a high level of hydropower experience builds on strengths across COWI's geographical locations.

The project is scheduled to finish by 2028.

2.0 Performance review

Aarhus Light rail. A project by COWI.

2.1

Group performance

Financial review: a year of continued growth and improved profitability

In line with the outlook in the 2023 annual report and our FUTURE-NOW strategy, COWI delivered an organic growth of 5% in 2024, a growth rate above inflation. This resulted in a record-high revenue of DKK 8,361 million, an increase from DKK 7,858 million in 2023.

The growth trajectory was driven by progress in all four business lines, with organic growth at 6% in Business Line Denmark, 6% in Business Line Sweden, 4% in Business Line International and 2% in Business Line Norway.

We have successfully increased our revenue by prioritising our project portfolio to focus on key customers. The growth was founded on strategic success in being awarded projects for large infrastructure solutions and industrial buildings. Our revenue across sectors highlights the strength and diversity of our operations, with revenue growth year-on-year between 3 and 8% across our three priority market sectors.

Our revenue grew despite being fewer employees compared to 2023, indicating that we have improved productivity and efficiency. This improvement was further reflected in a 5% increase in COWI's own production, from DKK 6,791 million in 2023 to DKK 7,132 million in 2024. Additionally, we have streamlined our organisational structure to enhance effectiveness and reduce cost, resulting in improved profitability.

Strengthened operational profitability
COWI's strategic ambition operates with an EBITA* margin, which is COWI's main metric of operational profitability at group and business line levels.

EBITA* corresponds to operating profit before interest, tax and amortisation of goodwill and other acquisition-related intangible assets. Furthermore, EBITA* excludes the impact of special items as defined in note 24.

The EBITA* saw a significant increase of 31% from DKK 464 million in 2023 to DKK 607 million in 2024. Following this, our EBITA* margin improved to 7.3%, up from 5.9% in 2023, which was in line with the expected EBITA* margin of around 7%, as guided for 2024 in the 2023 annual report.

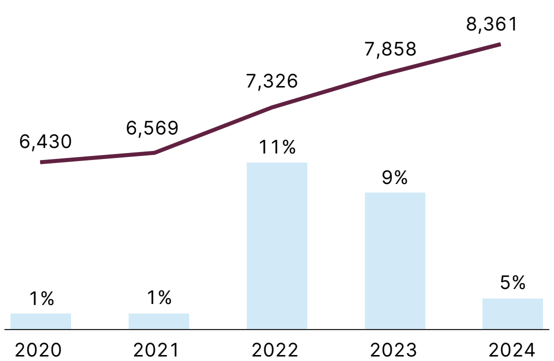
Organic growth
(9% in 2023)

5%

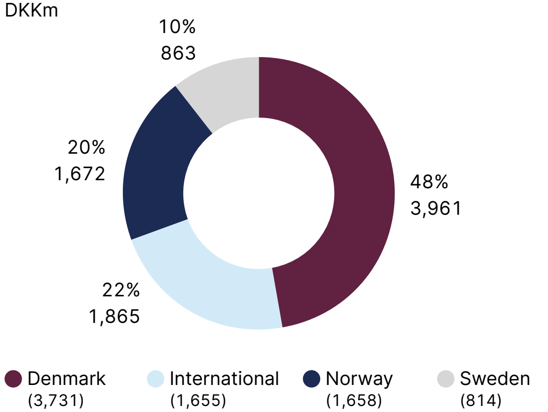
EBITA* margin
(5.9% in 2023)

7.3%

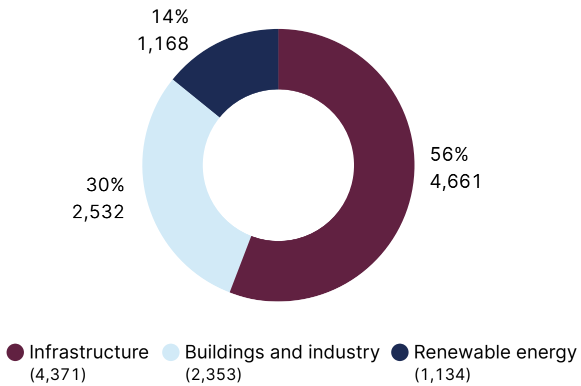
Revenue (DKKm) and organic growth (%)



Revenue in business lines 2024 (2023)
DKKm



Revenue in sectors 2024 (2023)
DKKm

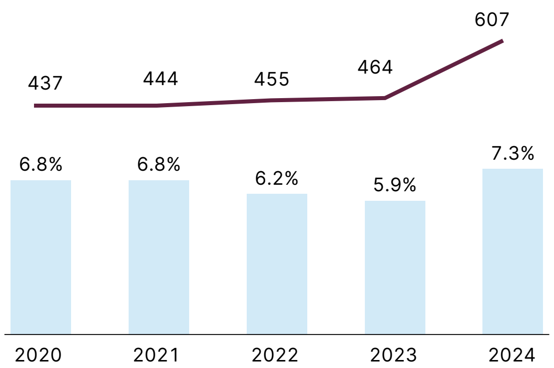


With the implementation of our new organisational structure that is aligned across the company and has fewer organisational layers and financial units, we simplified our organisation and improved our ways of working. As a result, approximately 250 positions were discontinued during the transition to the new organisation.

Restructuring costs
In 2024, we incurred significant special items as a consequence of the LEAP transformation and restructuring initiatives. For 2024, special items included costs primarily linked to restructuring and transformation but also costs related to the Oman arbitration case. The restructuring and transformation costs reflect a strategic investment aimed at enhancing future profitability and ensuring that COWI is well-positioned for sustained success in the long term.

Special items amounted to DKK 268 million, compared to DKK 46 million in 2023, and relate to significant costs of a non-recurring nature which cannot be attributed directly to COWI's ordinary activities. Reference is made to note 24 in the COWI Group's financial statement.

EBITA* (DKKm) and EBITA* margin (%)



Sound profitability while transforming our business
In 2024, COWI delivered an operating profit (EBIT) of DKK 272 million, compared to DKK 343 million in 2023. This corresponded to an EBIT margin of 3.3%, down from 4.4% in 2023. Despite incurring significant restructuring costs and special items in 2024, EBIT only fell short of the 2023 EBIT by DKK 71 million, corresponding to 1.1 percentage points.

In other words, we have invested in transforming the organisation and strengthening our future operational profitability, and within a year, this investment has resulted in a significant increase in our underlying operational performance. Excluding special items, our operating profit (EBIT) amounted to DKK 540 million in 2024, an increase of 39% from DKK 389 million in 2023. This corresponded to an EBIT margin of 6.5%, up from 5.0% in 2023.

In conclusion, 2024 was a year of solid revenue and strategic growth for COWI. Our results reflect not just our financial performance but our dedication to building a sustainable future through thoughtful investments and continued innovation. Together, we are shaping the trajectory of our company and the markets and communities we serve.

Operating costs
Our total operating costs amounted to DKK 6,872 million, an increase of 6% compared to DKK 6,465 million in 2023, mainly attributable to revenue growth and non-recurring costs in special items. Excluding the effect of special items, the increase in total operating costs would have been limited to 3%.

COWI's main operating cost, employee costs, totalled DKK 5,636 million in 2024, an increase of 5% compared to 2023. Excluding the effect of special items, the employee costs increased by 2%.

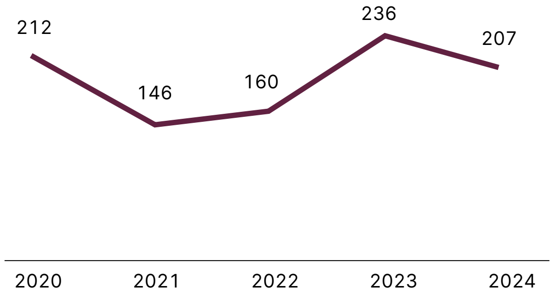
External costs reached DKK 1,025 million, an increase of 16% compared to 2023. However, when excluding the impact of special items, the increase in external costs was limited to 6%, mainly attributable to the growth in revenue.

Amortisation, depreciation and impairment losses amounted to DKK 211 million, largely on par with DKK 199 million in 2023. These costs were primarily attributable to the amortisation of goodwill as well as the depreciation of equipment.

Net financial items
COWI's net financial items amounted to a net income of DKK 33 million, largely on par with DKK 31 million in 2023.

Tax on profit for the year
Profit before tax amounted to DKK 305 million, compared to DKK 374 million in 2023. Our tax on profit for the year amounted to an expense of DKK 98 million, resulting in an effective tax rate of 32% for 2024, a decrease from 37% in 2023. Profit for the year amounted to DKK 207 million, compared to DKK 236 million in 2023.

Profit for the year
DKKm

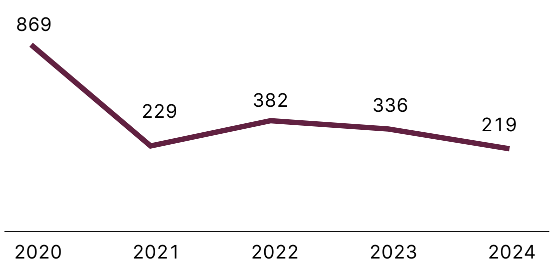


Return on invested capital and equity
COWI's return on invested capital (ROIC) was 22% in 2024, a decrease from 28% in 2023. Similarly, the return on equity (ROE) for 2024 amounted to 12%, compared to 15% in 2023. The decline in both metrics can be attributed to the significant special items.

Cash flow
In 2024, our cash flow from operating activities amounted to DKK 219 million, a decrease from DKK 336 million in 2023. The decrease in operating cash flow was mainly attributable to the cash flow impact of the items classified as special items combined with higher corporate tax payments in 2024 driven by a catch-up effect related to contract work in progress. Disregarding these one-off impacts, the cash flow from operating activities would have been ahead of the 2023 performance.

Cash flow from total investing activities amounted to a negative DKK 85 million in 2024, compared to a negative DKK 215 million in 2023. The cash flow from investing activities in 2023 was negatively impacted by DKK 114 million for the acquisition of subsidiaries and other businesses, while this only amounted to a negative DKK 2 million in 2024.

Operating cash flow
DKKm



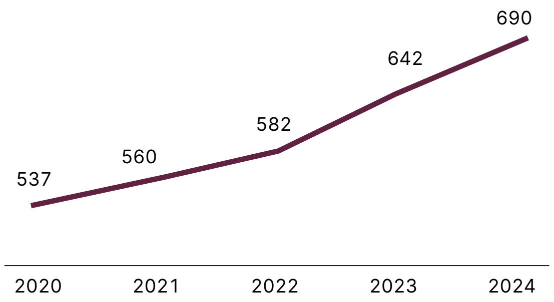
Our free cash flow was positive at DKK 134 million in 2024, an improvement of DKK 13 million compared to 2023, and this despite investing in the future, as reflected in significant special items effects in 2024.

Resilience in the balance sheet
At 31 December 2024, COWI's total assets amounted to DKK 4,065 million, reflecting a modest increase of DKK 33 million or 1% compared to 31 December 2023. Cash and marketable securities totalled DKK 914 million, equivalent to 22% of COWI's total assets. This represents an increase from DKK 848 million at 31 December 2023, driven by robust free cash flow in 2024, which exceeded distributions to shareholders.

At 31 December 2024, COWI's net interest-bearing position was a positive DKK 906 million, an improvement from a positive DKK 832 million at 31 December 2023. COWI had no financial debt at 31 December 2024, demonstrating our capability to fully finance our operations and acquisitions without external funding.

COWI's total financial resources, which comprise cash, marketable securities and committed undrawn credit facilities, amounted to DKK 1,449 million at 31 December 2024, up from DKK 1,379 million at 31 December 2023.

Book value per share
DKK



Equity reached DKK 1,750 million at 31 December 2024, representing an increase of DKK 97 million from 31 December 2023. This increase in equity was founded on a profit of DKK 207 million, partly offset by dividends distributed and the repurchase of treasury shares totalling DKK 111 million. COWI's equity ratio at 31 December 2024 was 43%, an increase of two percentage points from 41% at 31 December 2023, demonstrating well-managed growth and successful integration of acquisitions.

The Executive Board and Board of Directors find the current capital and share structure appropriate for the shareholders and the company, supporting COWI's strategy and long-term value creation.

Capital and share structure
The share capital amounted to DKK 287 million at 31 December 2024, of which DKK 200 million are class A shares, and DKK 87 million are class B shares. Class A shares carry ten votes for each DKK 100 share, while class B shares carry one vote for each DKK 100 share. All class A shares are owned by COWIfonden.

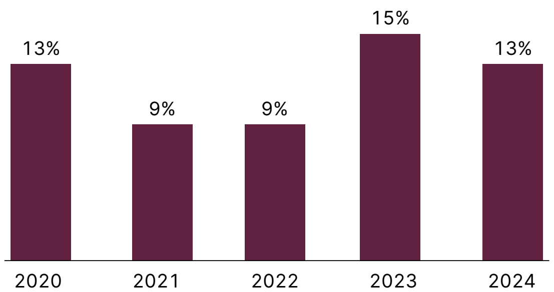
COWIfonden is a commercial, independent foundation holding the majority of the shares in COWI Holding A/S. The objective of COWIfonden is to create a stable basis for COWI Holding A/S and to support relevant causes through donations, with a primary focus on the COWI Group's fields of activity, particularly in post-graduate studies and research. At the annual general meeting of COWI Holding A/S in 2024, the Board of Directors was authorised to allow COWI Holding A/S to acquire own shares (treasury shares) of up to 15% of COWI Holding A/S's share capital. The authorisation is valid until 20 March 2029. At 31 December 2024, COWI Holding A/S owned class B shares with a nominal value of DKK 33 million (classified as treasury shares), the employees owned class B shares with a nominal value of DKK 28 million, while COWIfonden owned DKK 225 million worth of class A and B shares in total.

At 31 December 2024, book value per share was DKK 690.3, an increase of 8% compared to 31 December 2023 and the highest level to date. As a result, the shareholder return for 2024 was 13%, compared to 15% in 2023.

The Board of Directors proposes that a dividend of DKK 38 per share, up from DKK 32 in 2023, an increase of 19%, be distributed to the shareholders. This corresponds to 5.5% of the book value per share for 2024, an increase from the 2023 level of 5.0%. The total proposed dividends for 2024 are DKK 96 million (excluding treasury shares).

The shareholder return for 2024 was 13%, compared to 15% in 2023. The slight decline in shareholder return can be attributed to the profit of DKK 207 in 2024, compared to DKK 236 million in 2023. While COWI aims to achieve an annual shareholder return exceeding 15%, the ambition was not fully met for 2024 due to non-recurring costs related to transformation and restructuring efforts.

Shareholder return



Leisure by the water on a mild May day at Aarhus Ø, Denmark.
A project by COWI.

2.2

Business line performance

Business Line Denmark

Business Line Denmark delivered an organic growth of 6% and an overall revenue of DKK 3,961 million, particularly driven by health and pharma projects within our buildings and industry sector. Other positive drivers included increased revenue from large infrastructure projects, such as the Copenhagen Metro M5 project.

As part of the LEAP transformation in 2024, Business Line Denmark expanded to cover the entire range of our three priority market sectors: infrastructure, buildings and industry – now also including our architectural business, Arkitema, in Denmark – and renewable energy. Additionally, we made the strategic decision to divest our activities within the EU policy market to secure an even stronger focus on our core sectors and home markets.

The profitability of Business Line Denmark saw a year-over-year improvement, achieving an EBITA* margin of 9.7%, which reflects an impressive increase of 2.3 percentage points from 2023. This enhancement was primarily driven by improved efficiency, increased average sales prices and cost savings across COWI's largest business line.

Henrik Winther
Executive Vice President

3,961
DKK million revenue
(2023: 3,731)

6%
Organic revenue growth

9.7%
EBITA* margin
(2023: 7.4%)

52
NPS (2023: 53)

The Copenhagen Metro.
M4 line Havneholmen.
A project by COWI and Arkitema.

Business Line International

Business Line International continued its solid trajectory, achieving an organic growth of 4% in 2024, with an overall revenue of DKK 1,865 million. Notably, our North America business experienced significant growth within the infrastructure sector, fuelled by several large projects related to marine port facilities. Additionally, Business Line International benefited from the full-year effect of the integration of our Icelandic business, which joined the COWI Group on 31 May 2023, leading us to win large projects within the energy and buildings sectors in Iceland. In the UK, while our project execution remained robust, overall revenue stagnated as some of our large ongoing projects began to wind down.

The EBITA* margin for Business Line International decreased from 8.5% in 2023 to 6.1% in 2024. While North America and the UK outperformed their 2023 performance, the profitability outside COWI's core markets, and particularly in Southeast Asia, declined due to unsatisfactory project execution, which negatively impacted the overall profitability of the business line.

The NPS in Business Line International was 65 in 2024, a decline from 78 in 2023, impacted by a few projects.

Michael Bindseil
Executive Vice President

1,865
DKK million revenue
(2023: 1,655)

4%
Organic revenue growth

6.1%
EBITA* margin
(2023: 8.5%)

65
NPS (2023: 78)

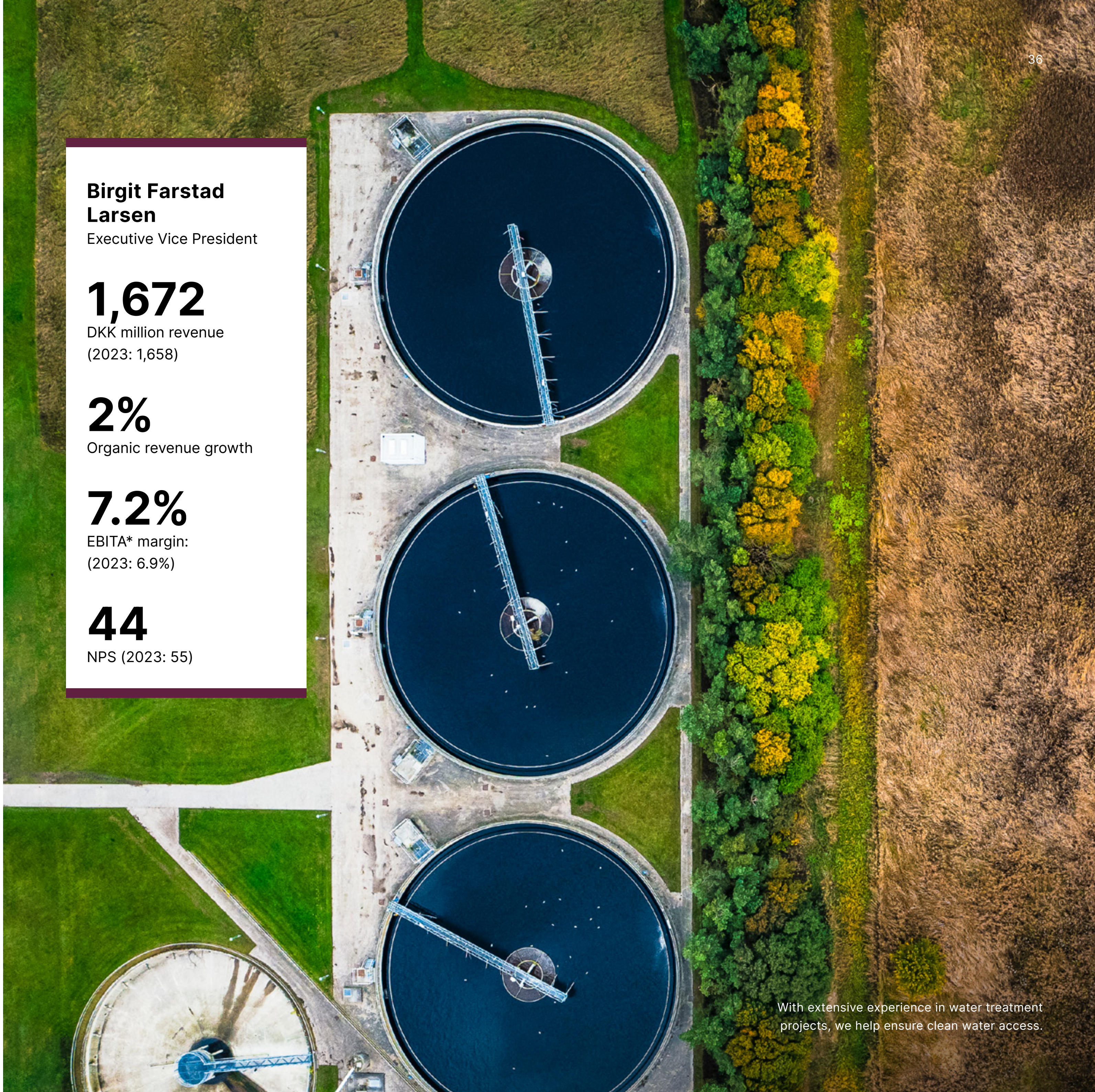
Northeast Road over Skjálfandafljót in Kinn.
A project by COWI.

Business Line Norway

Business Line Norway delivered an organic growth of 2% in 2024 and an overall revenue of DKK 1,672 million, while implementing a simpler, faster and clearer organisation and laying the groundwork for strong positioning across all sectors in the years to come. Especially within the buildings and industry sector, Business Line Norway experienced a strong year, expanding its robust market position, while also integrating COWI's architectural business in Norway into the Norwegian business.

Several new signature projects were signed in 2024, including the Stad Ship Tunnel, the world's first full-scale ship tunnel, and a new water treatment facility in Biri.

The profitability of Business Line Norway improved, with the EBITA* margin increasing from 6.9% in 2023 to 7.2% in 2024, primarily driven by enhanced efficiency across the business line. This improvement was achieved in the context of COWI's strategic decision in 2024 to close several smaller offices in Norway as part of the LEAP transformation initiative. The decision to close offices also affected the NPS, which decreased to 44 in 2024, down from 55 in 2023.



Birgit Farstad Larsen
Executive Vice President

1,672
DKK million revenue
(2023: 1,658)

2%
Organic revenue growth

7.2%
EBITA* margin:
(2023: 6.9%)

44
NPS (2023: 55)

With extensive experience in water treatment projects, we help ensure clean water access.

Business Line Sweden

Business Line Sweden
In 2024, Business Line Sweden significantly improved its financial results, achieving an organic growth of 6% and an overall revenue of DKK 863 million. This strong performance is attributed to a substantial transformation within the Swedish organisation in recent years, which has fostered growth and a lower attrition rate.

Especially within the infrastructure sector, Business Line Sweden experienced substantial growth, securing two major rail projects for the Swedish Transport Administration. Additionally, we strengthened our partnership with Borealis, one of the world's leading producers of polyethylene and polypropylene, supporting their green transition.

The profitability of Business Line Sweden improved year-over-year, closing with an EBITA* margin of 1.7% for 2024, a notable turnaround from a negative 1.9% in 2023. This positive shift is a reflection of improvement initiatives that have been implemented within the business and organisation over the past few years, and which have now resulted in improved efficiency and profitability. The NPS in Business Line Sweden was 43 in 2024, a decline from 57 in 2023, mainly due to less customer interactions during the re-organisation in second half of the year.

In 2024, our architectural business, Arkitema, was integrated into Business Line Sweden. Together, we are fostering a culture of collaboration and teamwork, which is crucial for delivering innovative solutions to our customers.

Anders Wiktorson
Executive Vice President

863
DKK million revenue
(2023: 814)

6%
Organic revenue growth

1.7%
EBITA* Margin
(2023: -1.9%)

43
NPS (2023: 57)

In Sweden, COWI secured two major rail projects for the Swedish Transport Administration.

3.0

Outlook

Thames Tideway Tunnel, London.
A project by COWI.

OUTLOOK 2025

As we enter 2025, we find ourselves navigating a world filled with both unprecedented challenges and remarkable opportunities. There are two fights that must be won at the same time: the fight for democratic values and the fight against climate change.

The geopolitical landscape remains complex, shaped by national interests and international relationships that continually influence markets and trade. Around the world, several conflicts, whether armed or diplomatic, continue to increase global instability. Also, shifts in power and political landscapes can increase unpredictability. This prompts a re-evaluation of security policies and energy dependencies and is leading to a more complex global landscape for COWI and our customers to navigate in.

Meanwhile, the urgent call for action against climate change is reshaping industries and driving innovation toward sustainable practices. Many parts of the world suffer from either too much water or too little water – while some are fighting droughts or wildfires, others battle against extreme flooding and landslides.

Investments in the defence industry, sustainable development and initiatives to mitigate climate change create significant market opportunities for COWI. We anticipate an increased demand for our services in designing sustainable infrastructure solutions, such as renewable energy systems, energy-efficient buildings, focus on resource use, circular economy and climate resilience projects. We also see an increased focus by customers on biodiversity.

Expected growth in priority market sectors
Our core markets remain relatively stable, and we expect continued organic growth in 2025 at a moderate pace. We foresee continued investments by customers within our priority market sectors.

Renewable energy has seen considerable growth rates in the past years and even with a slow-down this past year, renewables continue to replace fossil energy as a vital element in limiting climate change. Electrification and energy transmission continue a positive trend, whereas investments in offshore wind, hydrogen and green fuel have seen a decline.

We continue to see a growing demand for more sustainable infrastructure and transportation, also to accommodate climate change. We also see a positive development within buildings and industry as customers maximise resource utilisation and adapt to climate change. In addition, customers request new materials, designs and digital solutions.

Well-positioned for the future
In this multifaceted environment, we believe that our adaptability and proactive engagement will empower us to thrive. We have built a resilient and diversified business model which enables us to adapt to changes together with our customers.

Financial outlook

We expect that COWI will continue its growth trajectory in 2025 with moderate organic growth of around 5%. Profitability in 2025 is expected to improve.
We expect an EBITA* margin of around 8% for 2025. In line with our strategic mid-term aspiration, we target an EBITA* margin of 10% by 2026.

Non-financial targets

COWI has an ambition, as reflected in our approved science-based targets, to reduce Scope 1 and 2 CO_2 emissions by 42% and Scope 3 emissions by 25% in 2030 (compared to the 2022 baseline) and become net-zero across all scopes by 2050.

We will continue our ambition of having a more diverse workforce. Our target is to have women account for 30% of senior career levels by 2026. And by 2030, women will hold at least 40% of leadership positions. Currently, we are at 27%.

COWI delivers on our strategic ambitions by having engaged employees contributing their expertise and passion. We want to achieve a favourable engagement score of 70% in 2025, up from 64% in 2024.

In 2025, we will continue our efforts to strengthen our financial performance. With the initiatives we implemented to enhance our business performance during 2024, we are well-positioned to take another step toward our 2026-goal of becoming a top-quartile performer in our peer group and delivering a total shareholder return above 15%, an EBITA* margin of 10% and organic revenue growth above 5%. We will continue to make significant investments in people, technology and sustainability to remain competitive and relevant to our customers and employees in the years to come.

4.0 Our governance

The Hising Bridge in Gothenburg, Sweden. A project by COWI.

4.1

Corporate governance

Corporate governance

Recommendations on corporate governance
The Danish Committee on Corporate Governance has issued recommendations on corporate governance with the aim of advancing a responsible corporate management culture that creates long-term value. These recommendations provide best practice guidelines for Danish companies and follow the comply-and-explain approach. COWI's reporting on the Danish Recommendations on Corporate Governance can be found at https://www.cowi.com/corporate-governance.

In accordance with the Danish Recommendations on Corporate Governance, COWI conducts an annual evaluation of the Board of Directors and the members of the Executive Board of COWI Holding A/S as well as the cooperation between the two management bodies. The Board of Directors may decide to engage external assistance. In the past few years, the conclusions in the evaluation reports have been that both the Executive Board and the Board of Directors find the collaboration to be effective and good.

[1] ESRS disclosure requirements incorporated by reference in this section: GOV-1 20a,b, GOV-1 21a-e, GOV-1 22d. GOV-1 20b and 22d are disclosed in more detail in 'Our sustainability governance', pp. 68-70.
[2] This section has not undergone limited assurance.

The role of our executive and top management

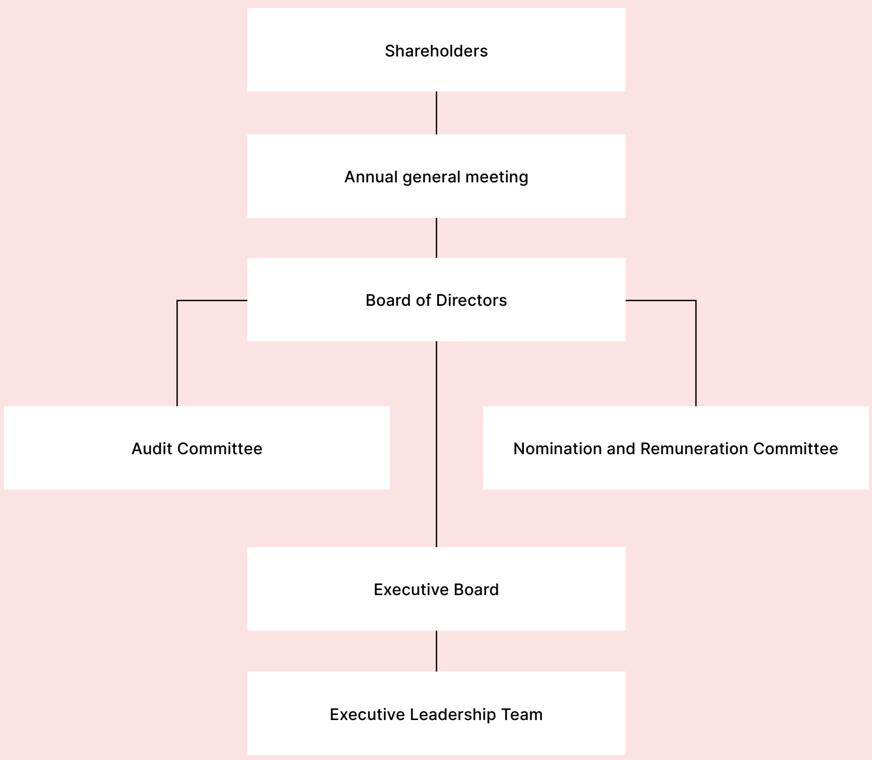
Board of Directors[1]
The Board of Directors is responsible for the overall management of the COWI Group. In 2024, the Board of Directors consisted of nine members, six of whom were elected by the assembly at the annual meeting, and the remaining three members were elected by and among the employees. One hundred per cent of the general assembly-elected members (six out of six) of the Board of Directors were non-executives and independent of COWI.

We saw a high meetings attendance rate of 100% of the Board of Directors at their six annual meetings and one annual strategy seminar.[2]

Out of the six board members elected by the assembly, two were female (33%). Following the diversity policy, our target is for the underrepresented gender to make up 40% of the general assembly-elected members of the Board of Directors by 2030, and we, therefore, do not operate with a baseline year. The policy and target have been set and approved by the Board of Directors.

Currently, the Board of Directors includes members with diverse expertise across a broad range of engineering disciplines, as well as directors who serve on boards of other companies within our defined sectors. This ensures a deep understanding of our products and markets.

Our governance model



The Board of Directors holds overall responsibility for ESG matters, ensuring that environmental, social and governance principles are integrated into the company's strategy and operations.

Audit Committee[3]

In 2023, the Board of Directors decided to establish an Audit Committee. The Audit Committee meets at least four times a year and consists of the following three members of the Board of Directors: Anne Harris (chair), Carsten Bjerg and Jeanette Fangel Løgstrup. The Audit Committee assists the Board of Directors with the oversight of the financial reporting as well as internal control and risk management of financial and sustainability reporting processes in order to ensure reliability, integrity and transparency, and ensure that the financial reporting provides a true and fair view of the assets, liabilities, financial position, results and cash flows and, accordingly, that there is a good financial basis for decision-making. In short, the Audit Committee has the following key responsibilities:

1. to oversee financial and sustainability reporting
2. to oversee external audits of financial and sustainability reporting
3. to oversee risk assessment and risk management processes in relation to financial reporting
4. to oversee business ethics.

The Audit Committee charter can be found here: https://cowi.b-cdn.net/-/media/cowi/documents/audit-committee-charter.pdf

Nomination and Remuneration Committee

In 2023, the Board of Directors decided to establish a Nomination and Remuneration Committee. The Nomination and Remuneration Committee meets at least four times a year and consists of the following two members of the Board of Directors: Jukka Pertola (chair) and Carsten Bjerg.

The Nomination and Remuneration Committee is tasked with assisting the Board of Directors in ensuring robust processes for nomination, succession planning and remuneration. This includes oversight of the appointment and evaluation of board and executive leadership roles, ensuring alignment with the company's strategy and values including ensuring it consists of individuals with the competencies and experience relevant to COWI's sectors, products and geographic focus, and developing policies to attract, motivate and retain key talent while promoting transparency, fairness and sustainability in compensation practices.

The Nomination and Remuneration Committee charter can be found here: https://www.cowi.com/media/esfdhvxi/charter-for-the-nomination-and-remuneration-committee-of-cowi-holding-as-signed.pdf

Executive Board[4]

Our Executive Board consists of the Group CEO, the Group CFO and the Group CBDO, who are responsible for the day-to-day operations of the COWI Group in line with our strategic focus. Members of the Executive Board are appointed by the Board of Directors and registered as executives with the Danish Business Authority. As part of our value steering approach, the Executive Board oversees target-setting and performance on several non-financial KPIs, including engagement and inclusion scores and greenhouse gas emissions from air travel.

The skills of the Executive Board encompass a broad range of competencies and experience across relevant sectors, products and markets, as outlined in their CVs on p. 48.

The Executive Board constitutes level 12 in our career system and consists of three members, one of whom is female (33%), which is considered an equal gender distribution. Our group-level policy for diversity and inclusion and its gender diversity targets for senior positions (career levels 9 to 12 in our system) also apply to our Executive Board.

Board of Directors

	Unit	2024
Total number of members	#	6*
Share of underrepresented gender	%	33*
Target share of underrepresented gender	%	40
Target year	Year	2030

* Only members elected by the assembly
** Elected at the annual general meeting in 2024
*** Retired from the Board of Directors as of the Annual General Meeting 2024.

Board of Directors and committee memberships

Board member	Board of Directors	Audit Committee	Nomination and Remuneration Committee
Jukka Pertola	7/7		4/4
Carsten Bjerg	7/7	4/4	4/4
Anne Harris	7/7	4/4	
Pierre Olofsson	7/7		
Jeanette Fangel Løgstrup	7/7	4/4	
Ivor Catto	7/7		
Mads Brandt Rasmussen**	6/6		
Annette Andersen**	6/6		
Ingrid Gabrielsen Klokk**	6/6		
Jasper Kyndi***	1/1		
Kristin Sandberg***	1/1		
Niels Fog***	1/1		

[3] ESRS disclosure requirements incorporated by reference in this section: GOV-1 20a,b, GOV-1 22b,d. GOV-1 20b and 22d are disclosed in more detail in 'Our sustainability governance', pp. 68-70.
[4] ESRS disclosure requirements incorporated by reference in this section: GOV-1 20a,b, 21c, GOV-1 22d. GOV-1 20b and 22d are disclosed in more detail in 'Our sustainability governance', pp. 68-70.

4.2

The Board of Directors, the Executive Board and the Executive Leadership Team

The Board of Directors[1]

As of 27 February 2025

Jukka Pertola

- Born 1960
- MSc in Electrical Engineering
- Professional non-executive board member
- On the Board of COWI Holding A/S since 2015
- Independent of COWI.

Competencies in line with the adopted competency profile:
Corporate governance; financial and risk management experience from global companies; customer relations management, including sales, marketing and branding; people management in knowledge-based companies; operational excellence in service companies; and M&A or alliance experience.

Directorships and executive positions:
Siemens Gamesa Renewable Energy (CB), Asetek (MB), Tryg (CB), Tryg Forsikring (CB), GN Store Nord (CB).

Skills related to sustainability
Climate change, own workforce, business conduct.

Carsten Bjerg

- Born 1959
- BSc in Engineering
- Professional non-executive board member
- On the board of COWI Holding since 2021
- Independent of COWI.

Competencies in line with the adopted competency profile:
Strategy development and implementation; leadership experience from large international organisations; development and execution of business objectives and budgets; globalisation; technology management and product development; and board experience from large, international companies.

Directorships and executive positions:
Dansk Smede- og Maskinteknik (CB), Agrometer (CB), Guldager (CB), Robco Engineering (CB), Hydrema (CB), Bogballe (CB), Epoke (CB), Bredal (CB).

Skills related to sustainability
Climate change, resources use and circular economy, own workforce, business conduct.

Anne Harris

- Born 1960
- MSc in Economics and Management
- Professional non-executive board member
- On the board of COWI Holding since 2021
- Independent of COWI.

Competencies in line with the adopted competency profile:
Financial literacy; corporate governance; senior management experience from other Nordic consultancy companies; financial and risk management experience from listed global companies; IPO, M&A and alliance experience.

Directorships and executive positions:
Aker BioMarine (MB), Azane (MB), Mer (MB), Petoro (MB).

Skills related to sustainability
Climate change, own workforce, business conduct.

Jeanette Fangel Løgstrup

- Born 1966
- MSc in Economics and Business Administration
- Professional non-executive board member, senior advisor and author
- On the board of COWI Holding since 2023
- Independent of COWI.

Competencies in line with the adopted competency profile:
Executive leadership; board and corporate governance experience from large international and knowledge-based companies; financial and risk management experience; sustainability and ESG; communications and marketing; diversity and corporate culture; M&A experience; and business development.

Directorships and executive positions:
JP Politikens Hus (VCB), Andel Energi (MB), Danske Invest (MB), Sovino Brands (MB), Nemlig.com A/S (MB), Intervare A/S (MB), Forenet Kredit, elected Member of the Committee of Representatives, Expon ApS (director).

Skills related to sustainability
Climate change, resources use and circular economy, own workforce, business conduct.

● Member of the Audit Committee (orange)
● Member of the Nomination and Remuneration Committee (dark blue)

Jukka Pertola: Nomination and Remuneration Committee. Carsten Bjerg: Nomination and Remuneration Committee; Audit Committee. Anne Harris: Audit Committee. Jeanette Fangel Løgstrup: Audit Committee.

MB = member of board
CB = chair of board
VCB = vice chair of board

[1] ESRS disclosure requirements incorporated by reference in this section: GOV-1 20c, 23a, b.

Pierre Olofsson

- Born 1966
- MSc in Civil Engineering
- Professional non-executive board member
- On the board of COWI Holding since 2022
- Independent of COWI.

Competencies in line with the adopted competency profile:
Senior management experience from Nordic companies; financial and risk management experience from global companies; business development; strategy development and implementation; and diversity.

Directorships and executive positions:
Founder and Partner at Spira företagsutveckling AB, Specialfastigheter (MB), Envix Nord AB (CB), Skånefrö AB (CB).

Skills related to sustainability
Climate change, resources use and circular economy, own workforce, business conduct.

Ivor Catto

- Born 1966
- BEng (Hons) in Engineering
- Professional non-executive board member
- On the Board of COWI Holding A/S since 2023
- Independent of COWI.

Competencies in line with the adopted competency profile:
Strategy development and implementation; management experience from leading international engineering and renewable energy organisations; financial and risk management; development and execution of business objectives and budgets; business development; and M&A experience.

Directorships and executive positions:
Pulse Clean Energy (MB).

Skills related to sustainability
Climate change, biodiversity and ecosystems, resources use and circular economy, own workforce, business conduct.

René Carlsbæk Gundersen

- Born: 1980
- MSc in Civil Engineering
- Market Director
- On the board of COWI Holding since 2025
- Not independent of COWI.

Competencies in line with the adopted competency profile:
Business development, marketing and branding; capture planning; strategy development and implementation; line management; and project management.

Directorships and executive positions:
None

Skills related to sustainability
Climate change, resources use and circular economy, own workforce, business conduct.

Annette Andersen

- Born 1966
- BSc in Civil Engineering, mini MBA, CBS/ Børsens Bestyrelsesuddannelse
- Head of Engineering
- On the board of COWI Holding since 2024
- Not independent of COWI.

Competencies in line with the adopted competency profile:
People management in knowledge-based companies; strategy development and implementation; project execution; financial and risk management; business development and marketing; client consultancy.

Directorships and executive positions:
None

Skills related to sustainability
Climate change, resources use and circular economy, own workforce, business conduct.

Ingrid Gabrielsen Klokk

- Born 1978
- MSc in Industrial Economics and Management
- Vice President, Head of Projects
- On the board of COWI Holding since 2024
- Not independent of COWI.

Competencies in line with the adopted competency profile:
Business development and strategy; project management of large multidisciplinary projects; procurement negotiations and contract management: energy systems and sustainability; organisational growth and team development.

Directorships and executive positions:
None

Skills related to sustainability
Climate change, biodiversity and ecosystems, own workforce.

The Executive Leadership Team

From the left, standing:
Anders Wiktorson, Birgit Farstad Larsen, Marius Weydahl Berg, Nicolas Jonard

From the left, seated:
Michael Bindseil, Jens Højgaard Christoffersen, Natalie G. Shaverdian Riise-Knudsen, Henrik Winther

The Executive Leadership Team and the Executive Board[1]

As of 27 February 2025

COWI's Executive Leadership Team comprises leaders with extensive tenure within the company as well as individuals bringing valuable experience from outside, enhancing diversity in perspectives, age, gender and nationality.

The organisational structure is centered around clearly defined roles and areas of responsibility. The Executive Leadership Team collectively drives the execution of COWI's strategy, ensuring strong alignment across the Group and clear accountability for the key elements shaping the next phase of COWI's growth and development.

The Executive Board and the Executive Leadership Team's responsibilities

Jens Højgaard Christoffersen,[2]
Group CEO

Natalie G. Shaverdian Riise-Knudsen,[2]
Group CFO

Marius Weydahl Berg,[2]
Group CBDO

Henrik Winther,
EVP of Business Line Denmark

Michael Bindseil,
EVP of Business Line International and interim Head of EDC

Birgit Farstad Larsen,
EVP of Business Line Norway

Anders Wiktorson,
EVP of Business Line Sweden

Nicolas Jonard
Interim Head of People and Organisation

[1] ESRS disclosure requirements incorporated by reference in this section: GOV-1 21c, 22a
[2] The Executive Board consists of the Group CEO, the Group CFO and the Group CBDO, who are registered as executives with the Danish Business Authority.

Jens Højgaard Christoffersen

Group CEO
- Group CEO – since 2022
- Started in COWI: 1995
- Year of birth: 1968
- PhD in Civil Engineering
- Diploma in finance (HD)
- Nationality: Danish.

Over the years, Jens Højgaard Christoffersen has led projects and organisations in Denmark and abroad. The common thread through his career with COWI has been linking customer aspirations with the right people and technology to support the realisation of desired benefits for customers and society.

Directorships and executive positions:
Danish Industry (DI)
– Committee on Construction Policy (CB),
Danish Industry (DI)
– Committee on Business Policy (MB),
Danish Industry (DI)
– Committee on Energy Efficiency (MB).

Shares in COWI Holding A/S
Nominal holding: 638,900

Natalie G. Shaverdian Riise-Knudsen

Group CFO
- Group CFO – since 2021
- Started in COWI: 2021
- Year of birth: 1981
- MSc in Business and Administration
- Nationality: Swedish.

Natalie G. Shaverdian Riise-Knudsen has international experience in engineering consultancy, insurance, finance and biotech industries, where she has driven complex strategic initiatives, M&A activities and financial operations for multinational corporations. Prior to joining COWI, she held leadership positions at Novonesis (Novozymes), RSA and GE Capital. She is also a board member of Terma A/S.

Directorships and executive positions:
Terma (MB).

Shares in COWI Holding A/S
Nominal holding: 0

Marius Weydahl Berg

Group CBDO
- Group CBDO – since 2023
- Started in COWI: 2018
- Year of birth: 1975
- MSc in Project Management, BSc in Mechanical Engineering
- Nationality: Norwegian.

Marius Weydahl Berg has solid international experience in managing people and projects in Norway, the UK, the US, Brazil, Singapore, Dubai and Australia. He has worked for international corporations like Apply Group and Archer.

Directorships and executive positions:
RIF (Consulting Engineers' Association in Norway) (VCB).

Shares in COWI Holding A/S
Nominal holding: 0

4.3

Remuneration

Remuneration

Remuneration of the Board of Directors and the Executive Board
COWI's remuneration policy governs the compensation of the Board of Directors and the Executive Board. The policy is designed to attract, retain and motivate the Board of Directors and the Executive Board at a competitive level. It creates a strong link between remuneration and the achievement of strategic goals as well as the financial and non-financial performance and aligns the interests of the Board of Directors and the Executive Board with the interests of the shareholders.

Remuneration of the Executive Board and the Board of Directors:

DKK million	Salaries/ fees	Pensions	Benefits	Short-term incentive programme	Long-term incentive programme	Total remuneration excluding severance payments	Severance payments	Total remuneration
2024								
The Board of Directors	4	0	0	0	0	4	0	4
The Executive Board	21	4	1	9	8	43	4	47
Total	**25**	**4**	**1**	**9**	**8**	**47**	**4**	**51**
2023								
The Board of Directors	3	0	0	0	0	3	0	3
The Executive Board	18	4	1	5	4	32	0	32
Total	**21**	**4**	**1**	**5**	**4**	**35**	**0**	**35**

	2024	2023
The Board of Directors (headcount as of 31 December):	9	9
The Executive Board (headcount as of 31 December):	4	4

Due to considerations about confidentiality and personal data disclosure, COWI Holding A/S's Board of Directors has decided to deviate from the remuneration policy and not disclose remuneration to executives on an individual basis. The above information is aggregated remuneration for current and former members of the Executive Board and the Board of Directors, provided they earned remuneration in their capacity of these roles during 2024. This encompasses the Group CEO, Group CFO, Group CBDO as well as the Group COO, who was deregistered as an executive with the Danish Business Authority on 29 January 2024.

The long-term incentive included in the above table is the cost of the 2024 programme based on the members' 2024 performance. This is different from the financial statements, in which the long-term incentive programme is expensed over a one-year performance period and a subsequent three-year vesting period in accordance with the Danish Financial Statements Act. This is the reason for the difference of DKK 2 million in 2024 (2023: DKK 1 million) between the above table and the remuneration in note 4, 'Employee costs'.

The remuneration policy is based on five cornerstones:

- **one approach to remuneration and reward**
  On top of the basic salary, incentives and benefits, non-monetary benefits such as further education and a global working environment comprise vital parts of the total remuneration package.
- **market-driven**
  Wages, incentives and benefits are set and kept at average to global median remuneration levels. Also, COWI offers a pension scheme as well as life and health insurances as appropriate.
- **performance-driven**
  There is a transparent direct connection between performance and remuneration. Variable remuneration is used to award performance, whereas increased base salary reflects market conditions.
- **transparency**
  Clear communication on our remuneration policy is a priority: The variable part is simple, transparent, and easy to understand and calculate. All costs related to remuneration are known and publicly available.
- **flexibility**
  We encourage flexibility within the framework of good corporate governance and current legislation. Flexible solutions are to be cost-neutral, and an adequate level of insurance is to be maintained.

In 2024, the predefined corporate targets were updated with the introduction of a new metric for gender diversity as a sustainability-related KPI in the Executive Board's short-term incentive programme. COWI did not apply climate-related performance targets in 2024. In 2025, performance against our engagement targets will be applied in the short-term incentive programme for the Executive Board[1]. See section 4.3, 'Social' on pp. 118-120 for the definition of our metrics.

[1] ESRS disclosure requirement incorporated by reference in this section: GOV-3.

Remuneration of the Board of Directors
The Board of Director's remuneration is fixed and includes no variable element.

For their duties in 2024, the Chair received DKK 870,000, the Vice Chair received DKK 580,000, and each of the other members received DKK 290,000, totalling DKK 3.5 million paid in remuneration to the Board of Directors. The Chair of the Audit Committee received DKK 131,000, and the other Audit Committee members received DKK 66,000 each.

Board remuneration is approved annually at the annual general meeting and is evaluated against relevant benchmarks (i.e., companies similar to COWI in size, complexity, geographical scope and industry).

Board members are not offered options, warrants or participation in other incentive schemes.

Shares owned by members of the Board of Directors
If shares in COWI Holding A/S are offered to the employees in the COWI Group as part of an ordinary share programme, members of the Board of Directors are also allowed allowed to acquire shares on the same terms and conditions as applicable to the employees.

Shares owned by members of the Board of Directors

	Nominal holding		Book value, DKKt
	1 January 2024	31 December 2024	31 December 2024
Jukka Pertola	200,000	200,000	1,381
Carsten Bjerg	0	0	0
Anne Harris	0	0	0
Pierre Olofsson	0	0	0
Jeanette Fangel Løgstrup	0	0	0
Ivor Catto	0	0	0
Mads Brandt Rasmussen	500	500	3
Annette Andersen	7,000	7,000	48
Ingrid Gabrielsen Klokk	0	0	0
Jasper Kyndi	142,300	142,300	982
Niels Fog	63,200	63,200	436
Kristin Sandberg	90,000	90,000	621

The above table includes shares owned by current and former members of the Board of Directors, provided they served as members of the Board of Directors of COWI Holding A/S during 2024.

Jasper Kyndi, Niels Fog and Kristin Sandberg stepped down from the Board of Directors at the annual general meeting on 20 March 2024. Mads Brandt Rasmussen, Annette Andersen and Ingrid Gabrielsen Klokk joined the Board of Directors at the annual general meeting on 20 March 2024.

In 2024, there were no purchases or sales of shares by members of the Board of Directors.

Situated near central Stockholm, Sweden, Campus Albano is designed to create a vibrant new district that fosters stronger connections between the city's universities and its downtown core.
A project by COWI.

Remuneration of the Executive Board

The Executive Board consists of Jens Højgaard Christoffersen (Group CEO), Natalie G. Shaverdian Riise-Knudsen (Group CFO) and Marius Weydahl Berg (Group CBDO), who are registered as executives with the Danish Business Authority. Remuneration of the Executive Board includes remuneration of Rasmus Ødum (Group COO), who was deregistered as an executive with the Danish Business Authority on 29 January 2024.

The remuneration of the Executive Board consists of:

	Component	Description	Link to performance and strategic priorities
Fixed remuneration	**Base salary**	• Fixed annual salary. • Base salary levels are determined taking into account the nature of the individual role, individual considerations, the market position and remuneration conditions in COWI. • Additionally, social security, similar taxes and mandatory social security contributions are paid.	• The base salary is provided for the executives at a competitive level and to ensure a reliable base income that supports decision-making at an appropriate balance between risk and opportunity, short-term and long-term perspective and a sustainable development required of a consultancy company.
Fixed remuneration	**Pension contribution**	• The pension contribution rate corresponds to up to 25% of the base salary. • Additionally, some board members may be subject to a mandatory occupational pension scheme, depending on the applicable laws and regulations of the jurisdiction.	• Pension provides an opportunity for executives to build up an income for retirement, keeping in mind the same perspectives as for base salary.
Fixed remuneration	**Benefits**	• Non-cash benefits like company cars as well as customary non-cash benefits like communication and IT equipment, subscriptions, etc. • Cash-based holiday allowance corresponding to 1% of the base salary. • Executives may participate in customary employee benefit programmes, e.g., employee share programmes.	• Benefits are granted, reflecting local practice.
Variable remuneration	**Short-term incentive programme (cash bonus)**	• Cash bonus related to annual performance against targets set by the Board of Directors. • The targets are related to performance based on COWI's group figures, with necessary adjustments as explained on p. 51. • The short-term incentive programme cannot exceed an amount equal to six months' base salary.	• The short-term incentive programme is designed to incentivise executives for short-term achievements in line with COWI's needs. Targets are closely linked to the corporate strategy and normally include financial as well as non-financial targets.
Variable remuneration	**Long-term incentive programme (stock-based program)**	• Share-based incentive for the achievement of a financial target. • The Board of Directors may decide to base the long-term incentive programme on phantom shares (i.e., as a cash-based programme based on the development in the share price, with the same performance period and reflecting the same vesting period). The calculation is explained on p. 51. • One-year performance period and a subsequent three-year vesting period. • The on-target allocation corresponds to three months' base salary (for CEO: four months' base salary). The maximum bonus corresponds to 4.5 months' base salary (for CEO: six months' base salary).	• The purpose of the long-term incentive programme is designed to promote the collective performance of the executives and to further align the interests of executives and shareholders. With rolling programmes linked to both financial and business performance, the long-term incentive programme supports the long-term sustainable development of COWI.

Short-term incentive programme – target achievement (the Executive Board):

KPI	Weight	Target	Share of maximum pay-out
EBITA* margin	40%	6.5%	100%
Operating cash flow, DKKm	35%	410	100%
Revenue, DKKm	15%	8,350	67%
Diversity	10%	26.0%	91%
Total, % of max (67% at target)			**94%**
Total, DKK million			**9**

In the measurement of target fulfilment, all bonus KPIs were adjusted for the effects of acquisitions and divestments during 2024. Revenue and EBITA* margin were adjusted for the impact of foreign exchange translation. EBITA* margin and operating cash flow exclude the effect of special items as defined in note 24.

Short- and long-term incentive programmes
The Executive Board's variable remuneration is provided as a short-term incentive and a long-term incentive. The variable remuneration is based on performance and accountability in relation to established thresholds and targets, both short-term and long-term, which must be achieved before the incentive is released to the executive. Targets and thresholds are aligned with short-term and long-term priorities in the corporate strategy and thereby ensure that the long-term interests and sustainability of COWI are considered.

Short-term incentive programme
The short-term incentive programme is a one-year short-term cash-based incentive linked to the degree of achievement of a number of predefined corporate targets for the performance year. The short-term incentive programme cannot exceed an amount equal to six months' base salary per year.

For 2024, the short-term incentive programme's four key performance indicators (KPIs) were (1) EBITA* margin, (2) operating cash flow, (3) revenue and (4) diversity. These KPIs were selected by the Board of Directors for their relevance to annual profit and cash management performance as well as to the achievement of the Group's strategy to foster diverse and gender-inclusive business leadership.

Corporate targets are set by the Board of Directors at the board meeting approving the budget for the performance year and include determination of the threshold, on-target level of performance and level of performance to achieve maximum pay-out. Furthermore, the Board of Directors may decide that the short-term incentive programmes will not be paid out if one or more specified financial and/or non-financial targets were not reached for the applicable performance year.

Long-term incentive programme
In 2024, the bonus achieved through the long-term incentive programme corresponded to approximately 41% of the base salary (2023: 23%). The long-term incentive programme is share-based and linked to the achievement of a pre-defined target (EBITA*) for a performance year. The long-term incentive has a one-year performance period and a subsequent three-year vesting period.

The Board of Directors may decide to base the long-term incentive programme on phantom shares (i.e., as a cash-based programme based on the development in the share price, with the same performance period and reflecting the same vesting period). If settled in cash instead of shares, the cash settlement will be based on COWI's book value and adjusted for the dividends per share in the vesting period.

Corporate targets are set by the Board of Directors at the board meeting where the budget for the performance year is approved and includes the determination of the threshold, on-target level of performance and level of performance to achieve maximum pay-out. Furthermore, the Board of Directors may decide that the performance share units are not allocated under the long-term incentive programmes if one or more specified financial and/or non-financial targets were not reached for the applicable performance year.

Long-term incentive programme – target achievement (the Executive Board)
The long-term incentive programme focuses on one performance measure, the EBITA* margin, which carries a weight of 100%. This measure is evaluated similarly to the short-term incentive programme. For 2024, the EBITA* margin surpassed the maximum threshold, resulting in the maximum payout of DKK 8 million being awarded.

The allocation of performance share units to a vesting pool, if any, takes place in the week after the annual general meeting where the COWI Group's annual accounts for the performance year are approved, and it is based on the executives' individual base salary in January in the performance year, using the book value at 31 December of the performance year to determine the number of allocated performance shares units.

Variable pay components:

The Executive Board	Short-term incentive	Long-term incentive
EBITA* margin	●	●
Operating cash flow	●	
Revenue	●	
Diversity	●	

4.4

Risk management

Risk management

COWI operates internationally and across various sectors, which means that our business is exposed to different risks. In the past years, we have taken further proactive steps in our approach to strategic risk management as we have narrowed our geographical and sector focus. In parallel with this, we have worked on maturing and improving our risk management framework at project and group levels to limit our risk exposure. Changes in the geopolitical landscape influence COWI's risk exposure. To limit this, we have narrowed our geographical outreach and are constantly focusing our business around our priority market sectors. We have a strategic ambition of carrying out bigger projects, but bigger projects also entail increasing complexity. Consequently, we have further professionalised the way we work proactively with contract management support for our project managers, particularly in relation to planning and scheduling.

Risk management tool
Before submitting a tender, all our projects are subject to a risk screening as part of a 'go/no-go' decision. However, risk screening also plays a part in the project execution phase as it defines the specific risk category, which enables project managers to apply our risk-adaptive tools and processes during the project execution. One of these tools is our risk management tool, which is designed to assist project managers in working actively with their project risks, including financial, operational, health and safety, environmental, security and other risks.

At COWI, we commit to utilising and processing data in an ethically sound manner across all facets of our business.

Enterprise risk management
The Board of Directors holds the primary responsibility for overseeing risks and ensuring that COWI upholds the necessary procedures for risk management and internal controls. COWI employs an enterprise risk management process, which involves identifying, assessing, reporting and mitigating key risks at various organisational levels. This process not only details an assessment of the likelihood and potential impact of each risk but also includes a brief description of mitigation strategies, along with an evaluation of current protective measures and our readiness and capacity to address each specific risk. The Group's key risks and mitigating actions are summarised on p. 58 of the annual report.

Risk assessment
Risk assessment of the Group's key risks is performed within COWI's enterprise risk management process, as described above.

COWI's internal control framework
COWI's internal control framework for financial reporting follows the main principles of the Committee of Sponsoring Organisations (COSO) framework.

Control environment
The Audit Committee assists the Board of Directors in overseeing the internal controls and risk management framework. Operationally, this task is delegated to Group Finance, whose Group Compliance team develops and drives the internal control agenda for financial reporting.

Control activities
COWI's internal controls regarding financial reporting are based on the risks identified in the risk management process as well as risks of errors in COWI's financial statements, policies, procedures and processes authorised by the Board of Directors and the Executive Board. Financial controls are implemented across all entities in the COWI Group and assigned to and executed by local Finance functions.

Monitoring
The COWI Group's financial compliance team performs annual compliance reviews to ensure proper financial control performance, risk mitigation and compliance with COWI's financial policies and procedures. As a result of the review, recommendations for improvements are agreed upon with local Finance management.

Information and communication
Communication regarding processes, policies, procedures and internal control updates is performed in a timely and continuous manner across all levels of the organisation. The results of the annual compliance reviews are reported to local Finance management, the Group CFO and the Audit Committee.

Information security
The geopolitical development over the past years has shown that cyberattacks remain a threat to many organisations – including COWI. This necessitates high and ongoing attention to information security and implementation of mitigation efforts to ensure that we stay well-protected against cyberattacks that can otherwise jeopardise our daily operations and pose risks to project data and, thus, our customers. Due to the nature of our work, we have a special responsibility to take care of sensitive project data. Therefore, it is of the utmost importance that we protect our processes, systems and infrastructure from malicious attacks.

COWI's Executive Board has the overall responsibility for information security at COWI. Information security is managed by our Chief Information Security Officer (CISO), supported by our Information Security team. COWI's policy and framework for information security are based on the principles of international standards for information security, ISO27001 and NIST. The requirements are further tightened in areas where there are special legal requirements, legislation or other conditions that make it necessary.

We prioritise the continuous enhancement of our information security measures to safeguard COWI's and our customers' information and data. Over the past year, we have made significant strides in fortifying our security infrastructure, ensuring that our business processes and systems are resilient against cyber threats.

We screen new customers and new project partners delivering consultancy services on projects. This allows us to assess any legal and reputational risks.

When planning new projects, protecting our customers' information is at the forefront of our considerations. We meticulously assess information security risks and implement robust security protocols to prevent the loss of confidential information and the availability of critical applications and data. We also recognise that many of our customers must comply with an increasing number of standards and legislation, such as NIS2, and we ensure that our security measures align with these stringent requirements. This approach ensures that our customers can trust us to protect their sensitive data, providing them with confidence in our services.

Data ethics
At COWI, we commit to utilising and processing data in an ethically sound manner across all facets of our business.

Our approach to data ethics is governed by our data ethics policy covering the entire COWI Group, which is approved by the Executive Board and assessed on a yearly basis. The policy formalises COWI's data ethics principles and articulates our intentions regarding data usage and processing. The four main data ethics principles of the policy are:

- TRUST – in our relationship with customers, employees and other stakeholders.
- INTEGRITY – in our use and processing of data, which can never compromise the fundamental rights, freedom and safety of individuals.
- TRANSPARENCY – around the principles of storage, use and processing of data to our employees, customers and other stakeholders to ensure their continued confidence in COWI and cooperation and disclosure of our data when needed.
- SECURITY – following the principles of ISO/ICE 27001, ensuring compliance with both information security and data protection requirements and minimising the risk of data breaches by securely processing and storing data in COWI's possession. Several other policies, e.g., on personal data protection, business integrity and information security, and standard operating procedures support this policy.

Third-party screening and due diligence
Operating across many locations requires us to screen for geographical risks in terms of personal safety and the business environment. We conduct biannual assessments of the geographical risks to ensure senior management's involvement in 'go/no-go' decisions, starting with Transparency International's Corruption Perceptions Index and the Freedom in the World report issued by Freedom House. As a general rule, COWI does not engage in projects in high-risk countries or projects outside our core markets. However, exceptions apply for projects where our key customers invite COWI to participate in their projects in these geographies. If such a decision is made, advanced risk management is applied.

According to our mandatory due diligence screening process, we screen new customers and new project partners delivering consultancy services on projects. This allows us to assess any legal and reputational risks. This approach ensures that we make informed decisions about whom we do business with. Using publicly available sources, our screening approach helps identify and assess risks associated with illegal or questionable business practices, human rights violations, bribery, political corruption and potential breaches of sanctions. COWI's Business Ethics Manager in the Group Legal function evaluates the risks based on the findings and assigns each third-party business partner a risk level. This, in turn, is also reflected in our project risk screening conducted at the individual project level.

We also use a risk-based approach to the evaluation of our indirect suppliers, including financial strength, quality, cost and selected ESG topics, which is managed by our Procurement organisation. New suppliers must comply with the minimum standards set out in the UN Guiding Principles and the OECD Guidelines for Multinational Enterprises related to human rights, labour rights, anti-corruption and environmental concerns. These terms are reflected in our new code of conduct for business relationships, which will be implemented in 2025. We are redesigning our procurement process and exploring ways to integrate information security levels and sustainability ratings into our future supplier selection process. This includes considering suppliers' climate targets and emission reductions. We continue to develop the supplier assessment process and supplier selection criteria to create transparency and continuously improve the level of sustainability in the supply chain.

Responsible tax

COWI is a worldwide taxpayer, and our responsible approach to taxation is rooted in the principles of compliance and integrity. We recognise the importance of corporate tax contributions to the societies we operate in, and by ensuring timely payment of all taxes, we contribute to the UN sustainable development goal (SDG) of developing effective, accountable and transparent institutions at all levels. We are committed to complying with local and international laws and regulations, and where possible, we seek to minimise or eliminate potential tax risks. This means that we do not engage in any artificial or aggressive transactions for tax optimisation purposes. Our tax policy, which applies to all entities within our organisation, is anchored with the Board of Directors and is reviewed and approved yearly by the Executive Board and the Chair of the Board of Directors. The Executive Board and the Board of Directors are always involved when we make significant business decisions with a tax impact.

Employees Carola and Ryan at our head office in Lyngby, Denmark

The Group's key risks	Risk description	Mitigation action
Information security	Cyberattack, IT breakdown, hacking, ransomware, malware, including risk of access to critical data, and loss of confidential information etc.	• business continuity focus • ISO 27001 implemented covering Group IT • IT recovery plans • cyber insurance • awareness campaign.
Geopolitical instability	Geopolitical instability driven by armed conflicts, societal polarisation and migration and misinformation/disinformation.	• monitoring and assessment of development • frequent validation of strategy assumptions • risk diversification in terms of sectors and geographies.
People management	Not having the required people for current and future jobs and difficulties in staffing key positions.	• focus on attraction and retention • support from the global recruitment team • training leaders in core skills to retain and develop staff • distribution of work to COWI's engineering and design centres in India, Lithuania and Poland.
Brand damage	Harm to COWI's reputation.	• onboarding and introduction to COWI's values and business integrity management system • ensuring robust quality and control measures • update of line management regarding changes in sanctions • monitoring of media and addressing negative sentiments quickly.
Engineering and design centres	Major disruption in deliverables from our engineering and design centres in India, Lithuania or Poland to the Group.	• update of business continuity plans • backup and duplication of competencies • standard operating procedures and action cards prepared for business and support.
Major losses on high-risk projects	Major losses on high-risk projects as projects grow in both size and complexity.	• active risk management and contract management team support • steering committees established on all large projects • insurance coverage.
Losses due to inability to react to market changes	Losses due to inability to react to market changes as a consequence of war, civil unrest, pandemic, regulatory framework, political decisions, market conditions etc.	• focus on markets in Scandinavia, the UK and North America • deselection of markets and sectors based on a strategic focus • reallocation of staff from low- to high-growth sectors.
Macroeconomics	Cost-fee squeeze and indirect impact of inflation in other sectors reducing demand.	• growing engineering and design centres • new business models • focusing sales on contribution margins.

5.0

Sustainability statements

Enghaveparken in Copenhagen, Denmark. A project by COWI.

Contents

Sustainability statements

Enghaveparken, a historic park in Copenhagen, is now a climate-resilient space tackling extreme rain while providing recreational areas for Billy and his friends. A project by COWI.

5.1

General sustainability information

A message from the CFO

At COWI, we help our customers solve significant challenges of our time and transition to a more sustainable future. Our commitment to ESG performance has become vital for competitive success.

In 2022, with the launch of our FUTURE-NOW strategy, we took a bold stand by committing to completely refraining from engaging in fossil fuel projects. This decision marked a commitment to advancing positive ESG outcomes.

2022 was also the year when we integrated our financial and non-financial reporting into our annual report. In 2023, we obtained limited assurance on our sustainability metrics. In early 2024, the SBTi approved COWI's climate targets.

This year, we are proud to reach a significant milestone in our ESG journey by launching our 2024 report, which complies with the CSRD and aligns with the ESRS – a full implementation one year ahead of the mandatory compliance date for our company.

In 2024, we also updated and enhanced our sustainability aspiration. We wanted to ensure that our sustainability aspiration includes both our customer engagements on projects, our own operations and suppliers, leading to a more precise aspiration and emphasising an integrated approach to sustainability in COWI. With increased focus by regulators and society at large on following up on ambition statements, sustainability reporting and avoiding greenwashing, we have clarified what we mean by contributing to sustainability.

Driving value through ESG integration
Our sustainability statements are much more than a compliance exercise. They represent a defining moment and illustrate the profound interconnectedness of our ESG commitments with our purpose, projects, people, market position and performance.

We see ESG as a part of our core operations, and our approach to ESG provides us with valuable insights into our business and market opportunities. Based on that knowledge, we can sharpen our focus on impact and financial materiality, guiding our path toward value creation.

In line with our science-based targets and our sustainability aspiration, we are committed to reducing our own carbon footprint significantly by 2030 and being net-zero by 2050. We target our efforts as described in our climate transition plan. To further increase transparency, we disclose our climate data via CDP, and we are proud to currently have achieved a C score.

In early 2024, we initiated our ESG integration programme to further embed ESG into our business practices and our customers' projects. This programme consists of eight targeted workstreams, all designed to generate positive effects throughout our value chain.

We continue this ambitious initiative and are determined to weave ESG principles even deeper into our business practices and the projects we undertake for our customers, acknowledging that the core of our ESG impact lies in the partnerships we build.

We wish you a pleasant reading
If you have a crush on sustainability, you might find our sustainability statements relevant and even inspiring at first sight! But you should know that this type of reporting is the first of its kind for us. While we have done our best, we also recognise that there is a lot to read and many technical details.

As you explore the depths of our sustainability efforts, we hope you will discover the layers of commitment and passion. For us, it is not just a fleeting romance; we are committed to evolving our passion for sustainability in meaningful ways.

Natalie G. Shaverdian Riise-Knudsen

Our ESG journey

2012 COWI's first stand-alone sustainability report

2022 First integrated annual report

2023 Limited assurance on ESG metrics in annual report

2024 COWI's carbon-emission reduction targets approved by SBTi

2024 **Sustainability reporting in accordance with CSRD one year ahead of time**

Our ESG focus

Environmental

Our ambition

We are determined to reduce our own carbon footprint and continue our reduction journey towards net zero. At the same time, we strive to support our customers' transition towards increased sustainability and have identified three focus areas to help improve their environmental performance through our consultancy services: climate change, biodiversity and circularity.

Focus

- own carbon footprint
- sustainability competencies
- climate change mitigation
- climate change adaptation
- biodiversity and ecosystems
- circularity and resource use.

Social

Our ambition

We strive to be a diverse company with an inclusive culture, attracting great talent who are strongly engaged employees and who actively strive to develop their skills. We strive to foster a culture of accountability, continuous learning and knowledge sharing. At the same time, we focus on social value in the consultancy we provide for our customers.

Focus

- health, safety, and wellbeing at work
- diversity and inclusion
- gender equality and equal pay
- training and skills development.

Governance

Our ambition

We prioritise responsible business conduct within our operations and our value chain and are dedicated to addressing governance issues, our services, our behaviour and the actions that we are taking as individuals and as a company. 'Doing the right thing, always' is essential to our continued success and reputation.

Focus

- corporate culture
- anti-corruption and bribery
- whistleblower protection
- business relations.

IRO-2

Disclosures in our sustainability statements

Taking outset in the ESRSs and our double materiality findings – i.e., IRO formulations and value chain locations – we have for each material topic identified the materiality of information in each ESRS disclosure requirement as well as COWI-specific disclosures. In disclosing information, we have not applied specific and/or quantitative thresholds but have kept a group focus, keeping out information on, e.g., geography-specific measures that do not have a clear link to group approaches.

General sustainability information		Topic	Material	Page
ESRS 2	BP-1	General basis for preparation of sustainability statements	√	67
	BP-2	Disclosures in relation to specific circumstances	√	67
	GOV-1	The role of administrative, management and supervisory bodies	√	68
	GOV-2	Information provided to, and sustainability matters addressed by the company's administrative, management and supervisory bodies	√	68
	GOV-3	Integration of sustainability-related performance in incentive schemes	√	50
	GOV-4	Statement on due diligence	√	70
	GOV-5	Risk management and internal controls over sustainability reporting	√	71
	SBM-1	Strategy, business model and value chain	√	11
	SBM-2	Interests and views of stakeholders	√	18
	SBM-3	Material impacts, risks and opportunities and their interaction with strategy and business model	√	73
	IRO-1	Description of the processes to identify and assess material impacts, risks and opportunities	√	76
	IRO-2	Requirements in ESRS covered by the undertaking's sustainability statement	√	64

Environmental information		Topic	Material	Page
ESRS E1	E1-1	Transition plan for climate change mitigation	√	81
	E1-2	Policies related to climate change mitigation and adaptation	√	82
	E1-3	Actions and resources in relation to climate change policies	√	83
Metric	E1-4	Targets related to climate change mitigation and adaptation	√	84
Metric	E1-5	Energy consumption and mix	√	89
Metric	E1-6	Gross Scopes 1, 2, 3 and total GHG emissions	√	90
Metric	E1-7	GHG removals and GHG mitigation projects financed through carbon credits	X	
	E1-8	Internal carbon pricing	X	
	E1-9	Anticipated financial effects from material physical and transition risks and potential climate-related opportunities	X	
ESRS E4	E4-1	Transition plan and consideration of biodiversity and ecosystems in strategy and business model	√	94
	E4-2	Policies related to biodiversity and ecosystems	√	95
	E4-3	Actions and resources related to biodiversity and ecosystems	√	95
Metric	E4-4	Targets related to biodiversity and ecosystems	√	95
Metric	E4-5	Impact metrics related to biodiversity and ecosystems change	X	
	E4-6	Anticipated financial effects from biodiversity and ecosystem-related risks and opportunities	X	
ESRS E5	E5-1	Policies related to resource use and circular economy	√	95
	E5-2	Actions and resources related to resource use and circular economy	√	95
Metric	E5-3	Targets related to resource use and circular economy	√	95
Metric	E5-4	Resource inflows	X	
Metric	E5-5	Resource outflows	X	
	E5-6	Anticipated financial effects from resource use and circular economy-related impacts, risks and opportunities	X	

IRO-2 — continued

Disclosures in our sustainability statements

Social information		Topic	Material	Page
ESRS S1	S1-1	Policies related to own workforce	√	106
	S1-2	Processes for engaging with own workers and workers' representatives about impacts	√	108
	S1-3	Processes to remediate negative impacts and channels for own workers to raise concerns	√	109
	S1-4	Taking action on material impacts and approaches to mitigating material risks and pursuing material opportunities related to own workforce, and effectiveness of those actions and approaches	√	110
Metric	S1-5	Targets related to managing material impacts, advancing positive impacts, as well as to risks and opportunities	√	113
Metric	S1-6	Characteristics of the undertaking's employees	√	115
Metric	S1-7	Characteristics of non-employee workers in the undertaking's own workforce	X	
Metric	S1-8	Collective bargaining coverage and social dialogue	X	
Metric	S1-9	Diversity metrics	√	116
Metric	S1-10	Adequate wages	X	
Metric	S1-11	Social protection	X	
Metric	S1-12	Persons with disabilities	X	
Metric	S1-13	Training and skills development metrics	X	
Metric	S1-14	Health and safety metrics	√	116
Metric	S1-15	Work-life balance metrics	X	
Metric	S1-16	Remuneration metrics (pay gap and total remuneration)	√	117
Metric	S1-17	Incidents, complaints and severe human rights impacts	√	116

Governance information		Topic	Material	Page
ESRS G1	G1-1	Corporate culture and business conduct policies and corporate culture	√	123
	G1-2	Management of relationships with suppliers	X	
	G1-3	Prevention and detection of corruption and bribery	√	125
Metric	G1-4	Incidents of corruption or bribery	√	126
Metric	G1-5	Political influence and lobbying activities	X	
Metric	G1-6	Payment practices	X	

IRO-2 — continued

Disclosures in our sustainability statements

COWI-specific metrics		Topic	Material	Page
Metric E1	Climate change	GHG intensity per headcount	√	90
Metric S1	COWI's employees	Number of employees who joined COWI during the reporting period	√	116
Metric S1	COWI's employees	Number of employees who left COWI during the reporting period	√	116
Metric S1	COWI's employees	Rate of employee turnover	√	116
Metric S1	COWI's employees	Number of employees who joined COWI during the reporting period	√	116
Metric S1	Gender pay gap – weighted average	% total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	Denmark % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	Norway % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	Sweden % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	India % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	United Kingdom % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	Lithuania % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	Canada % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	USA % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	Poland % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	Belgium % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	South Korea % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	Singapore % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	Czech Republic % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Gender pay gap – weighted average	Utd. Arab. Emir. % total gender pay gap | Salaried permanent and temporary employees, Non-guaranteed hours employees	√	117
Metric S1	Engagement survey	The response rate of the engagement survey	√	117
Metric S1	Engagement survey	Favourable engagement score	√	117
Metric S1	Engagement survey	Unfavourable inclusion score	√	117
Metric G1	Whistleblower system	Number of whistleblower cases	√	126

Basis for preparation

BP-1
General basis

Reporting boundary
Our sustainability reporting is carried out in a consolidated manner for the entire COWI Group, like the financial reporting, unless otherwise stated in the accounting policies placed alongside the reported metrics in the E, S and G tables. Exclusions of any COWI subsidiaries in the reporting of our ESG metrics are explained in our 'Accounting policies' section. Our reporting covers the period from 1 January 2024 to 31 December 2024.

Additionally, the annual report serves as our 2024 report for communicating on progress towards, not to the UN Global Compact and emphasises COWI's continued commitment to the ten principles on human and labour rights, environment and anti-corruption.

Value chain coverage
Our sustainability reporting covers primarily our own operations, but our sections on biodiversity and ecosystems and resource use and circularity refer to material impacts and opportunities downstream from us – in our customers' projects. Furthermore, our climate policies, actions, targets and metrics also cover procured energy, goods, and services from third parties upstream from us. In addition, our whistleblower system is available to anyone in and outside our value chain so our whistleblower policy and potentially also metrics encompass a wider scope than our value chain. Each table at the beginning of each topical chapter indicates each IRO's location in the value chain, and the chapter describes in more detail how we address the IROs. In general, unless otherwise stated, our policies, actions, targets and metrics cover our own operations.

Omissions and exemptions
COWI has neither used the option to omit a specific piece of information corresponding to intellectual property, know-how or the results of innovation, nor used the exemption provided in Articles 19a(3) and 29a(3) of Directive 2013/34/EU.

BP-2
Disclosures in relation to specific circumstances

Time horizons
In this report, "short-term (S)" is defined as within one year, resembling the definition in our financial statements. "Medium-term (M)" encompasses one to five years, near-term in relation to our climate targets mean 2030, and "long-term (L)" refers to a period longer than five years from now, in line with ESRS 1 definitions.

Sources of and uncertainties in estimations
Our climate metrics contain data on upstream emissions, specifically our Scope 3 metrics. These sources, the basis for preparation and the level of accuracy in our greenhouse gas reporting are described in our environmental accounting policies. Actions to improve the accuracy of our upstream Scope 3 spend data are described in E1-4 on p. 84. Furthermore, any forward-looking information reported in these sustainability statements is subject to uncertainties.

Changes in comparative figures and errors in prior reporting periods
For environmental metrics, changes in comparative figures are noted in E1-4 on p. 84 as well as in the corresponding accounting policies. Changes in methodologies to our social and governance metrics are noted as footnotes to the social and governance metrics tables and in their corresponding accounting policies.

ESRS disclosures outside these sustainability statements

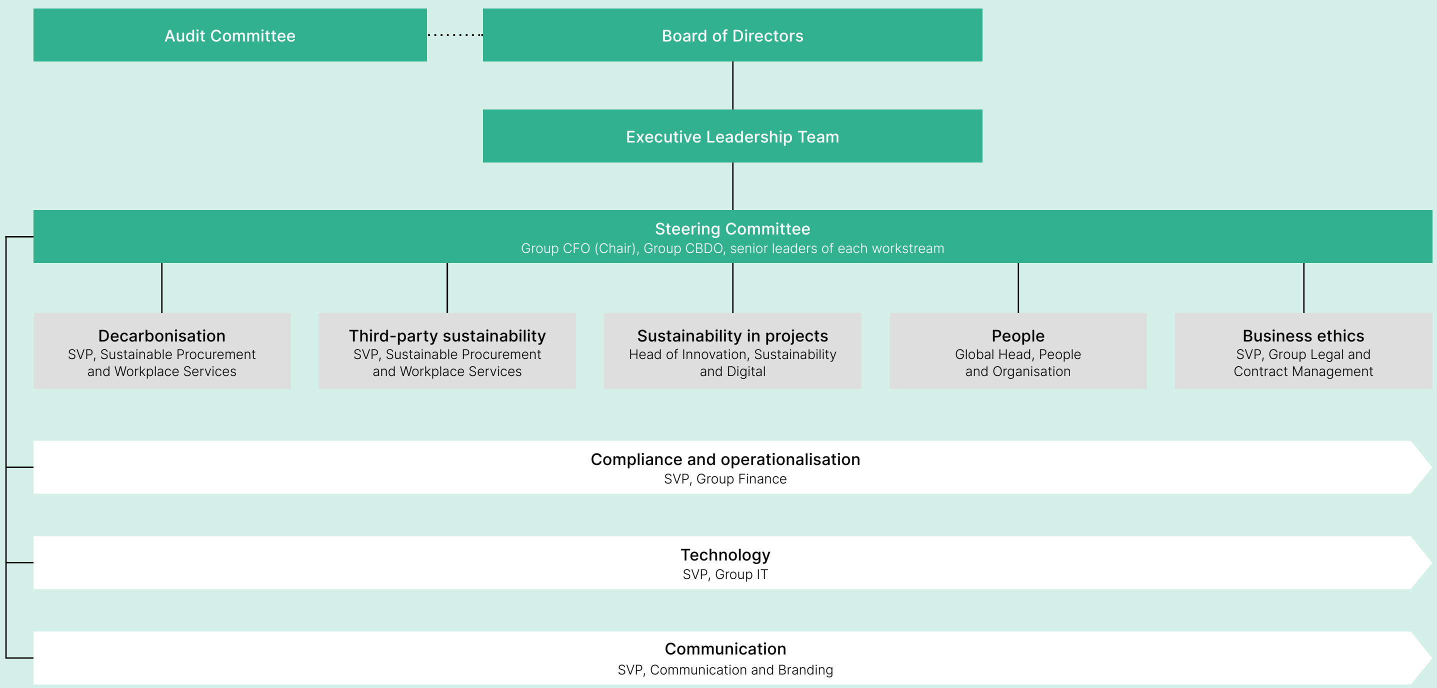
The below ESRS disclosures are captured in this annual report outside these sustainability statements.

Disclosure requirement	Incorporated in section	Page
GOV-1 20a,b; 21a-e; 22d	Our governance: The role of our executive and top management - Board of Directors	42, 43
GOV-1 20a,b; 22b,d	Our governance: The role of our executive and top management - Audit Committee	43
GOV-1 20a,b; 21c, 22d	Our governance: The role of our executive and top management – Executive Boad	43
GOV-1 20c; 23a,b	Our governance: The Board of Directors	45, 46
GOV-1 21c, 22a	Our governance: The Executive Leadership Team and the Executive Board	48
GOV-3 29 a-e	Our governance: Remuneration	50
SBM-1 40a-i	Overview: FUTURE-NOW – shaping a better future together	11,12
SBM-1 40g; 42a,c	Overview: Integrating ESG aspects into our business	16
SBM-1 40a-ii; 40e-f; 42b	Overview: Our markets and customers	19
SBM-2 45a,b,d	Overview: Our stakeholders	18
SBM-1 45c i-ii	Our sustainability aspiration	15

GOV-1 and GOV-2

Our sustainability governance

ESG operating model



ESG is integrated across various management levels in COWI.

Strategic sustainability considerations are discussed in-depth at the Board of Directors' annual strategy seminar, while sustainability performance is a standing item at regular Board of Directors and Audit Committee meetings. Any relevant changes to our strategy and/or business model in terms of sustainability are proposed by the ESG Steering Committee (see figure) and initially approved by the Executive Leadership Team and the Executive Board, followed by approvals by the Audit Committee and the Board of Directors.

Our Executive Board approves key ESG deliverables, including the sustainability statements and the direction for those: the double materiality assessment findings and our material IROs described in this sustainability reporting. The Executive Board also validates the ESG roadmap and its resourcing. The ESG roadmap is finally approved by the Audit Committee followed by the Board of Directors. These entities also approve key ESG deliverables, including the sustainability statements in this annual report.

Our Executive Leadership Team strategically executes and has operational oversight of ESG efforts, being informed of key deliverables and developments within the ESG integration programme.

Since 2022, we have had in place an ESG Steering Committee to manage the implementation of ESG practices, chaired by the CFO (and since 2024, also the CBDO) and with members from senior leadership with responsibility for ESG topics. In previous years, other members of the Executive Board were members at relevant times. In 2024, we introduced the ESG integration programme governed by a new and expanded ESG Steering Committee, with the purpose of further integrating ESG strategic focus, best practice and performance into COWI and ensuring knowledge sharing and synergies of ESG across the organisation.

Although ESG is anchored in practice at these governance levels, only the Audit Committee's responsibilities in overseeing or managing our ESG efforts and material topics are formally reflected as part of its charter (available on our website: https://www.cowi.com/media/vvalrxd2/audit-committee-charter-2023.pdf).

Our ESG Steering Committee proposes the overall strategic direction for ESG, defines roadmaps and oversees progress on the programme, which is largely structured according to our material topics – all in all, setting the direction for appropriate action within our material topics. Please refer to our IRO sections on the process to identify and assess material IROs

It convenes on a regular basis, which in the reporting year was roughly once a month, to discuss overall progress and selected deliverables in need of inputs and sign-off. Meeting frequency is reassessed on a continuous basis. Depending on the level of accountability, certain programme deliverables are brought to the Executive Leadership Team, the Executive Board, the Audit Committee and the Board of Directors for their discussion and approval – such as our sustainability reporting. Workstream deliverables are managed by an assigned driver who reports to a steering committee member. Overall programme management is run out of Sustainable Procurement and Workplace Services (SPWS) by the SVP of SPWS, in collaboration with the Head of ESG. The ESG team, which also organizationally reports to the SVP of SPWS, serves as a sounding board on progress and deliverables.

Although not members of the ESG Steering Committee, our sustainability directors in Innovation, Sustainability and Digitalisation contribute to the ESG integration in COWI by contributing subject matter expertise in our double materiality assessment and other deliverables in the integration programme.

Our integrated set-up with ownership of material topics sitting with senior leaders ensures information sharing and the planning and implementation of relevant actions within material ESG topics. The ESG Steering Committee has not yet systematically considered trade-offs between our material IROs, but we will assess whether and how to consider those.

Our IROs are not identified, discussed or monitored in detail at these governance levels but addressed at operational levels under each workstream in the ESG integration programme. Key topics for, e.g., higher-level strategic and policy discussions are, however, escalated to the Executive Board, the Audit Committee and the Board of Directors – at relevant levels, depending on the topic. The specific accountability levels for implementing ESG-related policies are indicated in each topical section's description of policies.

Several of our material topics were addressed by the executive management and the Board of Directors during the reporting year.

To ensure that we move towards our sustainability--related aspirations in our strategy, we have developed a value steering approach that guides us in making the right decisions – ensuring a holistic view of value creation. In this approach, we leverage our 'value board' – a set of priority financial and non-financial KPIs with annual targets. The non-financial KPIs include ESG KPIs related to some of our material impacts and risks: air travel emissions, engagement score, gender diversity and inclusion (for more information on these topics, please refer to our topic-specific chapters). The process to set proposed yearly targets for these priority KPIs is facilitated by the Group CFO and discussed and aligned within the Executive Board, while the Board of Directors signs off on the targets as part of the annual budgeting process. This approach allows us to clearly see how we develop and steer accordingly. Performance on the value board is monitored monthly by the Executive Board and quarterly by the Board of Directors and is in scope for the business review meetings held three times a year. Besides these value board metrics, progress on several other different ESG metrics within our material topics is tracked at various operational levels.

Detailed information on our ESG-related targets can be found in topic-specific chapters. In 2025, we plan to introduce a value board 2.0, to have a wider ESG monitoring set-up at executive and board level. This work will define appropriate metrics for monitoring and steering, taking outset in our priorities as defined in our sustainability aspiration.

In 2024, due to a business conduct incident (in Danish media referred to as 'the Black Swan'), our quality, people and whistleblower processes underwent a review with assistance from external consultants. The review was based on the key findings and learnings from the Black Swan incident. It led to several improvements in the way we provide supervision services within both demolition and handling of contaminated soil and waste, in our employee guidebooks, and in a revised whistleblower framework ('Tell me your concern') to be launched in 2025, also including an awareness campaign focusing on business ethics, corporate culture and values. Please refer to G1 on p. 122 for our business conduct reporting.

Furthermore, towards the end of 2024, our climate transition plan was approved by the Executive Board. The plan will be updated on a regular basis and addresses our own carbon footprint and approach to reaching our targets as well as the climate efforts we make in our customers' projects. Please refer to E1 on p. 79 for more information on our climate efforts.

Please refer to the 'Our governance section' for GOV-1 20a-c, 21a-e, 22a, b, d, 23 a-b disclosures on p. 41-48.

GOV-4

Statement on due diligence

Core elements of due diligence	Paragraphs in the sustainability statements	Page
a) Embedding due diligence in governance, strategy and business model	ESRS 2 GOV-2	68
	ESRS 2 GOV-3	50
	ESRS 2 SBM-3	73
b) Engaging with affected stakeholders in all key steps of the due diligence	ESRS 2 GOV-2	68
	ESRS 2 SBM-2	18
	ESRS 2 IRO-1	76
	Policies related to environmental impacts	82
	Policies related to social impacts	106
	Policies related to governance impacts	123
c) Identifying and assessing adverse impacts	ESRS 2 IRO-1	76
	ESRS 2 SBM-3	73
d) Taking actions to address those adverse impacts	Actions related to environmental impacts	83
	Actions related to social impacts	110
e) Tracking the effectiveness of these efforts and communicating them	Tracking of E-targets/metrics	84
	Tracking of S-targets/metrics	113
	Tracking of G-targets/metrics	126

GOV-5

Risk management and internal controls over sustainability reporting

As mentioned above, our sustainability reporting is approved first by our Executive Board, then by our Board of Directors, while our Audit Committee oversees the ESG reporting and assurance process, as outlined in GOV-1.

Our sustainability reporting undergoes external limited assurance procedures of both metrics and narratives to ensure compliance with CSRD requirements. Please see chapter 8.0, 'Statements'. All our metrics are validated by the assurance provider and not by any other external body.

Internal controls of ESG metrics in 2024 were based on a four-eyes principle for all reported metrics, where each metric has an assigned reporter (data owner), control performer and approver, where the reporter and control performer or approver cannot be the same person. The assigned reporter, control performer and approver are documented in the reporting guideline for each metric. The ESG team oversees that these controls are carried out. These steps were introduced to ensure the completeness and accuracy of the data.

Currently, climate and energy metrics go through internal controls with regard to input data ahead of the final reporting stage control, whereas all other metrics have control steps at the final stage, at the time of reporting the metrics.

Further development of our internal controls of ESG data was initiated in 2024. This was primarily done by the Group Compliance team in Group Finance in liaison with the ESG team as well as with the data owner for each ESG metric. The purpose was to implement controls further ahead in the data processing across all metrics, applying principles from financial controls to ESG data.

In 2024, a review was therefore initiated of the end-to-end processes for ESG metrics in scope for COWI's sustainability reporting with the purpose of assessing process-related risks and implementing relevant internal controls. Environmental and social metrics were prioritised in the first stage, and the review of processes, risks and controls will continue into 2025.

In the data handling of climate and energy metrics, we currently have a significant amount of manual data collection and processing using spreadsheets and a modelling program. This has been shown to pose a risk to the accuracy, integrity and completeness of data that we do not see to the same extent in other metrics. To minimise these risks, this data area has been prioritised as the first data area to be explored in the controlling framework being developed, as described above.

In the upcoming development of our internal control environment, these controls will be formalised. Furthermore, new controls will be developed and implemented for the remaining metrics. This will be based on a review of end-to-end processes and identification of process-related risks in collaboration with ESG data owners. As previously mentioned, areas where a substantial portion of the calculation is derived from manual work will take priority. Internal controls will be formalised in our governance, risk and compliance system with control design, and requirements for control documentation and frequency. All formalised controls will be assigned to control performers and approvers. Prior to control formalisation, newly implemented controls will be tested to ensure that controls are present and functioning.

Another aspect that will mitigate data risks is the introduction of a platform for ESG data, enabling more automatic handling of data, documentation and validation.

Following the implementation, ESG internal controls will become subject to annual compliance reviews where design and operating effectiveness will be assessed by the Group Compliance team. In case of control or process deficiencies, action plans will be identified, agreed upon with process owners and followed up on. Results of compliance reviews will be reported to the Group CFO in a frequency yet to be defined and annually to the Audit Committee.

Material impacts, risks and opportunities

Our approach

The double materiality assessment lies at the heart of our ESG reporting, performance and value creation. The double materiality assessment defines the sustainability topics that are most material to us, considering two perspectives:

Impact materiality:
COWI's impact on people and the environment.

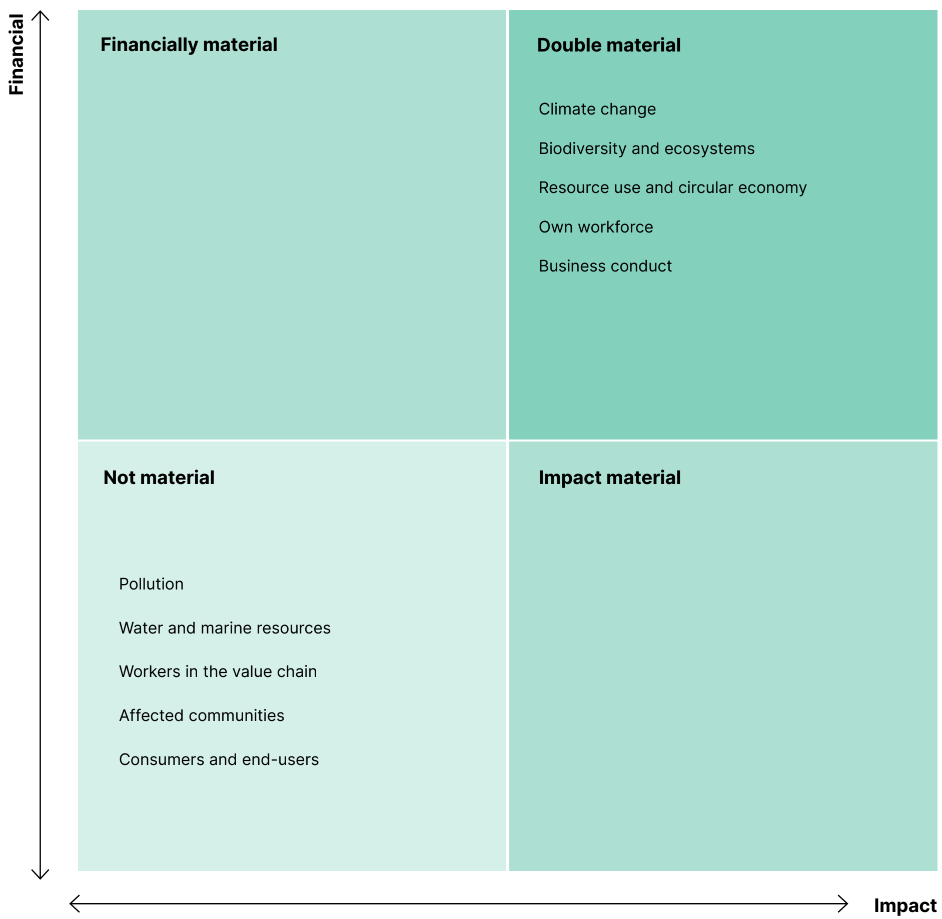
Financial materiality:
The risks and opportunities impacting COWI as a business.

The assessment forms the scope of these sustainability statements while the ownership of our material topics and their IROs are anchored in our ESG integration programme and provide focus for our ESG efforts.

We foresee revisiting the double materiality assessment findings on an annual basis and continuously ensuring a fit-for purpose methodology. We carried out our first assessment in 2023 based on the ESRS and EFRAG guidance with extensive stake-holder involvement to ensure depth of insights. In 2024, we carried out a high-level re-assessment of the topics' materiality.

Read more about our double materiality assessment process in IRO-1 on p. 76.

Our material topics



SBM-3

Our material impacts, risks and opportunities

How our material negative and positive impacts affect or can potentially affect people or the environment is reflected by the IRO formulations in the following. Some of these topics also present either business opportunities or risks. Our IROs are described in more detail in our topic sections E1, E4, E5, S1 and G1, including their anticipated time horizons and relation to our business – either upstream, in our own operations or downstream.

Climate change

COWI has a negative environmental impact through its own carbon footprint.

Through the delivery of services and design of solutions, COWI might inadvertently facilitate a negative climate impact.

COWI has an opportunity to increase its revenue from services to customers related to climate change mitigation, including advisory on energy consumption, efficiency and optimisation, and adaptation.

COWI is at risk of being de-selected by customers if we do not adequately manage our carbon footprint.

Biodiversity and ecosystems

Through the delivery of services and design of solutions, COWI might inadvertently facilitate a negative impact on biodiversity at the project location.

COWI has an opportunity to increase its revenue from services to customers related to biodiversity.

Resource use and circular economy

Through the delivery of services and design of solutions, COWI might not optimise resource use sufficiently and thus enable negative impacts.

COWI has an opportunity to increase its revenue from services to customers related to circularity.

Own workforce

Health and safety
COWI might have a potential negative impact on its employees' health and safety if an appropriate physical and psychosocial working environment is not in place – either in offices, in laboratories or on project sites.

Gender equality and equal pay for work of equal value
Lack of equal pay for work of equal value is discrimination and leads to dissatisfaction among employees and inequality.

Lack of equal pay for work of equal value is discrimination and leads to dissatisfaction among employees and may increase employee turnover and, thereby, hiring costs.

Training and skills development
Not enabling employees to develop their expertise and careers by providing training and development opportunities may impair career progression, personal development opportunities and recognition.

Employment and inclusion of persons with disabilities
If COWI does not ensure appropriate facilities and working environment and actively encourage persons with disabilities to apply for employment with COWI, persons with disabilities may refrain from job searches with COWI, and current employees with disabilities may not feel included in the workplace.

Measures against violence and harassment in the workplace
Not ensuring appropriate mitigation measures and zero tolerance regarding violence, harassment and bullying in the working environment can negatively affect employees' psychological and physical safety.

Diversity
Not having or striving to have a diverse and inclusive workforce may lead to discrimination, decrease employee satisfaction and decrease collaboration outcomes.

Ensuring a diverse and inclusive workforce attracts/retains employees and leads to higher-quality solutions in project delivery and Business Partner functions.

Business conduct

Protection of whistleblowers
Not sufficiently facilitating rightsholders to whistleblowing may negatively impact, through negative retaliation and mistrust in the process outcome, whistleblowers that have reported – either observing or being victims of – violence, harassment and/or bullying, or breach of ethics, incidents of corruption and bribery.

Corporate culture
COWI could face a loss of revenue due to reputational damage if it does not live up to our corporate culture, delivering projects with integrity with our customers.

Corruption and bribery
If corruption and bribery take place in our own operations or among our business relationships, it negatively affects trust levels within and outside COWI.

Corruption and bribery incidents occurring in COWI's own operations or among our business relationships may cause reputational damage to us, generate legal costs and/or alienate existing or potential customers, leading to reduced revenue and increased costs.

Interdependencies between our material topics and our strategy and business model
Our material topics' interdependencies with our strategy and business model are described next, together with an assessment of what needs particular attention to ensure resilience. We have assessed our resilience with a high-level qualitative approach to how mature we are in managing the specific IROs. The time horizons of the IROs are specified in each topic chapter and aligned with ESRS 1. The large majority of our IROs are relevant both in the short, medium and long term. We will continuously assess our IROs and resilience as part of our yearly planning of our ESG efforts in the ESG integration programme and ensure a fit-for-purpose assessment methodology.

We have several environmental impacts that relate to our business relationships and the strategic focus of our projects. Our strategy contains our vision to contribute to the green transition, and we have identified climate change, biodiversity and ecosystems, and circularity and resource use as the areas we can make the most significant knowledge contribution to in our customers' projects. We already help our customers with designs and solutions within, e.g., biodiversity planning, carbon footprint calculations, and proposals for more circular and resource-efficient solutions while taking into account liveability. Our formulation of our sustainability aspiration in 2024 reflects these identified impacts and the opportunities we see in addressing resource use, circularity and biodiversity in our services to our customers. Furthermore, our sector-focused sustainability directors and community-based knowledge sharing demonstrate our commitment to impact sustainability in our projects. We do, however, recognise that the sustainability priorities within a project, in the end, depend on the sustainability ambition of the customer and the final implementation of the project. To target our efforts more, we are assessing how we might be able to develop a framework that can stimulate more sustainability on our customers' projects and help us render this effort and impact tangible. A key challenge will be to develop a pragmatic and value-adding framework suitable to our business model while still making progress on addressing our IROs.

Reducing our own carbon footprint is another area where we have major interdependencies with our business relationships. Due to our largest share of emissions stemming from purchased goods and services in Scope 3, reaching our targets largely depends on how we make procurement choices and select and engage with suppliers on reducing their emissions. However, another notable emissions category is within our direct control, namely air travel, which we already monitor and manage closely. We also foresee that reducing our emissions and having order in our own house are expected to be even more crucial and may come under more scrutiny as the world face higher global warming. These considerations are reflected in our climate transition plan, which we adjust on a regular basis to ensure our resilience and any required adjustments to our strategic focus areas and ways of working. We also acknowledge that our customers face risks in terms of climate change, and we foresee that our climate change adaptation expertise can be leveraged in that regard.

As a people business, we have numerous impacts on our employees and, therefore, a big responsibility for preventing and mitigating negative impacts. We focus on how to ensure that employees thrive through the way we operate on a daily basis, and by having suitable feedback loops and complaints mechanisms, bringing about learnings for improvements and relevant mitigation actions. Our business model poses specific challenges, and we must pay particular attention to resource management – delivering timely on projects while ensuring the well-being of our employees requires a conscious effort to balance the demand

for capabilities with the available resources. We will, therefore, continue our focus on resource management, diversity and inclusion in order to stay resilient.

We rely on our customers' trust in us as a co-creator helping with their sustainability challenges, ensuring that we can deliver on our strategy. Our commitment to doing the right thing, always, is reflected in our materiality assessment of business conduct topics and the importance we place on ensuring a working environment that upholds high ethics.

Overall, monitoring and steering our material topics at the same time as executing on our priorities will be a key challenge that will require increased attention in the coming years.

Please refer to our topic-specific sections in the following for more details on our policies, actions, targets and metrics. Some of the metrics that we disclose under the ESRS standards are entity-specific information. Our entity-specific metrics are listed in IRO-2 on p. 66.

IRO-1

Materiality assessment process

In line with EFRAG guidance and facilitated by a central ESG team, we conducted our first double materiality assessment in 2023, identifying our most material IROs. We have a bottom-up approach to our double materiality assessment that includes consultation of internal subject matter experts. For example, the assessment in 2023 involved a core team and inputs from 26 senior stakeholders. We were informed by current societal and sector-specific sustainability issues, customer focus areas and the policy environment and focused on involving internal subject matter experts.

In 2024, we revisited our rationales and aligned our assessment further to our strategic priorities, removing the topics pollution, water, workers in the value chain, and consumers/end-users. In 2024, we further anchored the ownership of our material topics in the group-wide ESG integration programme, as explained in GOV-1 and GOV-2.

In both 2023 and 2024, the final approval of our material topics was carried out by the Executive Board, followed by the Audit Committee and the Board of Directors as part of approving our sustainability reporting.

Our assessments are all qualitative in nature, and we assess our IROs from an inherent point of view, i.e., regardless of the extent of current mitigation actions.

We have thus far not consulted external stakeholders, including affected communities or experts, in connection with the reported topics. During 2025, we will, however, assess how to engage with external stakeholders going forward.

Impact materiality assessment
We assess the materiality of an impact by looking at both its severity and likelihood.

Severity is the average of scale, scope and irremediability, all assessed on a four-point scale. Scale is the gravity of the impact on the affected stakeholders, while scope is the extent of stakeholders or sites affected by the impact. Irremediability is the level of effort needed to remediate a negative impact.

Likelihood is assessed on a five-point scale.

Financial materiality assessment
We assess the likelihood and financial effect of risks and opportunities.

Financial effects are assessed by looking at which type of financial effect(s) they may have (cash flow, development, performance (profit and loss), position, cost of capital or access to finance) and qualitatively gauging on a five-point scale each effect's impact on EBIT.

Likelihood is assessed on a five-point scale.

To determine the materiality of an impact, we make use of materiality thresholds so that IROs are only material in cases where they have a certain magnitude of impact or financial effect in combination with a high enough likelihood.

We have assessed IROs with a view to our value chain, including the implementation of our project designs downstream. The central team mapped our value chain, listing inputs, activities and outputs. Our double materiality assessment covers our entire operations worldwide as well as our upstream and downstream value chain. Our input variables across our services are very similar, and our service offerings globally are uniform in nature, justifying our uniform approach to identifying impacts and their materiality. We have not made use of data as such to perform the assessment but have taken a qualitative approach.

We differentiate between our own operations in our direct control, such as offices and employee impacts, and impacts through our business relationships, such as impacts on society through the way we design projects with customers or how those projects are implemented later on. The IRO overview in each topical chapter indicates where in the value chain the IRO has been identified, and further commentary on interlinkages between our IROs and business relationships can be found in SBM-3.

Dependencies between an impact and risks and opportunities were not systematically assessed one-to-one, but for many impacts identified, we found they also either pose a risk or present an opportunity to our business.

This is mainly due to the following effects:

- Our negative environmental impact through our own carbon footprint also presents a reputational risk in case we do not manage to reduce our emissions in line with our science-based targets.

- Our negative environmental impact through our customers' projects poses business opportunities to minimise that harm by contributing our knowledge on incorporating sustainability considerations into project designs.
- Negative impacts on employees can lead to increased employee turnover and difficulty in attracting new employees, increasing the risks of increased costs of retention/attraction.
- Negative impacts on our culture of trust within COWI and in our value chain in case we do not properly mitigate risks of corruption and bribery pose risks of increased costs and loss of revenue due to reputational damage, legal consequences etc.

We have not yet conducted a prioritisation exercise of our sustainability-related risks relative to other types of risks to our business. Our double materiality assessment and enterprise risk management approaches will, for now, largely remain separate. In 2025, we will include ESG risks in our enterprise risk management framework, enabling a prioritisation of risks, informing our overall risk profile. In 2025, our approach to the double materiality assessment will be revisited in terms of process and methodology to suit our way of working. In that approach, our IROs will be revisited annually in connection with our annual ESG integration programme planning at the beginning of the year.

We will also, in 2025, consider the upcoming Corporate Sustainability Due Diligence Directive (CSDDD) requirements for sustainability due diligence and align with those in the way we identify, manage and monitor our IROs going forward.

5.2

Environmental

Environmental

Bertram and Noam on their way to skate at Enghaveparken, one of Copenhagen's largest climate adaptation projects. A project by COWI.

Introduction

In line with our science-based targets and our sustainability aspiration, we are committed to reducing our own carbon footprint significantly by 2030 and being net zero by 2050. We are on track to reach our 2030 targets, and 2024 developments show that we are able to decouple revenue growth from our emissions. This has been mainly due to air travel management, car fleet transition, and renewable energy efforts via power purchase agreements and renewable energy certificates.

We will continue to improve our data collection methodologies and climate governance to deliver on our targets. To further increase transparency, we disclose our climate data via CDP (formerly, the Carbon Disclosure Project), receiving a C score for our 2023 reporting. We continue to focus on reducing our business travel emissions by setting quotas on air travel and monitoring those closely. Our commitment to reducing business travel emissions is further reflected by linking our performance on these to two ESG-linked bank loan agreements. A key next step on our reduction journey will be to assess, engage and select suppliers that are as ambitious as us on their climate journey.

Additionally, a significant reduction potential and impact on society lie in the work we do in helping our customers reduce their carbon footprint. As we state in our sustainability aspiration, we focus on providing options and guidance to our customers in line with their sustainability ambitions. We contribute expertise in addressing climate change in their projects, e.g., on renewable energy, carbon removal and storage, carbon-optimised buildings and infrastructure, and the renovation and transformation of existing buildings.

Our climate transition plan from late 2024 outlines our climate ambitions, actions and targets to mitigate climate change – both through managing our own footprint and helping our customers reduce theirs, with an emphasis on reduction levers to reduce our own footprint. We will continuously revisit this plan to reflect our most up-to-date footprint reduction strategy as well as our approach to helping our customers address climate change.

We also help our customers with, e.g., designs and solutions within biodiversity planning and proposals for more circular and resource-efficient solutions. As many of our customers are ready to act or demand that we act to mitigate negative impacts on biodiversity, it is important for us to ensure continuous support to manage, mitigate, reduce and improve upon adverse impacts on biodiversity and ecosystems. As regards resource use and circular economy, we have an important role to play in the transition towards more circular resource use. Through renovation, transformation and design outcomes, we have an opportunity to propose options that reduce the carbon emissions from resources used by our customers' projects, which, in turn, reduces the climate impact.

Climate change

SBM-3, IRO-1

Material climate IROs and their interaction with our strategy and business model

Climate change (E1) has been identified as a material topic for our own operations and our downstream activities; in other words, by the impact, risks and opportunities we have from our office locations and in providing solutions and designs for our customers' projects. For more information on our strategy, please refer to SBM-1 in ESRS 2. For more information on our climate-related IROs, please refer to SBM-3 in ESRS 2.

We have assessed our resilience to our IROs vis-à-vis our strategy and business model. As part of that, we have conducted a high-level climate scenario analysis of our climate risk to understand the potential impacts of climate change on our operations and our potential responses to stay resilient (in line with the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD) and the time horizons in BP-2 and our double materiality assessment).

It is assumed that as we transition to a lower-carbon and more resilient economy, it will drive higher demand for renewable energy and energy-efficient technologies, with renewable energy sources (solar, wind and hydro) becoming the dominant components of the energy mix. Key technological advancements are also assumed to drive the transition to more renewable energy, and the rapid deployment and scale of these grid technologies are critical to meeting our climate targets. Our actions, as outlined in E1-3 below, will contribute to increased demand for renewable energy.

E1 Climate change

Sub-topic	IRO	Value chain location	Time horizon
Climate change mitigation and adaptation	COWI has an opportunity to increase its revenue from services to customers related to climate change adaptation services.	Downstream	S/M/L
	COWI has a negative environmental impact through its own carbon footprint.	Own operations and upstream	S/M/L
	Through the delivery of services and design of solutions, COWI might inadvertently facilitate a negative climate impact.	Downstream	S/M/L
	COWI has an opportunity to increase its revenue from services to customers related to climate change mitigation services.	Downstream	S/M/L
	COWI is at risk of being de-selected by customers if we do not adequately manage our carbon footprint.	Own operations	M/L
	COWI has an opportunity to increase its revenue from services to customers related to energy consumption, efficiency and optimisation.	Downstream	S/M/L

Time horizon legend: S = short term; M = medium term; L = long term

We have conducted a high-level analysis, by taking outset from the material transitional risk identified in our double materiality assessment. Going forward, we will mature our approach and assess physical risks and climate hazards. The transitional risk relates to our own operations, i.e., being de-selected by customers if we do not adequately manage our carbon footprint. However, we acknowledge that climate change adaptation poses both physical and transitional risks to our customers, also reflected by the adaptation services we provide today and that we categorise as an opportunity.

In all three scenarios (1.5° C, 3.0° C and 5.0° C), it is assumed that as the world experiences an increase in global warming, and if we do not manage our carbon footprint while the remainder of the society does, it may impact our business as customers may de-select us, which would negatively impact our revenue. With increasing temperatures, we anticipate increased scrutiny by our customers, which places a responsibility on us to manage our carbon footprint and, thereby, there is an increased risk of being de-selected. We thus need to stay on top of these developments and implement various *risk responses*, which would in this case be carbon footprint management and increased focus on reputational and customer management.

E1-1

Climate transition plan

In late 2024, the Executive Board approved COWI's climate transition plan. Developed by relevant stakeholders across the ESG integration programme to anchor responsibilities, it outlines our climate ambitions and levers to reduce our emissions from our own operations (in line with our science-based targets[1]) and how we address climate change through our services. The plan will be available on our website in 2025. In 2024, we made progress through actions aligned with the plan's objectives (read more about actions in E1-3). In 2025, the plan will be further operationalised and formalised by monitoring its implementation and performance.

To meet our targets, we have identified the following decarbonisation levers:

I – Electrification (Scope 1)
Transition from fossil fuel-based energy sources to electricity for our cars[2].

II – Use of renewable energy (Scopes 1, 2 and 3)
Ensure that an increasing part of our energy production and consumption comes from renewable energy. We are committed to ensuring that 100% of our electricity consumption comes from renewable sources.

III – Energy efficiency (Scope 2)
Reduce the energy consumption in our buildings, assess and implement energy savings, and ensure that our lease agreements are fit for purpose and used optimally.

VI – Supply chain decarbonisation (Scope 3)
Reduce emissions from purchased goods and services, especially the external services that we procure. This involves engaging and setting requirements with suppliers to jointly reduce emissions while also taking internal action on the conscious consumption of these goods and services.

V – Business travel management (Scope 3)
Monitor our business travel. These emissions are directly based on employee behaviour and independent of our third parties, which allows for direct management.

VI – Enabling lower CO_2 employee commuting options (Scope 3)
Encourage employees to adopt lower CO_2 commuting options, such as public transportation or cycling. This approach aims to reduce the carbon footprint associated with daily travel to and from work.

In 2024, we conducted bi-annual carbon accounting, except for air travel emissions which are monitored on a monthly basis. In 2025, we will continue to improve our carbon accounting practices and monitoring frequency of selected emissions categories to steer towards our targets.

Financing the transition
Currently, the CO_2-quantifiable actions presented in section E1-3 do not require substantial financial investments, as our actions mostly involve operational changes. The majority of our emissions originate from our supply chain, but we currently lack a robust methodology to accurately assess and address our spend-based Scope 3 emissions for meaningful impact. Reducing those would merely entail spending less money, which does not ensure an actual decrease in emissions and might even prevent us from investing in the most sustainable solutions. Looking ahead, we want to improve our Scope 3 methodology, so that we can effectively quantify carbon reductions and determine the necessary funding to implement impactful actions and engage our suppliers. This is done by investing in our operations and the employees needed to perform such work.

Addressing locked-in emissions[3]
The main sources of locked-in emissions for COWI are district heating and cooling and the respective upstream emissions. These are minor compared to our total emissions profile, and we do not foresee that they will impact our ability to reach our targets within our timelines, and all in all, we consider the transition risk of locked-in emissions low.

[1] COWI is not excluded from the EU-Paris-aligned benchmarks in accordance with the exclusion criteria stated in the Climate Benchmark Standards Regulation.
[2] This will also impact our indirect Scope 3 emissions as we account for the upstream emissions from these energy sources.
[3] These refer to future emissions that are inevitable due to existing operations, decisions, or infrastructure that cannot be easily changed.

E1-2

Policies related to climate change mitigation and adaptation

All the below-listed policies address climate change mitigation by supporting climate action[1] and are thus related to our material climate change IROs (see table on p. 80) regarding our own operations. The environmental policy also covers our downstream climate impact. No policies cover the downstream opportunities at the moment.

Environmental policy

The COWI Group's environmental policy states our commitment to mitigating environmental risks and strengthening opportunities. It considers environmental aspects in operations and supports the environmental commitment within the organisation. To support our commitment, we have implemented an environmental management system, through which we will continually improve our environmental performance, reduce our environmental impact and comply with relevant environmental legislation. Our certified environmental management systems are implemented for COWI entities in North America, Lithuania, Iceland, the UK, Norway, Sweden, Denmark, India and Poland. Through this, the Executive Board holds the responsibility for assessing and mitigating our environmental impact, offering a framework for the ongoing enhancement of our environmental performance in our operations our customers' projects. The policy covers our own operations and our customers' projects. In 2025, we will update our current policy and clarify these downstream topics in the policy's ambition and wording. The Executive Leadership Team is accountable for the implementation of the group environmental policy, which is publicly available on our website (https://www.cowi.com/cowi-environmental-policy/).

Car policy

Our global car policy sets the direction for our transition away from fossil-fuelled vehicles. Effective 1 January 2024, all new cars provided by COWI are to be electric vehicles. The policy applies to both company/employee-benefit cars and supervision/business-related cars, except for those in the US, Canada and India. Additionally, the policy does not cover pickup trucks. The relevance and efficiency of the policy are monitored and assessed at least once a year to ensure its effectiveness. The policy is available on COWI's internal portal, and is approved by our Group CFO, who is also accountable for its implementation.

Travel policy

Our global travel policy ensures a consistent and transparent way of travelling that conforms to COWI's strategy. The purpose of the policy is to define rules for transportation, accommodation, entertainment and other costs related to business travel. This policy enables closer monitoring of our emissions from our business travels. The policy has been approved by COWI's Executive Board and applies to all employees, members of the Board of Directors, external consultants, invited customers and guests, and it is available on COWI's internal portal. The Executive Board is accountable for its implementation.

Procurement policy

Our procurement policy aims to achieve cost efficiency, compliance and transparency in the purchase of goods and services from suppliers, while also promoting engaged supplier relations and mitigating risks. It reflects COWI's commitment to sustainability and enables data-driven decision-making. Suppliers' commitment to and performance in sustainability are fundamental parts of the procurement process and prioritised criteria for supplier evaluation. We aim to incorporate ESG considerations in all elements of the procurement value chain to reduce risks and improve sustainability indicators. The policy covers employees in all entities within COWI which make purchases and consultants who make purchases on COWI's behalf. The policy was approved in late 2024 by COWI's Executive Board, which is also accountable for its implementation, and it is available on COWI's internal portal.

In late 2024, the Executive Board approved COWI's climate transition plan. It outlines our climate ambitions and levers to reduce our emissions from our own operations in line with our science-based targets and how we address climate change through our services.

Code of conduct for business relationships

COWI's procurement activities must be conducted with high ethical standards, and our expectations for the environmental, social and ethical standards of suppliers are specified in our code of conduct for business relationships (https://www.cowi.com/media/avtb1wtl/20241121_cowi_code-of-conduct-for-business-relationships.pdf). The purpose of this code of conduct is to ensure that COWI's business relationships perform their business in accordance with the international minimum standard for responsible business conduct as set out in the UN Guiding Principles on Business and Human Rights (UNGPs) and the OECD Guidelines for Multinational Enterprises. This code of conduct outlines our expectations of how to conduct a responsible business, and we aim to have it, or similar principles, implemented in our engagements in the value chain. It is applicable to the entire COWI Group, and it was approved in late 2024 by the Executive Board, which is also accountable for its implementation.

[1] The policies do not specifically address climate change adaptation, energy efficiency, renewable energy deployment or other topics related to climate change.

E1-3

Actions and resources in relation to climate change

The actions are connected to the climate mitigation IROs related to our own operations, which are expected to enable us to achieve our climate targets. We currently do not have an action plan to mitigate our downstream impacts.

I – Electrification (Scope 1)

Actions taken in 2024

We updated our global car policy in 2024 to formalise our commitment to transitioning our entire car fleet to electric vehicles. This includes supervision cars as well as company/employee-benefit cars. This transition allowed for a reduction of approximately 160 tCO_2e in 2024 compared to 2023.

Future actions

The effects of the policy will be evident in our carbon emissions as the entire fleet is electrified upon lease expiration, and only residual emissions from hybrid cars remain. This transition is expected to cause a reduction of approximately 140 tCO_2e, based on the assumption that, at least, all company cars will be electrified.

II – Use of renewable energy (Scopes 1, 2 and 3)

Actions taken in 2024

COWI made the strategic decision in 2024 to relocate its offices in India, which had been one of the major sources of Scope 1 emissions related to on-site energy production. This allowed for a reduction of approximately 4 tCO_2e. COWI purchased additional renewable electricity instruments to ensure that a growing part of our 2024 electricity consumption came from renewable energy. This was done retroactively in 2025. This allowed for a reduction of approximately 1,000 tCO_2e.

Future actions

We will look into the possibility of replacing the diesel used for the on-site energy production in India with a greener alternative, such as HVO100. This is expected to reduce our emissions by around 4 tCO_2e.

By ensuring that 100% of our total purchased electricity originates from renewable energy, we expect to reduce our emissions by around 1,700 tCO_2e.

III – Energy efficiency (Scope 2)

The actions we are undertaking and planning in relation to energy efficiency cannot yet be quantified in terms of CO_2e. While these initiatives are in place and actively pursued, the precise impact on our carbon footprint remains undetermined. We will assess the possibility of quantifying these initiatives in 2025.

IV – Supply chain decarbonisation (Scope 3)

The majority of our supply chain emissions are calculated using a spend-based approach. Therefore, it does not allow for quantifiable emission reductions besides spending less. As a result, our current focus is on enhancing the quality of the data before implementing a reduction strategy. This approach ensures that any future actions are informed by accurate and reliable information, thereby increasing their effectiveness.

V – Business air travel management (Scope 3)

Actions taken in 2024

To tackle Scope 3 emissions, we targeted the reduction of CO_2e emissions from business travel. In particular, air travel booked through our travel agency is covered by yearly quotas and monitored by the Executive Board on a monthly basis and reported to the Board of Directors on a quarterly basis. In 2024, we saw a reduction in business travel of approximately 2,000 tCO_2e.

Future actions

These quotas are expected to keep reducing our emissions by around 850 tCO_2e by 2030, aligned with our science-based targets.

VI - Enabling lower CO_2 employee commuting options (Scope 3)

Actions taken in 2024

No actions were taken in the reporting year.

Future actions

In 2025, we will analyse and potentially quantify initiatives to reduce emissions from employee commuting.

Reaching net zero

To ensure we reach our net-zero target by 2050, we will further implement our decarbonisation levers. In addition, as wider society transitions to a lower-carbon economy, it is assumed to drive higher demand for renewable energy sources, causing these to be the dominant components in the energy mix. After reducing emissions to the greatest extent feasible, we expect to meet our net-zero target by acquiring high-quality carbon removal credits to neutralise up to 10% of our total emissions, in line with the SBTi framework. As part of continuously updating our climate transition plan, we will closely monitor the development of carbon removal frameworks and technologies to guide our future decisions, and we will make use of our expertise in the area of carbon removal projects.

Financing the transition

In 2024, we invested in our actions to reduce our emissions. However, they did not require large investments of CapEx and OpEx in 2024. Going forward, we expect the future actions above to require larger investments. We do not foresee any implications in our ability to implement our actions due to the availability or allocation of resources.

E1-4
Targets

Our targets

We have committed to reducing our absolute Scope 1 and 2 (market-based) greenhouse gas (GHG) emissions by 42% and our Scope 3 emissions by 25% by 2030[1], compared to a 2022 baseline year (65,453 tCO_2e)[2]. We also commit to reaching net-zero emissions across all scopes (market-based) by 2050, measured against the same baseline. These targets are aligned with and validated by the SBTi. We thereby pledge to align our targets with the latest climate science to achieve the necessary decarbonisation to meet the goals of the Paris Agreement. The targets set through the SBTi are aligned with the broader goals of sustainable development by ensuring that they contribute to the global efforts to limit temperature rise to 1.5° C by 2050. The targets are supported by our policies and do not cover emissions from our customers' projects.

To set our targets, we:

- performed a screening to assess which GHG categories are material for us, following the SBTi methodology, which allows us to ensure consistency between the targets and our GHG inventory boundaries
- collected the relevant data and calculated the corresponding emissions according to the Greenhouse Gas Protocol
- calculated the aligned targets using tools provided by the SBTi using a cross-sector absolute contraction approach
- had our targets approved by the Executive Board in 2023
- had our targets validated and approved by the SBTi in 2023.

During 2024, we updated our carbon accounting methodology to improve our data collection methods and calculations methodologies. For more details, please refer to our accounting policy section on p. 91. We have correspondingly updated our baseline and comparative years' emissions statements (2022 and 2023, respectively) to ensure comparability. These recalculations do not affect our ability to reach our targets or our ability to present progress over time.

Actions towards our targets

The underlying actions (presented in E1-3) are expected to contribute to achieving both of our carbon targets identified to reduce our emissions. In our efforts to reduce our carbon footprint, we will continuously consider our organic headcount growth to plan our reduction measures accordingly, as, all other things being equal, organic growth without further climate action will lead to an increase in our absolute emissions over time. We currently do not have any plans to adopt new technologies to achieve the GHG targets. We will re-assess in 2025 if this is relevant to COWI.

Read more about our identified actions on the next page.

[1] Our near-term SBTi target combines Scopes 1 and 2. We must reduce Scope 1 direct emissions by 42% and Scope 2 indirect emissions by 42% by 2030, from a 2022 baseline.

[2] 2022 is a representative year in terms of our activities and the 'new normal' after the COVID-19 pandemic, causing an increase in hybrid work, more digital meetings and less travel. We will update our baseline year every five years onwards from 2030, in accordance with the CSRD.

Afternoon water activities at Aarhus Ø, Denmark. A project by COWI.

Scope 1

I – Electrification
Expected to contribute to, at least, a 310 tCO_2e reduction by 2030.

II – Use of renewable energy
Expected to contribute to an approximately 5 tCO_2e reduction by 2030.

Scope 2

II – Use of renewable energy
Expected to contribute to an approximately 1,730 tCO_2e reduction by 2030.

III – Energy efficiency
We are not yet able to quantify how much this lever is expected to contribute to our reduction target in Scope 2. We will look into improving this in 2025.

Scope 3

I – Electrification
We are not yet able to quantify how much this lever is expected to contribute to our reduction target in Scope 3. In 2025, we will continue analysing how to quantify this.

II – Use of renewable energy
Expected to contribute to an approximately 400 tCO_2e reduction by 2030.

IV – Supply chain decarbonisation
We are not yet able to quantify how much this lever is expected to contribute to our reduction targets.

V – Business air travel management
Expected to contribute to an approximately 1,000 tCO_2e reduction by 2030.

VI – Enabling lower CO_2 employee commuting options
We are not yet able to quantify how much this lever is expected to contribute to our reduction targets.

In 2025, we will further refine our quantification methodologies to ensure that the actions we undertake suffice to reach our carbon targets since the currently quantifiable actions are not sufficient.

The Inner Harbour Bridge, also called the Kissing Bridge, makes it easy to explore the city of Copenhagen by bike or on foot. A project by COWI.

Carbon performance across all scopes
By the end of this reporting period, we had a 0% change in our total emissions compared to our 2022 baseline. This is mainly due to increased spend on external services for which emissions data is entirely based on spend. We did, however, anticipate this increase due to increased spend on external services related to the LEAP implementation. The use of spend data limits our ability to closely monitor and assess these emissions, so we must transition to applying activity-based data. On the other hand, we observed a decrease or stability in emissions across all other categories closer to our control, and we thus consider ourselves on track with our climate targets. We see a positive effect of targeted emission reduction activities through our car policy, air travel targets and renewable energy efforts via power purchase agreements and renewable energy certificates. We will continue implementing targeted reduction activities in the years to come, and we are confident that we will reach our 2030 targets.

As regards our revenue, we have observed a 10% reduction in CO_2e emissions per DKK revenue compared to our 2022 baseline. This significant decline suggests that we have effectively decoupled our revenue growth from our emissions. Specifically, we must transition to activity-based data in external services in Scope 3, enabling closer monitoring and steering, and engage our suppliers in our reduction journey.

Scope 1 performance
We are on track with our short-term Scope 1 target where we saw a decrease in emissions of 33% compared to our baseline, due to the continued transition to electric vehicles, which we will continue in the coming years.

Scope 2 performance
We saw a 0% change in Scope 2 compared to the baseline. Although we increased the purchased amount of renewable electricity instruments, these efforts were counterbalanced by higher electricity residual mix emission factors and an increase in energy consumption. However, we will revert this trend by focusing on initiatives that reduce our energy consumption and ensuring that 100% of our purchased electricity originates from renewable energy. This way, we are on track with our short-term Scope 2 target.

Scope 3 performance
We saw a 0% change compared to our baseline. We consider ourselves to be on track with this target as we reduced emissions on all categories that are within our direct control and have a robust methodology to manage this.

The only Scope 3 category that saw an increase (7%) is our biggest category: purchased goods and services. This originates from an increase in spend in our external services, which caused a 17% increase in emissions in this sub-category. Managing these emissions poses a challenge as long as we still use spend data for this category. In 2024, we identified and assessed our top-50 emissions and spend suppliers against ESG criteria. In 2025, we will focus on transitioning to activity-based data in this category and actively engage with our suppliers, maturing this data and reduction journey. We will implement a digital solution to support us in ESG-assessing our supplier portfolio from a risk perspective, including their efforts in and commitments to carbon reductions, which ultimately will be significant criteria in our future supplier selection. Within purchased goods and services, we still saw a decrease of 12% in our food and beverages emissions, partly due to a conscious reduction in the quantity of purchased food, especially meat and meat products; a decrease of 41% in our IT products emissions attributed to extending the lifespan of computers and a decrease in headcount, reducing the need for new IT products; and a 53% reduction in our office equipment and supplies emissions due to fewer purchases.

Reduce absolute Scopes 1 and 2 emissions by

42%

by 2030

Reduce absolute Scope 3 emissions by

25%

by 2030

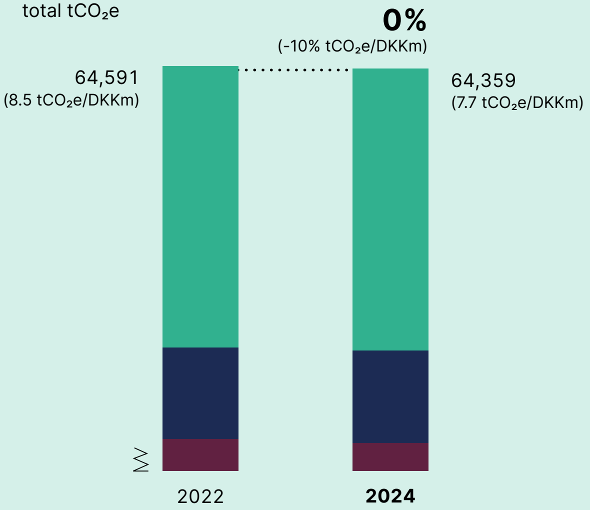
We also saw a 2% decrease in our emissions from fuel and energy-related activities that are not included in Scopes 1 and 2. These emissions are directly correlated to how we manage our energy consumption in Scopes 1 and 2. The decrease was mainly due to an increase in the purchased amount of renewable electricity instruments.

We reduced our business travel emissions by 5% compared to our baseline. This category is very important to us, as it is directly influenced by behaviour that we can control in our everyday life at COWI, and we set yearly quotas aligned with our science-based targets.

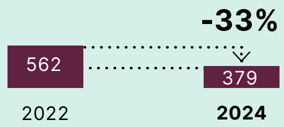
Finally, our emissions from employee commuting decreased by 33%, based on the results from the updated survey in 2023 and the decrease in headcount by year-end, as emissions are calculated using the 2023 survey adjusted to 2024 headcount. Moving forward, we want to track employee commuting patterns more frequently and will look into initiatives that encourage employees to use lower CO_2 commuting options.

Our 2024 carbon performance

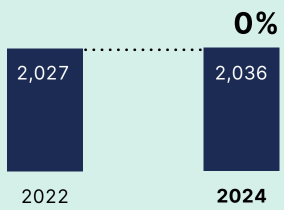
Grand total
total tCO_2e



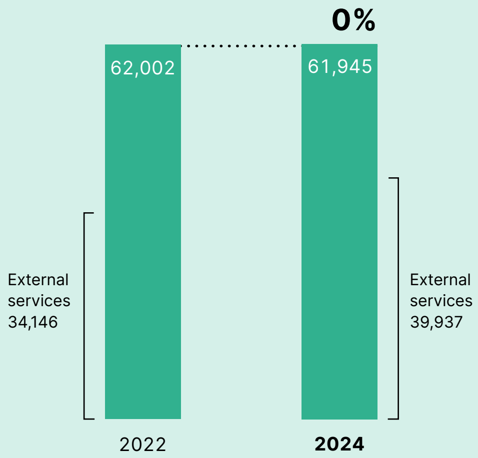
Scope 1
total tCO_2e



Scope 2
total tCO_2e



Scope 3
total tCO_2e



Carbon performance across all scopes
We are on track to reach our 2030 targets, and 2024 developments show that we are able to decouple revenue growth from our emissions.

Scope 1 performance
We have managed to reduce our Scope 1 emissions due to our focus on converting our car fleet to electric vehicles.

Scope 2 performance
We have and will continue to secure renewable electricity for our offices, by entering into power purchase agreements and purchasing renewable energy certificates.

Scope 3 performance
We continue to focus on reducing our business travel emissions, and key next steps will be to implement further Scope 3 reduction levers, including engaging with our suppliers.

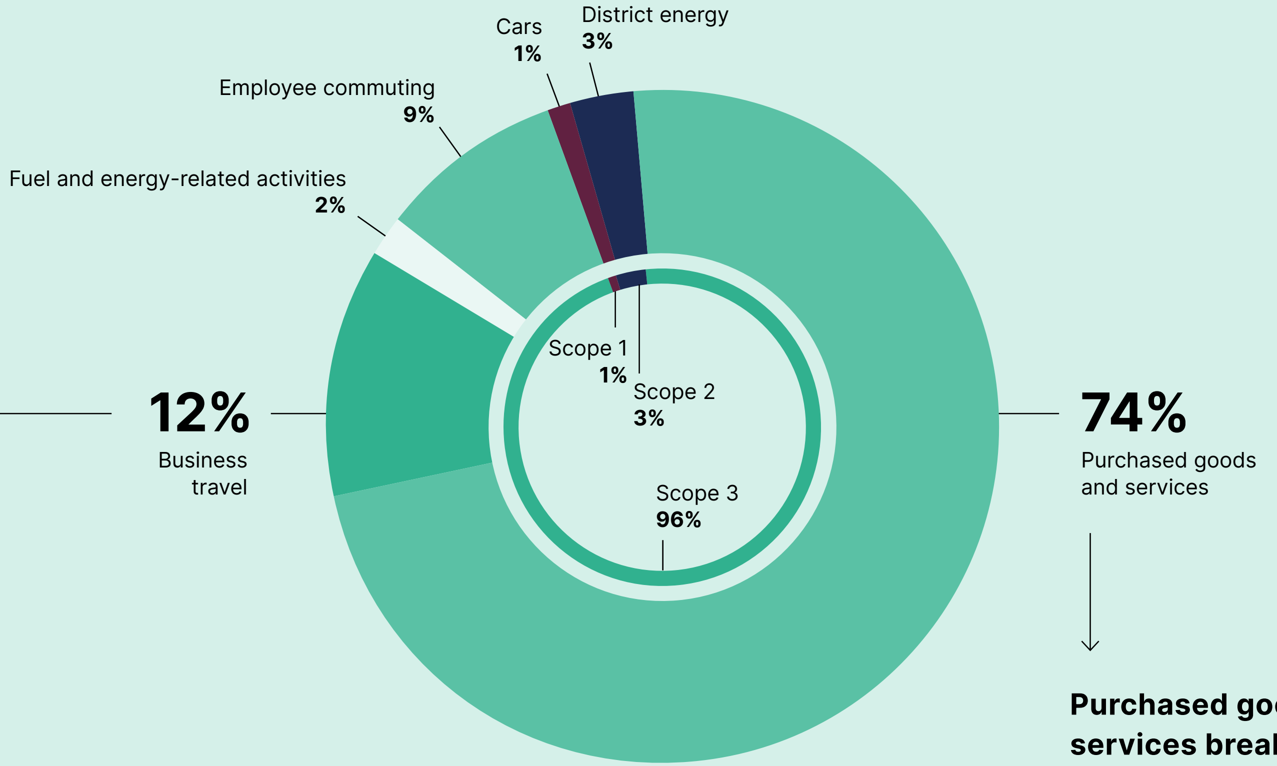
Targets

2050
Net zero
across all scopes

2030
42%
A reduction of Scope 1 and 2 emissions

2030
25%
A reduction of Scope 3 emissions

Total 2024 emissions



Business travel breakdown

Purchased goods and services breakdown

Environmental metrics

Please refer to GOV-5 on p. 71 for information on validation of data.

	Energy consumption and mix	Unit	2022*	2023*	2024	Change from 2023
E1-5	**Total energy consumption**	MWh	**16,855**	**17,508**	**18,481**	**6%**
E1-5	**Total fossil energy consumption**	MWh	**5,996**	**7,171**	**6,210**	**(13%)**
E1-5	**Total nuclear energy consumption**	MWh	**467**	**1,085**	**479**	**(56%)**
E1-5	**Total renewable energy consumption**	MWh	**10,392**	**9,252**	**11,793**	**27%**
E1-5	Fuel consumption for renewable sources, including biomass	MWh	-	-	-	0%
E1-5	Consumption of purchased or acquired electricity, heat, steam and cooling from renewable sources	MWh	10,244	9,060	11,617	28%
E1-5	Consumption of self-generated non-fuel renewable energy	MWh	148	192	176	(8%)
E1-5	**Total energy production**	MWh	**167**	**224**	**193**	**(14%)**
E1-5	**Non-renewable energy production**	MWh	**19**	**32**	**17**	**(47%)**
E1-5	**Renewable energy production**	MWh	**148**	**192**	**176**	**(8%)**

* The metric did not undergo limited assurance in the indicated year.

Accounting policies

Energy consumption and mix
Energy consumption data includes on-site energy production, consumption from the grid and fuel/electricity used for our car fleet. The share of primary data used in the calculations is 70%.

Data on on-site energy production and grid/district consumption is only collected directly for offices with 90 or more employees, with electricity consumption being extrapolated to the rest of the world. For our car fleet, data is collected directly from leasing companies in Denmark, Sweden and Norway, and this data is then used to extrapolate for the cars from the rest of the countries.

As energy production is registered by source, it is possible to divide energy production into renewable and non-renewable production. Furthermore, as COWI consumes all the energy it produces, this produced energy also figures in energy consumption divided into fossil, nuclear and renewable sources. For COWI, it means energy produced through one diesel generator and solar panels.

For district heating and cooling, the split of energy sources behind the emission factors used in the respective countries is used to calculate the share of fossil, nuclear and renewable sources (see the ‘Gross Scope 2 emissions’ section for the specific sources).

For purchased electricity for both offices and cars, the amount covered by renewable energy instruments is directly categorised as a renewable source. When available, the energy split for the electricity not covered by these instruments is calculated using the source behind the residual mix emission factor. Otherwise, a regional grid mix average is used (see the ‘Gross Scope 2 emissions’ section for the specific sources). All renewable energy is then split into renewable fuel, purchased power or consumption according to its categorisation. Diesel and petrol for cars are included in the fossil share.

Environmental metrics

Please refer to GOV-5 on p. 71 for information on validation of data.

Climate change			Unit	Retrospective 2022*	2023*	2024	Change from 2023	Milestones and target years 2025	2030	2050	Annual % target/ base year
E1-6	**Scope 1 GHG emissions**	**Gross Scope 1 GHG emissions**	**tCO_2e**	**562**	**542**	**379**	**(30%)**		**326**		
E1-6	**Scope 2 GHG emissions**[1]	**Gross location-based Scope 2 GHG emissions**	**tCO_2e**	**1,930**	**1,913**	**1,858**	**(3%)**		**n.a.**		
		Gross market-based Scope 2 GHG emissions		**2,027**	**3,047**	**2,036**	**(33%)**		**1.176**		
E1-6	**Significant Scope 3 GHG emissions**	**Total gross indirect (Scope 3) GHG emissions**	**tCO_2e**	**62,002**	**59,436**	**61,945**	**4%**		46,502		
		1. Purchased Goods and Services		44,577	42,609	47,643	12%		n.a.		
		Sub-category: Cloud computing and data centre services		98	86	80	(7%)	n.a.	n.a.	Net zero	n.a.
		3. Fuel and energy-related activities (not included in Scope 1 or Scope 2)	tCO_2e	1,158	1,332	1,137	(15%)		n.a.		
		6. Business travel		7,917	9,540	7,538	(21%)		n.a.		
		7. Employee commuting		8,350	5,955	5,627	(6%)		n.a.		
E1-6	**Total GHG emissions**	**Total GHG emissions (location-based)**	**tCO_2e**	**64,494**	**61,891**	**64,181**	**4%**		**n.a.**		
		Total GHG emissions (market-based)		**64,591**	**63,025**	**64,359**	**2%**		**48,003**		

E1-6	**GHG intensity**						
E1-6	**Climate change – Intensity per employee**[2]	GHG intensity per headcount (market-based)	tCO_2e/ headcount	8.3	7.9	8.5	8%
		GHG intensity per headcount (location-based)		8.3	7.7	8.5	10%
E1-6	**Climate change – Intensity per revenue**[3]	GHG intensity per revenue (market-based)	tCO_2e/ DKKm	8.5	7.9	7.7	(3%)
		GHG intensity per revenue (location-based)		8.5	7.7	7.7	0%

*The metric did not undergo limited assurance in the indicated year.

[1] The emissions in Scope 2, which are emissions from energy consumption from the grid, are accounted for as location-based (using the national grid mix) and market-based (using the local supplier mix), respectively. In the market-based approach, any effect of renewable energy instruments (PPAs/RECs) is accounted for by setting the emissions from electricity for which we have purchased the instruments to zero.

[2] Headcounts exclude non-guaranteed hours employees.

[3] Revenue is determined on the basis of the selling price of work performed for the year. Revenue is shown net of value added tax, returns, rebates and discounts. The COWI Group's revenue can be found in the income statement for the COWI Group.

Accounting policies

Energy and GHG emissions are accounted for in accordance with the Greenhouse Gas Protocol Corporate Accounting and Reporting Standard and the Greenhouse Gas Protocol Corporate Value Chain (Scope 3) Accounting and Reporting Standard. All emission factors are chosen based on their relevancy, representativeness, comparability, verifiability and understandability. These aspects are re-assessed on a yearly basis, and changes are made accordingly when it is considered that the updates enhance data quality through increased representativeness. By using the latest versions, it is assumed that they apply the most recent Global Warming Potential (GWP) values published by the IPCC and that they include emissions from all relevant GHGs.[1]

During 2024, we updated our carbon accounting methodology to reflect material changes in COWI's operational boundary and improve our data collection. We have correspondingly updated our baseline and comparative years' emissions statements (2022 and 2023, respectively) to ensure comparability. These recalculations do not affect our ability to reach our targets or our ability to present progress over time.

Organisational boundary: The financial control approach is used to consolidate the GHG emissions.

Reporting boundary: The relevant Scope 1, 2 and 3 categories were identified based on a screening performed using Greenhouse Gas Protocol tool (Quantis), where all categories contributing to emissions were included and the remaining Scope 3 categories were excluded. For our reporting, we are further excluding categories[2] based on a materiality threshold of 0.1% of total emissions. Thus, the following categories are excluded from our Scope 3 emissions: category 4: Upstream transportation and distribution, and category 5: Waste generated in operations.

Gross Scope 1 emissions

Scope 1 includes CO_2e emissions from on-site energy production (heating/cooling/electricity) and from fuel for supervision cars and company cars.

Data regarding on-site energy production is collected from offices with 90 or more employees.

The share of primary data used in the calculations is 83%. Data comes from sources such as invoices and meter readings. The data collected from offices with 90 or more employees is captured from 1 January to 31 October and is estimated for November and December. Emission factors are based on the energy source for the production of energy and are obtained from DEFRA (2024). Renewable sources are accounted for as zero-emission in Scope 1 in accordance with the GHG Protocol.

For our **car fleet**, data is collected directly from the leasing companies in Denmark, Norway and Sweden. The share of primary data used in the calculations is 70%. This data is then used to calculate a conversion factor of fuel usage by car that is used for the cars owned in those countries and all cars in other countries based on the number and type of cars. The fuel for cars is divided by type: diesel or gasoline. The emission factors are then based on DEFRA (2024)'s conversion factors, depending on the type of fuel.

Gross Scope 2 emissions

Scope 2 accounts for the CO_2e emissions from the consumption of district heating/cooling and from purchased electricity for offices and cars. The share of primary data used in the calculations is 66%. District heating/cooling and purchased electricity data is collected for offices with 90 or more employees. The data collected from offices with 90 or more employees is captured from 1 January to 31 October and is estimated for November and December. For electricity, data is then extrapolated for all the offices below 90 employees based on headcount consumption. Regarding district heating/cooling, when data for one office that uses district heating/cooling is not available, extrapolation is done only through available data within the same country. Emissions from consumption of purchased electricity from the grid are accounted for as both location-based (using the national grid mix) and market-based (using the residual mix), as prescribed in the Greenhouse Gas Protocol. The data providers for each office are required to provide a certificate of origin (REC) if they claim to have purchased renewable electricity, which is then taken into account in the market-based results. The emission factors for electricity consumption for the national mix are sourced from Carbon Footprint Ltd, while factors for the residual mix are from the AIB (Association of Issuing Bodies, 2023). Emission factors for heating are sourced from the Danish Energy Agency, the Environment Agency of Iceland and DEFRA (2024), while emission factors for district cooling are sourced from HOFOR.

[1] CO_2, CH4, N2O, HFC, PFC, SF6 and NF3

[2] Category 2: Capital goods;
Category 8: Upstream leased assets;
Category 9: Downstream transportation and distribution;
Category 10: Processing of sold products;
Category 11: Use of sold products;
Category 12: End-of-life treatment of sold products;
Category 13: Downstream leased assets;
Category 14: Franchises; and
Category 15: Investments.

Gross Scope 3 emissions

We report on four Scope 3 categories in accordance with our reporting boundary.

The data from these categories is collected centrally and covers January to December for the data that we have direct/easy access to (i.e., via a dashboard/databases) and January to October for the remaining data. The latter then follows the same procedure as the decentralised data and is estimated for November and December.

Category 1, Purchased goods and services, is calculated using both activity data in physical units (food and beverages, IT equipment, and office equipment and supplies) and spend data (external services) multiplied by appropriate emission factors. The share of primary data used in the calculations is 76%.

The categories covered within this category for 2024 are consultancy services, IT services, events, personnel management, corporate services, workplace services, marketing and advertising. Suppliers from whom data is gathered in other categories are directly removed from the spend data. The emission factors applied in this data are from Exiobase v.3.3.18 after being adjusted for inflation.

For the food and beverage sub-category, emission factors are from CONCITO v1.2.

For IT equipment, we mainly obtain our emissions directly from our biggest supplier. Otherwise, we try to find a product with a publicly available emission factor to use as proxy for similar products. Finally, if that is not possible, DEFRA (2024) is used.

For office equipment and supplies, emission factors are taken from our biggest suppliers and applied to all the data received.

Category 3, **Fuel and energy-related activities not included in Scopes 1 and 2,** includes the production of fuels (well-to-tank) used for transportation or energy production and transmission and distribution losses from the electricity and heat supplied by the grid. The share of primary data used in the calculations is 70%.

To calculate the upstream emissions, DEFRA (2024) is used to calculate non-renewable energy production and non-renewable car fuel consumption. On the other hand, to calculate renewable energy production, the Sphera Professional Database (2023) is used. This source is also used to calculate the upstream emissions from purchased electricity that is covered by renewable electricity instruments. For electricity not covered by renewable electricity instruments, district heating and district cooling, the emission factors are calculated based on the share of the upstream emission factor of the core emission factor from DEFRA (2024). This share is then used in the emission factors used in our Scope 2 accounting.

To calculate transmission and distribution loss, the Carbon Footprint Ltd's conversion factors are used for all purchased electricity as well as an assumption based on the share from DEFRA (2024) for district heating and cooling.

Category 6, Business travel, is collected centrally from our travel agency, refund claims in SAP Concur and main suppliers of specific services (bus, taxi and rental cars). The share of primary data used in the calculations is 79%. Business travel data includes flights, work-related trips in private cars, public transportation, taxis and rental cars and is collected both as spend data and in kilometres travelled. Spend data is converted to kilometres by using the average cost per kilometre based on supplier data. Air travel data is extrapolated for offices without travel agency data or SAP Concur data. All emission factors are from DEFRA (2024), except for rental cars, for which emission factors are supplier-specific.

Category 7, Employee commuting, covers the transportation of employees between their home and workplace either by private car, public transportation, bike or foot. This is estimated from a commuting survey conducted across the COWI Group in 2023, with a total response rate of 63%. The share of primary data used in the calculations is 63% (equivalent to the survey's response rate). Each country's commuting data is based on either the country or region, depending on the response rates received in the survey. The survey provides insights into the distance travelled per employee for each mode of transportation, adjusted for days working from home. The estimated distances travelled by bike, car, public transportation and foot are calculated by multiplying the survey data by country-specific working days (260 days less vacation and bank holidays) and headcount. The employee commuting must be updated annually with the latest headcount to ensure the distance travelled of employees fits the reporting year. Emission factors are from DEFRA (2024), except for bike and electric bike, which are from the European Cyclist Federation (2011).

Total GHG emissions

Total GHG emissions are calculated as the sum of Scope 1, Scope 2 and Scope 3 emissions. Scope 2 emissions are accounted for as both marked-based and location-based.

GHG intensity based on the number of employees

GHG intensity per headcount = total tCO_2e / headcount. The number of employees (headcount) is calculated as described in the reporting criteria for characteristics of the company's employees and excludes non-guaranteed hours employees.

GHG intensity based on revenue
GHG intensity per revenue = total tCO_2e / revenue in DKKm.

Revenue is determined on the basis of the selling price of work performed for the year. Revenue is shown net of value-added tax, returns, rebates and discounts. The COWI Group's revenue can be found in the income statement for the COWI Group, line 'Revenue' in the consolidated financial statements.

Changes to underlying measurement methodologies relevant to targets[1]

Scope 1
We now collect data on litres of fuel and electricity usage directly from the leasing companies instead of using kilometres driven. Furthermore, the methodology used on on-site energy was also changed, increasing the headcount threshold for data collection from offices with more than 30 people to more than 90 to increase data accuracy and efficiency while allowing for more extrapolation. These improvements caused a positive difference of 41 tCO_2e compared to the 2022 figures previously reported and 70 tCO_2e for 2023.

Scope 2
We changed our electricity emissions factors source to ensure more accurate and reliable factors. We improved data on our district heating usage by collecting actual data and changing assumptions for some offices. In the market-based approach, this causes a negative difference of 135 tCO_2e in the previously reported figures for 2022 and a positive difference of 1,012 tCO_2e for 2023. Using a location-based approach, this caused a positive difference of 180 tCO_2e compared to the 2022 figures previously reported and 387 tCO_2e for 2023.

[1] A positive difference means that a bigger figure was reported in 2024 compared to 2023. A negative difference means the opposite.

Scope 3
Purchased goods and services
We increased our data scope by including previously not included products. We applied supplier-specific emission factors for some of our biggest providers, improved our categorisation of vendors, and improved the extrapolation methodology of food and beverages data. Finally, emissions coming from water usage are not included anymore in our accounting as those were deemed immaterial. These changes caused a positive difference of 2,920 tCO_2e compared to the 2022 figures previously reported and 3,420 tCO_2e for 2023.

Fuel and energy-related activities not included in Scope 1 or Scope 2
Data improvements in Scope 1 indirectly impact this category. We now include upstream emissions from purchased and produced renewable electricity. In 2024, we also improved our assumptions on the used emission factors. Furthermore, we now only have one approach to calculating these emissions. In this category, the mentioned changes caused a negative difference of 214 tCO_2e compared to the 2022 figures previously reported and 237 tCO_2e for 2023.

Upstream transportation and distribution
This category was removed from our calculations as it was deemed immaterial after improving the calculation methodology from an assumption-based calculation to an activity data-based calculation. This caused a negative difference of 404 tCO_2e compared to the 2022 figures previously reported and 400 tCO_2e for 2023.

Waste generated in operations
This category was deemed immaterial in 2024 in carbon terms. This caused a negative difference of 42 tCO_2e compared to the 2022 figures previously reported and 44 tCO_2e for 2023. However, waste sorting is still a focus area of our ISO-certified management system to ensure waste sorting according to regulations.

Business travel
We improved the categorisation of types of air travel, allowing us to use more accurate and representative emission factors, depending on the class and length of the flight. Additionally, an error was also fixed on the extrapolation of data. This caused a negative difference of 1,359 tCO_2e compared to the 2022 figures previously reported and 1,333 tCO_2e for 2023.

Employee commuting
We changed our assumption of working days within a year to better reflect the reality of most of the countries we operate in. This caused a positive difference of 330 tCO_2e compared to the 2022 figures previously reported and 581 tCO_2e for 2023.

Optional category – Hotels
This category was removed as it falls outside the scope of the CSRD and the SBTi. This caused a negative difference of 440 tCO_2e compared to the 2022 figures previously reported and 849 tCO_2e for 2023.

Biodiversity and ecosystems, and resource use and circular economy

SBM-3

Material biodiversity and ecosystems and resource use and circular economy IROs and their interaction with our strategy and business model

Biodiversity and ecosystems (E4) and resource use and circular economy (E5) have been identified as material topics for our downstream activities; in other words, by the impact and opportunities we see in providing solutions and designs for our customers' projects. The topics have not been identified as relevant from an own operations perspective. Material negative impacts have not been identified with regard to land degradation, desertification, soil sealing, or operations that affect threatened species.

E4 Biodiversity

Sub-topic	IRO	Value chain location	Time horizon
Impacts and dependencies on ecosystem services Direct impact drivers of biodiversity loss and impacts on the extent and condition of ecosystems	Through the delivery of services and design of solutions, COWI might inadvertently facilitate a negative impact on biodiversity at the project location-	Downstream	S/M/L
Direct impact drivers of biodiversity loss and impacts on the extent and condition of ecosystems	COWI has an opportunity to increase its revenue from services to customers related to biodiversity.	Downstream	M/L

E5 Resource use and circular economy

Sub-topic	IRO	Value chain location	Time horizon
Resource outflows related to products and services and resource inflows, including resource use	Through the delivery of services and design of solutions, COWI might not optimise resource use sufficiently and thus enable negative impacts.	Downstream	S/M/L
	COWI has an opportunity to increase its revenue from services to customers related to circularity.	Downstream	M/L

Time horizon legend: S = short term; M = medium term; L = long term

E4-1

Transition plan and consideration of biodiversity and ecosystems in our strategy and business model

We are already helping our customers with designs and solutions within biodiversity planning, environmental impact analyses (EIA), carbon footprint calculations, and proposals for more circular and resource-efficient solutions while taking into account liveability. In line with our strategy and sustainability aspiration, we recognise that we have an opportunity to encourage our customers to consider environmental aspects even more as part of their projects. We will continue to increase our focus on these areas and consider how they could be formulated as part of a biodiversity plan. For more information on the resilience assessment method, please refer to ESRS 2, SBM-3.

IRO-1

Processes to identify and assess material biodiversity and ecosystem-related impacts, risks, dependencies and opportunities

Our biodiversity-related impact and opportunity were identified during the double materiality assessment of the COWI Group in 2023 and re-assessed in 2024. In this assessment, one impact and one opportunity were identified related to our downstream activities. IROs were not identified for our own operations, meaning our office locations; hence, the areas related to own operations and upstream dependencies will not be considered. In addition, transitional and physical risks related to biodiversity were not identified as material during the double materiality assessment.

For more information on our biodiversity-related IROs and the full double materiality assessment process, please refer to SBM-3 and IRO-1 in ESRS 2 where the process is outlined in full.

IRO-1

Processes to identify and assess material resource use and circular economy-related impacts, risks and opportunities

Our resource use and circularity-related impact and opportunity were identified during the double materiality assessment of the COWI Group in 2023 and re-assessed in 2024. In this assessment, one impact and one opportunity were identified related to our downstream activities. IROs were not identified for our own operations, meaning our office locations. Hence, the following operational topics were not identified as material: resource inflows, outflows and waste. In addition, risks related to resource use and circularity were not identified as material during the double materiality assessment.

For more information on our resource use and circularity-related IROs and the double materiality assessment, please refer to SBM-3 and IRO-1 in ESRS 2.

Biodiversity plays a crucial role in supporting human life in numerous ways, including ecological, economic, and social benefits.

E4-2, E4-3, E4-4, E5-1, E5-2, E5-3

Policies, actions and targets related to biodiversity and ecosystems, and resource use and circular economy

Although our group environmental policy covers our advisory services, in 2025, we will update our policy to specify our ambitions for our advisory within our focus topics of climate change mitigation, adaptation, biodiversity, and resource use and circularity. These topics are deemed material in the work we do for our customers, downstream in our value chain. In 2025, we will identify and assess actions required to reach our ambitions and whether and how to set specific targets related to, respectively, biodiversity and ecosystems, and resource use and circular economy. Currently, we do not have specific action plans or targets for these topics. Lastly, as reflected in our sustainability aspiration, we will collaborate with our customers and partners to find meaningful ways to disclose the potential impact of our services related to biodiversity and ecosystems, and resource use and circular economy.

EU Taxonomy

In 2024, COWI conducted its first EU Taxonomy report. The EU Taxonomy assessment involved a comprehensive and collaborative approach, engaging subject matter experts from various departments within our organisation. This collaboration is essential due to the multi-faceted nature of the EU Taxonomy regulation (EU 2020/825), which aims to provide a framework for determining which economic activities can be considered environmentally sustainable. Under this regulation, companies are required to disclose the percentage of their revenue, CapEx and OpEx that is eligible for one or more of the six published environmental objectives.

COWI being a company operating in sectors relevant to these objectives, this chapter will provide transparency into how we assess, classify and report on Taxonomy-eligible and Taxonomy-aligned activities.

Results

In 2024, we identified three economic activities to be considered Taxonomy-eligible regarding our revenue, namely: infrastructure for rail transportation; flood risk prevention and protection infrastructure; and remediation of contaminated sites and areas. In sum, 20% of COWI's revenue was considered taxonomy-eligible. In addition, 80% of our revenue was considered non-eligible.

COWI's Taxonomy-eligible CapEx relates to data processing, hosting and related activities. In 2024, we spent DKK 7 million on data processing, hosting and related activities. The Taxonomy-non-eligible CapEx amounted to DKK 87 million. The proportion of Taxonomy-non-eligible CapEx, therefore, amounted to 93%.

COWI's Taxonomy-eligible OpEx relates to two economic activities: transportation by cars; and acquisition and ownership of buildings. In sum, DKK 359 million was spent on these activities, which amounted to 96% of OpEx covered by the EU Taxonomy.

In addition, we assessed the possibility of aligning our Taxonomy-eligible activities; however, the assessment showed that we were unable to meet the alignment criteria. Consequently, our Taxonomy-eligible activities do not meet the criteria for alignment in 2024.

Please refer to the ‘Accounting policies’ section on p. 100 for further information.

The Platinum building in Gothenburg, Sweden, houses our Swedish office and offers a spectacular view of the Hising Bridge.

EU Taxonomy metrics

Please refer to GOV-5 on p. 71 for information on data validation.

Financial year 2024				Substantial contribution criteria						DNSH									
Economic activities (1)	**Code (2)**	**Revenue (3)**	**Proportion of revenue 2024 (4)**	**Climate change mitigation (5)**	**Climate change adaptation (6)**	**Water (7)**	**Pollution (8)**	**Circular economy (9)**	**Biodiversity (10)**	**Climate Change Mitigation (11)**	**Climate Change Adaptation (12)**	**Water (13)**	**Pollution (14)**	**Circular economy (15)**	**Biodiversity (16)**	**Minimum safeguards (17)**	**Proportion of Taxonomy-aligned (A.1.) or -eligible (A.2.) revenue, year N-1 (18)**	**Category-enabling activity (19)**	**Category-transitional activity (20)**
		Currency	%	Y;N;N/EL	Y;N;N/EL	Y;N;N/EL	Y;N;N/EL	Y;N;N/EL	Y;N;N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
Revenue of environmentally sustainable activities (Taxonomy-aligned) (A.1)		0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	Y	Y	Y	Y	Y	Y	Y	N/A		
Of which enabling		0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	Y	Y	Y	Y	Y	Y	Y	N/A	E	
Of which transitional		0	0.0%	0.0%						Y	Y	Y	Y	Y	Y	Y	N/A		T
A.2. Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned)																			
				EL;N/EL	EL;N/EL	EL;N/EL	EL;N/EL	EL;N/EL	EL;N/EL										
Remediation of contaminated sites and areas	Pollution 2.4	32	0.4%	N/EL	N/EL	N/EL	EL	N/EL	N/EL								N/A		
Flood risk prevention and protection infrastructure	Climate adaptation 14.2	295	3.5%	N/EL	EL	N/EL	N/EL	N/EL	N/EL								N/A		
Infrastructure for rail transport	Cimate mitigation, adaptation 6.14	1,352	16.2%	EL	EL	N/EL	N/EL	N/EL	N/EL								N/A		
Revenue of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		1,679	20.1%	16.2%	3.5%	0.0%	0.4%	0.0%	0.0%								N/A		
A. Revenue of Taxonomy-eligible activities (A.1+A.2)		1,679	20.1%	16.2%	3.5%	0.0%	0.4%	0.0%	0.0%								N/A		
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
Revenue of Taxonomy-non-eligible activities		**6,682**	**79.9%**																
TOTAL		**8,361**	**100.0%**																

Financial year 2024				Substantial contribution criteria						DNSH									
Economic activities (1)	**Code (2)**	**CapEx (3)**	**Proportion of CapEx 2024 (4)**	**Climate change mitigation (5)**	**Climate change adaptation (6)**	**Water (7)**	**Pollution (8)**	**Circular economy (9)**	**Biodiversity (10)**	**Climate Change Mitigation (11)**	**Climate Change Adaptation (12)**	**Water (13)**	**Pollution (14)**	**Circular economy (15)**	**Biodiversity (16)**	**Minimum safeguards (17)**	**Proportion of Taxonomy-aligned (A.1.) or -eligible (A.2.) CapEx, year N-1 (18)**	**Category-enabling activity (19)**	**Category-transitional activity (20)**
		Currency	%	Y;N;N/EL	Y;N;N/EL	Y;N;N/EL	Y;N;N/EL	Y;N;N/EL	Y;N;N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
CapEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)		0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	Y	Y	Y	Y	Y	Y	Y	N/A		
Of which enabling		0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	Y	Y	Y	Y	Y	Y	Y	N/A	E	
Of which transitional		0	0.0%	0.0%						Y	Y	Y	Y	Y	Y	Y	N/A		T
A.2. Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL;N/EL	EL;N/EL	EL;N/EL	EL;N/EL	EL;N/EL	EL;N/EL										
Data processing, hosting and related activities	CCM/CCA 8.1	7	7.1%	EL	EL	N/EL	N/EL	N/EL	N/EL								N/A		
CapEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		7	7.1%	7.1%	0.0%	0.0%	0.0%	0.0%	0.0%								N/A		
CapEx of Taxonomy-eligible activities (A.1+A.2)		7	7.1%	7.1%	0.0%	0.0%	0.0%	0.0%	0.0%								N/A		
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
CapEx of Taxonomy-non-eligible activities		**87**	**92.9%**																
TOTAL		**94**	**100.0%**																

Financial year 2024				**Substantial contribution criteria**						**DNSH**									
Economic activities (1)	**Code (2)**	**OpEx (3)**	**Proportion of OpEx 2024 (4)**	**Climate change mitigation (5)**	**Climate change adaptation (6)**	**Water (7)**	**Pollution (8)**	**Circular economy (9)**	**Biodiversity (10)**	**Climate Change Mitigation (11)**	**Climate Change Adaptation (12)**	**Water (13)**	**Pollution (14)**	**Circular economy (15)**	**Biodiversity (16)**	**Minimum safeguards (17)**	**Proportion of Taxonomy-aligned (A.1.) or -eligible (A.2.) OpEx, year N-1 (18)**	**Category-enabling activity (19)**	**Category-transitional activity (20)**
		Currency	%	Y;N;N/EL	Y;N;N/EL	Y;N;N/EL	Y;N;N/EL	Y;N;N/EL	Y;N;N/EL	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	Y/N	%	E	T
A. TAXONOMY-ELIGIBLE ACTIVITIES																			
A.1. Environmentally sustainable activities (Taxonomy-aligned)																			
OpEx of environmentally sustainable activities (Taxonomy-aligned) (A.1)		0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	Y	Y	Y	Y	Y	Y	Y	N/A		
Of which enabling		0	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	Y	Y	Y	Y	Y	Y	Y	N/A	E	
Of which transitional		0	0.0%	0.0%						Y	Y	Y	Y	Y	Y	Y	N/A		T
A.2. Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities)																			
				EL;N/EL	EL;N/EL	EL;N/EL	EL;N/EL	EL;N/EL	EL;N/EL										
Transport by motorbikes, passenger cars and light commercial vehicles	CCM/CCA 6.5	9	2.3%	EL	EL	N/EL	N/EL	N/EL	N/EL								N/A		
Acquisition and ownership of buildings	CCM/CCA 7.7	350	93.3%	EL	EL	N/EL	N/EL	N/EL	N/EL								N/A		
OpEx of Taxonomy-eligible but not environmentally sustainable activities (not Taxonomy-aligned activities) (A.2)		359	95.6%	95.6%	0.0%	0.0%	0.0%	0.0%	0.0%								N/A		
OpEx of Taxonomy-eligible activities (A.1+A.2)		359	95.6%	95.5%	0.0%	0.0%	0.0%	0.0%	0.0%								N/A		
B. TAXONOMY-NON-ELIGIBLE ACTIVITIES																			
OpEx of Taxonomy-non-eligible activities		**16**	**4.4%**																
TOTAL		**375**	**100%**																

EU Taxonomy accounting policies

In accordance with Article 8 of the EU Taxonomy and as supplemented by Annex I of the Disclosure Delegated Act (EU) 2021/2178, COWI reports on the sustainability profile of our revenue, CapEx and OpEx. This process entails the screening of COWI's economic activities against the activities listed within the EU Taxonomy's delegated legislation (i.e., eligibility assessment), the identification of COWI's eligible revenue, CapEx and OpEx, and, lastly, the evaluation of compliance with the technical screening criteria and minimum safeguards, as specified in Article 3 of the regulation (i.e., alignment assessment).

Eligibility assessment

COWI conducted our eligibility assessment against the economic activities contributing to the six environmental objectives set out in Article 9 of the EU Taxonomy (Environmental Delegated Act (EU) 2023/2486).

We provide consultancy services that are associated with Taxonomy-eligible activities. While our work may not be directly carried out on the ground, our contribution remains essential to activities within the EU Taxonomy and meets the eligibility criteria within the relevant economic activities.

Alignment assessment

COWI analysed the technical criteria for alignment across the scope of activities eligible for the six climate objectives. This involved reviewing activities eligible for the six climate objectives by reference to the three criteria of (i) substantial contribution, (ii) do no significant harm (DNSH) and (iii) minimum safeguards, as shown in the infographic to the bottom right.

In 2024, we assessed the possibility of aligning our Taxonomy-eligible activities; however, the assessment showed that we were unable to meet the alignment criteria. Consequently, our Taxonomy-eligible activities do not meet the criteria for alignment in 2024.

For the financial year 2024, we have identified services related to engineering, architecture, energy and environment as eligible for one or more of the environmental objectives. We have not performed any disaggregation of KPIs.

The results from the eligibility and alignment assessment are summarised in eligibility and alignment KPIs for revenue, OpEx and CapEx, as presented in the tables on pp. 97, 98 and 99, respectively.

We have checked for compliance with the criteria set out in Article 3 of Regulation (EU) 2020/852, including the technical screening criteria for various environmental objectives. However, we currently have no activities that contribute to several environmental objectives. Therefore, the disclosure of revenue, CapEx and OpEx related to such activities is not applicable at this time.

The guidelines for disaggregating KPIs are not applicable to COWI as we do not utilise integrated production facilities and, therefore, do not require the breakdown of key metrics based on production processes or technical specificities.

Activities' alignment under the EU Taxonomy

Eligible activities are defined and described by an initial categorisation according to six environmental objectives.

Substantial contribution (SC)
The activities comply with the technical screening criteria defined for each environmental objective

Do not cause significant harm (DNSH)
The activities do not have a significant impact on any of the other five environmental objectives. The activities do not have a significant impact on any of the other five environmental objectives.

Minimum safeguards (MS)
The activities are carried out in compliance with the International Bill of Human Rights and the principles set by the OECS, the UN and the ILO, notably on corruption, taxation and competition law.

To reach **alignment**, the activities must substantially contribute to one of the environmental objectives without prejudicing the other objectives while meeting the requirements of minimum safeguards.

COWI has identified the following EU Taxonomy economic activities applicable to our 2024 reporting:

Activity 2.4
Remediation of contaminated sites and areas
We consider our sale of services within remediation of contaminated sites and areas as Taxonomy-eligible under activity 2.4. Activity 2.4 focuses on the process of cleaning and restoring areas that have been polluted or damaged by contaminants, such as toxic substances or hazardous materials. We are exploring opportunities to align our services within the EU Taxonomy framework for activity 2.4.

Activity 6.5
Transport by motorbikes, passenger cars and light commercial vehicles
We consider our transportation by motorbikes, passenger cars and light commercial vehicles as Taxonomy-eligible under activity 6.5. Activity 6.5 focuses on the transportation of people or goods using motorbikes, passenger cars and light commercial vehicles, with a focus on minimising emissions and improving fuel efficiency. We are exploring opportunities to align our transportation practices within the EU Taxonomy framework for activity 6.5.

Activity 6.14
Infrastructure for rail transport
We consider our sale of services within infrastructure for rail transport as Taxonomy-eligible under activity 6.14. Activity 6.14 focuses on the development, maintenance and operation of rail transport infrastructure, including tracks, stations and related facilities, with an emphasis on reducing carbon emissions and promoting sustainable transport options. We are exploring opportunities to align our services within the EU Taxonomy framework for activity 6.14.

Activity 7.7
Acquisition and ownership of buildings
We consider our leasing of buildings, along with the associated costs of fixtures and equipment within the buildings, as Taxonomy-eligible under activity 7.7. Activity 7.7 focuses on the acquisition and ownership of buildings, emphasising energy efficiency, sustainable construction materials and renewable energy sources in order to reduce the environmental impact. We are evaluating opportunities to align our leasing of buildings and associated costs with the EU Taxonomy framework for activity 7.7. We have included the non-capitalised rental costs of our offices as eligible OpEx (we apply the Danish Financial Statements Act and do not capitalise right-of-use assets for office leases).

Activity 8.1
Data processing, hosting and related activities
We consider our data processing, hosting and related activities as Taxonomy-eligible under activity 8.1. Activity 8.1 focuses on the processing, hosting and management of digital data, highlighting energy efficiency, reduction of GHG emissions, and the use of renewable energy sources in data centres. We are exploring opportunities to align our data processing, hosting and related activities within the EU Taxonomy framework for activity 8.1.

Activity 14.2
Flood risk prevention and protection infrastructure
We consider our sale of services within flood risk prevention and protection infrastructure as Taxonomy-eligible under activity 14.2. Activity 14.2 focuses on the construction, maintenance and management of infrastructure designed to prevent or mitigate flood risks, thereby protecting communities and ecosystems from the adverse effects of flooding. We are exploring opportunities to align our services within the EU Taxonomy framework for activity 14.2.

Employees at our head office in Lyngby, Denmark

Methodology

We report on three KPIs related to the EU Taxonomy:

- Revenue KPI: The proportion of COWI's revenue derived from consulting services and other sales that are associated with Taxonomy-eligible activities.
- CapEx KPI: The proportion of CapEx related to the acquisition or development of tangible and intangible assets that support Taxonomy-eligible activities.
- OpEx KPI: The proportion of OpEx associated with the day-to-day operation of assets and processes that contribute to Taxonomy-eligible activities.

Revenue KPI

The proportion of Taxonomy-eligible revenue is calculated as the net revenue derived from the sale of consulting services and other sales associated with Taxonomy-eligible economic activities (numerator) divided by the total net revenue (denominator).

The denominator is net revenue as presented in COWI's consolidated income statement under the line item 'Revenue'. For further details on our revenue accounting policy, see note 1 of the consolidated financial statements for the year ended 31 December 2024.

For the year ended 31 December 2024, 20% of COWI's revenue was Taxonomy-eligible under the six environmental objectives.

CapEx KPI

The CapEx KPI is defined as Taxonomy-eligible CapEx (numerator) divided by total CapEx (denominator). The denominator consists of additions to tangible and intangible assets, before depreciation, amortisation and any re-measurements, and includes additions to tangible and intangible assets resulting from business combinations (excluding goodwill) as presented in note 10, 'Intangible assets', and note 11, 'Property, plant and equipment', of the consolidated financial statements for the year ended 31 December 2024.

We ensured that there was no double-counting of eligible CapEx by conducting a detailed review of our activities, which revealed no instances of overlapping that could result in duplication for our 2024 reporting.

For the year ended 31 December 2024, 7% of COWI's CapEx was Taxonomy-eligible under the six environmental objectives. There is no CapEx plan.

OpEx KPI

The OpEx KPI is defined as Taxonomy-eligible OpEx (numerator) divided by total OpEx (denominator).

The denominator consists of direct non-capitalised costs related to R&D, non-capitalised rental costs, maintenance and repair costs, expenses for short-term leases and expenses related to day-to-day servicing of property, plant and equipment (PP&E). Direct costs of training and other human resource needs are not included in the denominator (or the numerator). The values in the denominator are derived from internal reporting systems.

We ensured that there was no double-counting of eligible OpEx by conducting a detailed review of our activities, which revealed no instances of overlapping that could result in duplication for our 2024 reporting.

For the year ended 31 December 2024, 96% of COWI's OpEx was Taxonomy-eligible under the six environmental objectives.

Quantitative breakdown of revenue numerator based on business areas

	Revenue (DKKm)
Infrastructure	1,679
Buildings and industry	0
Renewable energy	0
Total	**1,679**

We have no Taxonomy-aligned activities pursued for non-financial undertakings' own internal consumption. Since this is our first EU Taxonomy report, we have not included a comparison of key elements of change in the revenue KPI during the reporting period.

Quantitative breakdown of the CapEx numerator at economic activity level (in DKKm):

Activity	Additions to PP&E	Internally generated or purchased intangibles	Sum	Therefore acquired through business combinations
8.1	7	0	7	0

Since this is our first EU Taxonomy report, we have not included a comparison of key elements of change in the CapEx KPI during the reporting period.

Quantitative breakdown of OpEx numerator into its components based on the definition of OpEx in the Disclosures Delegated Act

	Revenue (DKKm)
R&D costs	0
Non-capitalised rental costs, including service contracts	350
Short-term leases, cars	9
Maintaince and repair	0
Total	**359**

In general, this includes staff costs, costs for services, and material costs for daily servicing as well as for regular and unplanned maintenance and repair measures. These costs are directly allocated to our PP&E. This does not include expenditures relating to the day-to-day operation of PP&E. Amortisation and depreciation are also not included in the OpEx KPI.

Since this is our first EU Taxonomy report, we have not included a comparison of key elements of change in the OpEx KPI during the reporting period.

5.3

Social

Social

Introduction

At COWI, we aim to cultivate a diverse and inclusive workplace where employees are highly engaged and actively develop their technical and personal skills. In 2024, we were happy to witness the share of women in senior career levels increase to 27% compared to 26% in 2023. We strive to be a great place to work, attracting top talent, and, as reflected in our sustainability aspiration, we aim to foster a culture of accountability, continuous learning and knowledge sharing. To ensure that employees thrive at COWI, we have an annual personal development dialogue cycle establishing focus areas for development, and besides on-the-job development opportunities, we make use of COWI-tailored mandatory training and skill-specific training, such as project management, as well as necessary external training to upskill our employees.

In our day-to-day operations, we are committed to providing working conditions that make all employees, regardless of age, origin, culture, language or gender, feel included, recognised for their contributions and empowered to perform at their best. We also prioritise equipping our leaders with the skills to empower, develop and engage their teams. We understand the significant role that leadership plays in employee engagement, business performance and the successful execution of our strategy. Among other things, the transformation we went through in 2024 brought an aligned organisational structure with clear roles, responsibilities and leadership expectations. This was a large transformation requiring difficult choices. It also required significant patience from our employees as we went through the ambiguous period from design to a fully operational organisation. The transformation and these changes ultimately aim at ensuring that COWI and individuals continue to thrive in a long-term perspective.

To attract and retain talent, promote a more diverse workforce and adapt to a hybrid working environment, we implemented the Leadership Pipeline Model in 2023. This model ensures that our leaders possess the necessary competencies when transitioning to new leadership roles at different levels in the organisation, whether leading others or leading leaders, and it aligns with COWI's strategy and goals. By investing in the development of our leaders, we aim to enhance employee engagement, drive business success and cultivate a thriving workplace. We also introduced an operating handbook for all leaders, providing clarity on their roles and promoting collaboration across COWI. Furthermore, we strengthened our leadership culture by introducing the Leadership Mindsets, which guide our actions and focus as we navigate our transformation. Looking ahead, we are excited to launch a new people performance enablement concept and leadership team development initiatives and to reinforce our leadership pipeline programme in alignment with our new organisational operating model and leadership expectations. Several changes to how we work were thus made during 2024, which will further enable our navigation of our material social focus areas.

Employees at our office in Gurugram, India

Own workforce

SBM-3

Material IROs and their interaction with our strategy and business model

As a consulting engineering company, i.e., a people-focused company, the outputs of which are strictly dependent on its workforce, all our own workforce IROs arise from dependencies on our employees. We also recognise that our business model poses challenges in terms of delivering projects in a timely manner while ensuring the well-being of our employees. Our IROs reflect what we believe needs to be in place to attract and retain talent capable of co-creating solutions with our customers, delivering on our strategic focus on sustainability and within our operational set-up, showcasing strong interdependencies between our strategy, business model and IROs. Our specialists and project managers face specific project delivery challenges with external deadlines, which can come with specific challenges to managing capabilities and time, but our IROs below apply to all types of employees in COWI.

Our IROs take an outset in our employees with an employment relationship with COWI either on a permanent, temporary or hourly basis contract. Own workforce is, however, broader than that scope, also including non-employees, such as self-employed people hired as sub-consultants on specific projects. We recognise that our material topics can indeed also be relevant to them; however, they have not been part of the scope of our double materiality assessment. For more information on interests and views of stakeholders, please refer to SBM-2 in ESRS 2.

We have not identified material impacts on our own workforce due to our climate action. However, we acknowledge that our air travel targets at times can affect employee motivation, as air travel to, e.g., internal workshops has been and will continue to be limited, thus either necessitating longer transportation times or reducing the number of in-person meetings.

The material negative impacts we have identified are neither widespread nor systemic, but rather impacts that can happen on an individual (e.g., harassment) or group (e.g., gender diversity) basis.

While we have not systematically assessed whether employees performing specific jobs or in specific contexts are at a higher risk of being negatively impacted, we have identified several IROs related to gender (gender diversity and equal pay) and persons with disabilities.

The organisational transformation we underwent during 2024 had interlinkages with our own workforce IROs, although the transformation did not directly involve or systematically address our IROs.

S1 Own workforce

Sub-topic	IRO	Value chain location	Time horizon
Health and safety	A lack of a framework and culture for a healthy and safe working environment may cause COWI to negatively impact employees physically or psychosocially.	Own operations	S/M/L
Gender equality and equal pay for work of equal value	A lack of a framework to ensure gender equality in salary and rewards may negatively impact employees' economic equality and work satisfaction.	Own operations	S/M/L
	A lack of a framework to ensure gender equality in salary and rewards poses a hiring/retention, legal and reputational risk as a lack of equal pay constitutes discrimination.	Own operations	S/M/L
Training and skills development	Employees' sense of purpose and belonging as well as performance may increase if COWI ensures career progression, personal development opportunities and recognition.	Own operations	M/L
Employment and inclusion of persons with disabilities	COWI may negatively impact the sense of inclusion and belonging of current or potential employees with disabilities if we do not have in place appropriate facilities and working environment and actively encourage persons with disabilities to apply for jobs in COWI.	Own operations	S/M/L
Measures against violence and harassment in the workplace	Employees' psychological and physical safety may be negatively impacted by violence, harassment and bullying at work if we do not have a clear zero-tolerance stance against it and ensure appropriate prevention and mitigation measures.	Own operations	S/M/L
Diversity	Not having or actively striving towards having a diverse workforce and inclusive workplace may lead to discrimination, decrease employee satisfaction and negatively impact collaboration outcomes.	Own operations	S/M/L
	Having a diverse workforce and inclusive workplace may attract/retain employees and lead to higher-quality solutions in our services and internal functions.	Own operations	S/M/L

Time horizon legend: S = short term; M = medium term; L = long term

S1-1

Policies related to our workforce

At COWI, we are dedicated to fostering employee well-being and creating a great place to work, as reflected in our policies designed to effectively manage material IROs relevant to our workforce. Please read below which of our group policies applies to our material IROs.

Health and safety

Occupational health and safety (OHS) policy

The COWI Group's OHS policy promotes a healthy and accident-free workplace for all employees and visitors. The policy covers all parts of the working environment and accident prevention and is a basis for setting OHS objectives. To us, health and safety include psychosocial well-being, safety when working on site or when travelling, the physical working environment in offices and accident prevention.

The objectives of the policy are:

- We will not compromise a healthy and safe working environment for economic or productivity reasons
- We encourage employees to openly share and discuss health and safety issues
- We emphasise that a healthy and safe working environment requires awareness from both management and employees
- We comply with all relevant health and safety legislation and codes of practice.

The OHS policy covers all entities in the COWI Group. The Board of Directors is accountable for implementing the policy, while the Executive Board is responsible for its implementation into our operations. The policy is publicly available on our website (https://www.cowi.com/group-occupational-health-safety-policy/)

Harassment policy

The harassment policy also relates to the IROs on health and safety. Please see below for the policy description.

Flexible and dynamic workplace policy

The COWI Group's flexible and dynamic workplace policy promotes flexibility in the daily working routine, facilitating a dynamic work-life balance and allowing employees to work from different locations.

This includes ensuring good physical and psychosocial working conditions so each individual employee can work in the optimal and most effective way – considering individual needs for networking, on-the-job training etc.

The objectives of the policy are to:

- support work-life balance through working-from-home policies adapted to local requirements in different geographies
- offer a great working environment for every employee, allowing for individual needs if compatible with other office and employee considerations
- ensure that our leaders are enabled to lead at a distance and have a common understanding of our working culture and that all employees contribute to a healthy working environment and continued high engagement.

The policy covers all employees in COWI entities and subsidiaries and has been approved by the Executive Board of COWI Holding A/S, which is also accountable for its implementation and monitoring.

At COWI, we are dedicated to fostering employee well-being and creating a great place to work.

Measures against violence and harassment in the workplace

Harassment policy

The policy outlines COWI's zero tolerance towards any form of harassment, including sexual harassment, discrimination, bullying and racism, and strives to create a safe and healthy working environment for all employees.

The objectives of the policy are to:

- support a zero-tolerance policy towards all forms of harassment, including sexual harassment, discrimination and racism
- support a prompt investigation of allegations and suspicions of harassment with potential employment sanctions
- ensure confidential handling of inquiries and involvement of relevant stakeholders only
- raise awareness through a clear policy, a fixed procedure for policy breaches, thorough investigation and appropriate actions based on decisions.

The policy covers all employees in COWI entities and subsidiaries and has been approved by the Executive Board, which is also accountable for its implementation and monitoring.

Diversity

Diversity and inclusion policy

The COWI Group's diversity and inclusion policy aims to foster a diverse workforce and inclusive culture. The policy aligns with COWI's values and believes that a diverse workforce and inclusive culture positively impact our people, customers and business performance. In late 2024, the policy was revised to incorporate the topic of equal pay for equal work, highlighting our dedication to promoting gender equality and fair compensation for equal work.

The policy commits to:

- cultivating an open and inclusive culture where diverse perspectives are seen as strengths
- creating a respectful and fair working environment where all employees have a sense of belonging
- supporting all employees, regardless of gender, age, race, religion, nationality, ethnic and social origin, disability, political and sexual orientation, in realising their potential
- focusing on equal pay for equal work.

The policy covers all employees in COWI entities and subsidiaries and has been approved by the Board of Directors, which is also accountable for its implementation and monitoring. Implementation and related goal setting are driven by business line managers, supported by an internal portal site with a policy, a toolbox for managers as well as e-learning videos and webinars on how to be an inclusive colleague and avoid unconscious bias.

Recruitment policy
The recruitment policy outlines COWI's focus on talent development, mobility, and diversity in recruitment and internal career opportunities. It strives for fair and equal treatment of all candidates, promotes transparency and aims to hire the best candidate for each job.

The objectives of the policy are to:

- have a holistic approach and align recruitments with our overall strategy
- ensure that we have professional and fair recruitment processes
- foster talent development through transparency of internal positions and collaboration between managers
- strive to hire the best candidate for the job while ensuring focus on diversity in the process.

At COWI, our ambition is that our workplace should be healthy and accident-free for all employees.

The policy covers all recruitments in COWI entities and subsidiaries and has been approved by the Executive Board, which is also accountable for its implementation and monitoring.

Harassment policy
The harassment policy also relates to the IROs on diversity. Please see above for the policy description under the harassment topic.

Flexible and dynamic workplace policy
The policy on flexible and dynamic workplace also relates to the IROs on diversity. Please see above for the policy description.

Gender equality and equal pay for work of equal value

Diversity and inclusion policy
The diversity and inclusion policy also relates to the IROs on gender equality and equal work of equal value. Please see above for the policy description under the diversity and inclusion topic.

Recruitment policy
The recruitment policy also relates to the IROs on gender equality and equal work of equal value. Please see above for the policy description.

Employment and inclusion of persons with disabilities

Diversity and inclusion policy
The diversity and inclusion policy also relates to the IROs on employment and inclusion of persons with disabilities. Please see above for the policy description.

Recruitment policy
The recruitment policy also relates to the IROs on employment and inclusion of persons with disabilities. Please see above for the policy description.

Harassment policy
The harassment policy also relates to the IROs on employment and inclusion of persons with disabilities. Please see above for the policy description.

Training and skills development

We do not have a dedicated training and development policy. However, other policies address aspects related to the topic.

Diversity and inclusion policy
The diversity and inclusion policy also relates to the IROs on training and skills development. Please see above for the policy description under the diversity and inclusion topic.

Recruitment policy
The recruitment policy also relates to the IROs on training and skills development. Please see above for the policy description.

Human rights

Human rights policy
In late 2024, COWI adopted a group human rights policy committing us to respecting human rights throughout our own operations and requiring the same from business relationships in our value chains as defined by the UNGPs.

The policy outlines our expectations for our employees to assist in respecting human rights through their daily decisions and actions. As well as our expectations for our first-tier business relationships to meet their responsibility to respect human rights in alignment with the UNGPs. The policy is made available to all on our website. In addition, the policy outlines how we conduct human rights due diligence in our own operations by:

- regularly assessing potential and actual adverse impacts on human rights caused or contributed to by our own operations
- preventing or mitigating potential adverse impacts on human rights, where identified, by taking appropriate actions
- accounting for how we address our potential and actual adverse impacts on human rights by establishing indicators to track progress, and by communicating the result of our due diligence to our employees, business relationships and other impacted stakeholders
- seeking to remediate or participate in the remediation of any actual adverse impacts on human rights caused or contributed to by our business.

The human rights policy applies to all companies in the COWI Group and has been adopted and approved by the Board of Directors, and it follows internationally recognised human rights instruments. The human rights policy references all internationally recognised human rights. This includes, at a minimum, all human rights stated in the International Bill of Human Rights, e.g., core labour rights, such as the prohibition of any form of forced labour, the trafficking of persons across our value chains and child labour.

We have initiated the process of conducting the required impact assessment by means of comprehensive human rights due diligence, enabling us to identify any adverse impacts across all areas of our business, starting with COWI's Danish operations. We expect to finalise this first part of the human rights due diligence at the beginning of 2025. If we, as a result of the human rights due diligence, identify any adverse impacts, we will immediately start working on mitigating them. The human rights due diligence of our own operations is not a one-off task but will be repeated annually. In addition to committing our business partners to respecting human rights, we expect our business partners to start carrying out their own human rights due diligence and providing access to remedy, cf. COWI's code of conduct for business relationships.

Lithuanian employees making the most of their lunch break in the lush green recreational area surrounding our office in Vilnius

S1-2

Engaging with our workforce and workers' representatives

COWI values the importance of actively listening to our employees and considering their perspectives and expectations. As a people-centred business, we prioritise engaging with our workforce through various channels such as daily interactions, surveys, webinars, town halls and employee representative groups.

Health and safety

COWI encourages employees to openly share and discuss health and safety issues. This means that all employees are encouraged to contact their manager if they have work-related health and safety concerns.

COWI emphasises that a healthy and safe working environment requires awareness from both management and employees. To ensure this, we provide health and safety leadership training for managers and specific training for employees. We also make sure that health and safety are an integral part of relevant meetings and forums, and we actively involve employee representatives in health and safety matters.

Leadership

To attract top talent and improve our performance, we recognise the need for strong leaders who can adapt to changing market conditions, embrace hybrid work models and foster a more diverse workforce. Leadership at COWI extends beyond the role of line managers and applies to all career tracks. Our ambition is for all leaders to possess the competencies that align with COWI's strategy and values, serving as role models. To strengthen our leadership capabilities, we have implemented the Leadership Pipeline Model. This model acknowledges that leadership varies based on the specific role a person has as a leader, such as leading employees or leading other leaders. It encompasses key leadership principles that describe the expected behaviour and performance of each leadership role within COWI.

Engagement survey

To create an even better working environment, we actively engage with and listen to our employees using engagement surveys. These surveys address various aspects, including employee engagement, intent to stay, well-being, work-life balance, inclusion, equality and development opportunities. Every monthly salaried employee across all COWI entities and subsidiaries is invited to voice their opinions in our surveys and to be a part of shaping their future workplace. Our annual engagement survey cycle includes minimum three surveys per year to frequently capture employee experiences, drive continuous improvements and foster ongoing team dialogues. Survey results are shared with our leaders to support team development, identify improvement areas and collaboratively define actions, while holding leaders accountable for taking relevant steps to ensure all employees feel a sense of belonging and fostering a culture of curiosity and care to co-create solutions with their teams. The leaders receive necessary support and training in how to conduct good team meetings about engagement and enable common ownership of how all employees impact our work environment.

Our engagement approach includes quarterly pulse surveys that assess employee involvement in and awareness of the actions shaped by the survey results. The progress of these actions is tracked in the two surveys following the annual engagement survey. We measure the effectiveness of our engagement survey by analysing the response rate and assessing employees' trust in positive change resulting from the survey. The People and Organisation function, led by the Global Head of People and Organisation, assumes operational responsibility for the engagement survey. Ultimately, the Group CEO is responsible for ensuring that relevant actions are taken across leadership lines and ranks.

Work councils

To further engage with our employees and employee representatives, we have work councils in Sweden, Norway, Denmark and Lithuania, which work for better employment and working conditions for COWI's employees. Where work councils are in place, regular meetings are held with the leadership in the relevant geography. Most recently, dialogues with the work councils were actively used during the LEAP process as active collaboration fora to anchor the changes. Entities holding an ISO 45001 certificate or where legislation so requires also have health and safety representatives, and some have health and safety committees.

Diversity and inclusion

The Diversity and Inclusion Committee, with representatives from all parts of our business, supports the implementation and development of the diversity and inclusion agenda in COWI, in partnership with People and Organisation. To ensure all voices are heard at COWI, the Diversity and Inclusion Committee serves as a sounding board, strengthening group alignment, sharing local initiatives and supporting the implementation of group initiatives. The committee was discontinued in Q2 2024 due to the transformation. We are reassessing the internal structure to actively support our diversity and inclusion ambitions.

The Executive Leadership Team holds the ultimate responsibility for ensuring the overall success of these efforts.

As part of our efforts to promote diversity and inclusion topics, we raise awareness of LGBTQ+ topics during pride month by sharing stories from our employees.

S1-3

Processes to remediate negative impacts and channels for our workforce to raise concerns

Health and safety

We also encourage all employees to report all health and safety accidents, near-misses and improvement opportunities. Whenever an incident is reported, the immediate line manager follows up, looking into the cause of the incident and planning actions to prevent similar incidents from happening again. Apart from the fact that accidents and other health and safety incidents need to be registered due to regulations, collecting knowledge about all incidents is a key part of how we improve our working environment in COWI so that we can take them into account and prevent potentially dangerous situations. All reported incidents are studied, and a selection of the reports is shared in an anonymous version to relevant stakeholders, to capture learnings and look for opportunities for improving our health and safety performance.

Measures against violence and harassment in the workplace

At COWI, we encourage our employees to report all concerns, harassment, violations of law and regulations, breaches of our ethical standards and policies to their management, the People and Organisation function or through our grievance mechanism, the whistleblower hotline. If a concern is raised through the whistleblower hotline, the case is managed in accordance with the defined process, described in G1-1 on p. 123.

If discrimination or harassment cases are raised outside the whistleblower hotline and through management, the People and Organisation function is always involved in the investigation. Employees are offered psychological support if they have been

We understand the significant role that leadership plays in employee engagement, business performance and the successful execution of our strategy.

exposed to a negative impact, such as discrimination and harassment. This support is provided through trained professionals who offer counselling and guidance, helping employees cope with the emotional and psychological effects of such experiences. This process ensures that employees have access to the necessary resources to address any potential trauma or distress caused by discrimination or harassment within the workplace. In Denmark, the pension provider offers both support from a psychologist online and in person when needed. Usually, the manager or the People and Organisation function follows up with the employee to ensure their well-being and the effectiveness of any actions taken.

S1-4

Actions

We have planned and completed various actions which have been identified as the key to mitigating risks or positively impacting health and safety, gender equality, diversity and inclusion, harassment, and training and development. Outcomes from actions taken, as well as constant monitoring of key metrics at COWI, enable us to harness opportunities for creating a safer, diverse and inclusive place to work. More specifically, we took the following action related to our material topics:

Health and safety

We have established an ISO 45001-certified occupational health and safety management system. Through this, our goal is to reduce accidents as well as promote and protect physical and psychosocial health. Our health and safety processes are integrated into existing business processes. We map and control risks on all projects we undertake, including OHS risks. We are ISO 45001-certified in North America, India, Lithuania, Poland, Iceland, the UK, Norway, Sweden and Denmark. In addition, we carry out structured risk assessments within the areas where employees can be exposed to hazards. Furthermore, this means that all employees have the right and obligation to stop any work if it poses a serious health or safety threat to anybody working for COWI.

People, their professional knowledge and availability are the foundation of our business. Mitigating associated risks and potential negative impacts on our employees is important to us as we operate in a heavily consolidated infrastructure market where project costs and timelines are under significant pressure. Delivering timely on projects while ensuring the well-being of our employees requires a conscious effort to balance the demand for capabilities with the available resources. Hence, in our time registration tool, we plan, monitor and follow up on our employees' time spent on different projects. All worked hours are submitted in the time registration tool and approved by the immediate manager. Additionally, as part of our new operating model, we have introduced the new role of resource manager to strike a balance between project execution, optimised use of resources and a balanced workload, and we collaborate closely with our EDCs to ensure efficient project execution. Furthermore, by providing our line managers with the necessary skills and knowledge, we foster a working environment that promotes employee well-being and productivity. This is achieved through functional management training in the geographies and our leadership pipeline training. On top of that, in our engagement survey, we also follow up on employees' satisfaction with work-life balance.

Measures against violence and harassment in the workplace

Our ‘Safe and secure’ training on anti-discrimination also relates to our IRO on measures against violence and harassment in the workplace. Please see below for further descriptions of the training.

Employee Jin having a reflective moment at our head office in Lyngby, Denmark

Investing in leadership is central to improving our engagement and retention of talent by improving capabilities within feedback and performance enablement, as well as strengthening the foundation for a diverse and inclusive culture.

In 2025, we aim to launch a new system for global monitoring of harassment cases to further strengthen our monitoring and data collection. We will work on developing more concrete actions as to how we handle harassment cases on a global scale and raise awareness of how to reach out for help and to whom.

Diversity
Our action plan for 2024, related to the IRO on diversity and inclusion, had a strong focus on reinforcement by elevating our ongoing initiatives from 2023, as an extensive groupwide action plan was created in 2023 to enable the realisation of our targets. During the organisational transformation in 2024, we aimed to collectively adhere to COWI's ambitions on diversity, while selecting the best person for each appointed position. The development of gender diversity is followed up on regularly in our Gender Diversity Dashboard where managers and People and Organisation can track development and progress towards set targets.

Besides the above-mentioned initiatives, we have also developed supporting tools to monitor progress on key employee-related indicators and the success of our efforts and, in that way, mitigate our risks. Our People Data Dashboard, along with our Gender Diversity Dashboard, enables regular tracking and identification of negative trends, helping us gain valuable insights into our development and track progress towards our set goals. By tracking metrics such as employee turnover, early leavers and gender diversity, these dashboards play an important role in identifying risks and negative trends, enabling us to better support and enhance our workforce.

Gender equality and equal pay for work of equal value
We are committed to equal pay and have a constant focus on ensuring equal pay for positions of equal complexity and competencies. Therefore, in 2024, we updated our diversity and inclusion policy to include this ambition. This is applicable to all salary-related processes – from hiring to promotion. We will continuously monitor pay, investigate any pay differences, evaluate job positions to determine work of equal value and further strengthen our communication and guidance on salary setting. In 2025, we plan to conduct our next equal pay analysis to track our progress against the above actions. We will also publish our rewards philosophy that will ensure fairness and consistency in the organisation regarding pay decisions.

To ensure good governance, we work with leaders to ensure that salaries are aligned with our pay guidance and that the roles that employees hold are assessed in accordance with their skills, experience and the impact they make in the organisation. This will ensure that all salary decisions are made in accordance with our reward philosophy. Our new bonus programme being launched in 2025 will ensure that we pay equitable bonus targets across eligible career levels in the same geography with clear differentiation on performance criteria. Finally, we run an analysis of the gender pay gap, including patterns, if we encounter explicit salary differences due to gender or salary adjustment, and actions are taken to close the gap. This is already in place for most geographies, and we are proud to have won a prize in Lithuania for gender pay equity in 2024.

At COWI, we clearly expect our leaders to drive and support their team's engagement, employee well-being and development. In turn, all people leaders in COWI have been assigned a People and Organisation partner, who has the capabilities to support in matters related to their own workforce at different levels. To ensure that we adhere to local labour laws, HR legal teams are in place in the major geographies, or external assistance is called for. Minor geographies rely on assistance from the HR legal team in Denmark with external assistance, if needed, for labour law-related matters.

Employment and inclusion of persons with disabilities
Our 'Safe and secure' training on anti-discrimination relates to our IRO on employment and inclusion of persons with disabilities. Please see above for further description of the training. In 2025, we will focus on developing concrete initiatives about hiring and working conditions for persons with disabilities.

Training and skills development
At COWI, we provide courses to enable employees to develop their expertise and offer personal development opportunities. Courses are available for all employees who have an IT account. The project management courses serve to foster a common language and promote the use of common tools and policies across COWI, enabling high-quality delivery. Leadership training consists of our leadership pipeline courses, which we will continue in 2025. In addition, as reflected in our sustainability aspiration, we strive to foster a culture of continuous learning and knowledge sharing, and we commit to investing in sustainability competencies.

The leadership training serves to ensure the key skills for leading yourself, leading others and leading leaders. The programme furthermore addresses leadership according to COWI's values and our core principles for diversity and inclusion. This training has a big impact on ensuring that all leaders act as role models for inclusive leadership by cultivating an open and inclusive culture. To assess its influence, we incorporate questions related to leadership, collaboration and equal opportunities in our engagement survey. In 2024, leadership training was tied to our transformation, and all leaders were invited to two leadership sessions with a focus on key leadership behaviours related to the LEAP transformation. Investing in leadership is central to improving our engagement and retention of talent by improving capabilities within feedback and performance enablement, as well as strengthening the foundation for a diverse and inclusive culture. Another mandatory group-wide training conducted in 2024 was the 'Safe and secure' training on anti-discrimination. The training also included information on data ethics and the whistleblower hotline. This initiative aimed to further strengthen our dedication to the commitment that 'WE CARE' about our employees and that we pay attention to and respect one another. These training initiatives aimed to create a positive impact on employees within different areas (inclusion, diversity and work-life balance) as well as to mitigate risks related to harassment in the workplace.

Further regular actions are town hall meetings, which, like training, are opportunities for creating a positive impact on employees. They are owned by the leaders in each business and functional area. Moreover, webinars are held, which serve as platforms for effective communication, engagement and knowledge sharing, fostering a sense of community and enabling transparent and inclusive dialogue within the organisation.

We track and assess the effectiveness of the internal training sessions, and they are regularly summarised and reported, while participation in various accessible courses is tracked and documented. All feedback survey results from instructor-led training programmes are shared with facilitators after each class, and we evaluate COWI Academy's services and coordination partly based on answers and scores. If scores are below 4 out of 5, we raise questions to evaluate and update the content.

The following actions have been undertaken or are still in progress at the time of publishing this report to support the development of opportunities for training and skills, gender equality and equal pay for work of equal value: development of the job architecture and rewards system, and performance enablement. The first one aims to enhance and standardise the global job architecture and rewards system, incorporating gender pay gap reporting, to promote equitable compensation and career development opportunities for the workforce.

When it comes to the second one, performance enablement, we expect to launch a digitally supported company-wide process for personal goal setting in 2025. The purpose is to allow all employees to grow and have the biggest impact on their jobs through a human-centric and systematic practice of goal setting, feedback and development. Performance enablement is an action which we take in order to create a positive impact on personal development and give opportunities for career progression and recognition.

Identification of actions

To further identify needed actions, we have a process for both medium-term and short-term activities. Medium-term activities are agreed upon in the Executive Leadership Team, based on recommendations from the People and Organisation functions in the business lines, ensuring a common agenda and close link to the overall employee value proposition towards our workforce. Short-term activities are driven by the leaders, in a dialogue between the Head of People and Organisation in the business lines and the Business Partner functions, to ensure these serve the current need to strengthen the workforce and mitigate any negative effects. This process relates to all of our material impacts on our own workforce.

The COWI Group's diversity and inclusion policy aims to foster a diverse workforce and inclusive culture.

S1-5
Targets

We have set quantitative targets for the following metrics:

- gender diversity
- employee engagement.

The Executive Board is involved in the target setting by discussing and aligning on the proposed yearly targets as well as the process for setting targets. For more information on Executive Board's involvement and our target setting process, please refer to GOV-1 and GOV-2 on pp. 68-70.

For our remaining topics listed below, we have not established targets but will assess the possibility of developing such targets in 2025:

- health and safety
- gender equality and equal pay for work of equal value
- inclusion
- training and skills development
- employment and inclusion of persons with disabilities
- measures against violence and harassment in the workplace.

Gender diversity target
At COWI, we are committed to fostering a workplace where individuals of all genders have equal opportunities to thrive and achieve their ambitions. While gender diversity is just one facet of our commitment to inclusion, we believe that prioritising it will lead to a more dynamic workplace. Our targets follow the objectives of our diversity and inclusion policy and our policy for level 10 appointments. Our target includes COWI's own workforce, meaning employees on leadership levels 9 to 12, and covers the entire Group. We measure progress on our target on an annual basis and compare the result to the previous year.

Long-term target
By 2030, our goal is for women to hold 40% of leadership positions at senior career levels, compared to 27% in 2024 and 26% in 2023.

In addition to this long-term target, we monitor our performance annually across a variety of short-term targets to ensure we are making meaningful progress in our identified material areas.

2026 target
Our 2026 target is for women to hold 30% of leadership positions at senior career levels.

Glasblokkene at Haukeland Hospital for children, young people and women in Bergen, Norway. A project by COWI.

Long-term target
By 2030,

40%

of senior leadership roles are held by women.

Employee engagement target
Engagement is fundamental for individuals to thrive at COWI. Our target includes all COWI's monthly salaried employees. We measure progress on our target on an annual basis and compare the result to the previous year.

2025 target
Our 2025 target is a favourable employee engagement score of 70%, compared to 64% in 2024 and 78% in 2023.

Through the quarterly pulse surveys, we monitor the progress of action taken with respect to employee engagement.

Social metrics

Metric highlights

Employees
In 2024, we witnessed a 6% decrease in the total number of employees compared to 2023, corresponding to approximately 550 employees. The turnover rate of permanent employees was 16%, and the own resignation rate was 12%, compared to 10% in 2023. A key driver of the decrease in number of employees and increasing turnover rate was the organisational transformation.

Gender diversity
In 2024, the share of women in senior career levels increased to 27%, compared to 26% in 2023. This is a result of our continued focus and actions undertaken to ensure fair appointment, recruitment and promotion processes.

Gender pay gap
At COWI, we have identified gender equality and equal pay for work of equal value as a material topic. We report for the first time on the gender pay gap between our female and male employees, both as a simple average between male and female, as well as a weighted average across our country locations and career levels.

The simple average result showed, at group level, a gender pay gap of 13%. The weighted average result showed a gender pay gap of 2%. Overall, the difference between the two methods tells us that the gender pay gap, using the simple average, is largely due to a lower representation of females at higher career levels, whereas, within each career level, males and females are paid more equally. For transparency, we also provide the breakdown of gender pay gap per country, to show geographical trends/disparities and to identify locations to focus on in the coming years. In 2025, we will focus on maturing our reporting practices to ensure adequate monitoring, set targets as appropriate, and initiate further actions to ensure equal pay for equal work.

Engagement survey
Having undergone a large transformation of our company in 2024 that impacted many of our employees, we were pleased to still witness a high response rate to our engagement survey. A response rate of 88% indicates that the vast majority of employees have an interest in sharing their opinions, perceptions and beliefs about working at COWI. Their feedback is used to get a clear understanding of the engagement across the organisation and of opportunities for improvement. We witnessed a clear decline in the overall engagement in COWI, with a favourable engagement score of 64%, compared to 78% in 2023. Amidst the largest organisational change in COWI history, we value and take this feedback very seriously, as high engagement is valuable and important to us. Throughout COWI, structured dialogues are taking place to understand the key improvement areas and define the actions to be taken to improve engagement. The topic is closely monitored by the Executive Leadership Team, and quarterly pulse surveys will help steer progress continuously.


Co-creation at our office in Aarhus, Denmark

Social metrics

Please refer to GOV-5 on p. 71 for information on data validation.
The below headcount overview by geography complies with ESRS SBM-1 40 a-iii.

Employees			**2022**			**2023**			**2024**			**Change from 2023**		
S1-6		Unit	Total	Female	Male	Total	Female	Male	Total	Female	Male	Total	Female	Male
S1-6	Permanent employees	headcount	7,350	2,482	4,868	7,840	2,667	5,173	7,475	2,508	4,967	(5%)	(6%)	(4%)
S1-6	Temporary employees	headcount	151	74	77	157	84	73	87	41	46	(45%)	(51%)	(37%)
S1-6	**Sum of the above**	headcount	**7,501**	**2,556**	**4,945**	**7,997**	**2,751**	**5,246**	**7,562**	**2,549**	**5,013**	**(5%)**	**(7%)**	**(4%)**
S1-6	Non-guaranteed hours employees	headcount	542	152	390	547	141	406	433	94	339	(21%)	(33%)	(17%)
S1-6	**Sum of the above**	headcount	**8,043**	**2,708**	**5,335**	**8,544**	**2,892**	**5,652**	**7,995**	**2,643**	**5,352**	**(6%)**	**(9%)**	**(5%)**

		Unit	Total	Permanent	Temporary	Non-guaranteed hours employees	Total	Permanent	Temporary	Non-guaranteed hours employees	Total	Permanent	Temporary	Non-guaranteed hours employees	Total	Permanent	Temporary	Non-guaranteed hours employees
S1-6	Denmark	headcount	3,612	3,175	118	319	3,744	3,316	109	319	3,467	3,159	48	260	(7%)	(5%)	(56%)	(18%)
S1-6	Norway	headcount	1,554	1,489	5	60	1597	1,537	6	54	1,440	1,396	6	38	(10%)	(9%)	0%	(30%)
S1-6	Sweden	headcount	1,022	958	0	64	973	920	0	53	874	831	0	43	(10%)	(10%)	0%	(19%)
S1-6	India	headcount	505	505	0	0	581	581	0	0	593	593	0	0	2%	2%	0%	0%
S1-6	The UK	headcount	541	448	13	80	520	443	14	63	480	426	8	46	(8%)	(4%)	(43%)	(27%)
S1-6	Lithuania	headcount	254	251	2	1	267	261	6	0	276	275	1	0	3%	5%	(83%)	0%
S1-6	Iceland	headcount			n/a		276	228	5	43	257	219	5	33	(7%)	(4%)	0%	(23%)
S1-6	Canada	headcount	146	134	5	7	137	124	6	7	150	138	5	7	9%	11%	(17%)	0%
S1-6	USA	headcount	165	151	3	11	162	149	6	7	149	138	6	5	(8%)	(7%)	0%	(29%)
S1-6	Poland	headcount	85	84	1	0	105	102	2	1	128	126	2	0	22%	24%	0%	(100%)
S1-6	Oman	headcount	50	50	0	0			—		55	54	1	0	15%	13%	100%	0%
S1-6	Countries with fewer than 50 employees	headcount	109	105	4	0	182	179	3	0	126	120	5	1	(31%)	(33%)	67%	0%
S1-6	**Sum of the above**	headcount	**8,043**	**7,350**	**151**	**542**	**8,544**	**7,840**	**157**	**547**	**7,995**	**7,475**	**87**	**433**	**(6%)**	**(5%)**	**(45%)**	**(21%)**

Employees

Type	Metric	Unit	2022	2023	2024	Change from 2023
COWI-specific[2]	Number of employees who joined COWI during the reporting period	headcount	1,640*	1,386*	827	(40%)
S1-6[1]	Number of employees who left COWI during the reporting period	headcount	1,360*	1,293*	1,583	22%
COWI-specific[2]	Number of employees who left COWI during the reporting period	headcount	947*	922*	1,222	33%
S1-6	Rate of employee turnover	%	18%*	16%*	19%	3 p.p
COWI-specific[2]	Rate of employee turnover	%	14%*	12%*	16%	4 p.p
COWI-specific[2]	Rate of employee own resignation ratio	%	12%*	10%*	12%	2 p.p

Health and safety[3]

Type	Metric	Unit	2022	2023	2024	Change from 2023
S1-14	Number of recordable work-related accidents	#	30*	42*	58	38%
S1-14	Rate of recordable work-related accidents	# of cases per 1 million hours worked	2.78*	3.62*	4.69	30%
S1-14	Number of fatalities as a result of work-related injuries and work-related ill health	# of fatalities	0*	0	0	0
S1-14	Share of own workforce covered by OHS management system[4]	%	91%*	89%*	93%	4 p.p

Discrimination and harassment[5]

Type	Metric	Unit	2022	2023	2024	Change from 2023
S1-17	Number of incidents of discrimination, incl. harassment	#	6*	20*	12	N/A
S1-17	Number of complaints of discrimination, incl. harassment	#			11	N/A
S1-17	Number of fines, penalties and compensation for damages related to discrimination	#	0*	0*	0	0

Diversity

Type	Metric	Unit	2022	2023	2024	Change from 2023
S1-9[6]	Share of female employees at COWI career levels 9-12	%	21%*	26%	27%	1 p.p
S1-9	Age distribution among employees | Total number of salaried and non-guaranteed hours employees under 30 years old	headcount	1,501*	1,520*	1,245	(18%)
S1-9	Age distribution among employees | Total number of salaried and non-guaranteed hours employees 30-50 years old	headcount	4,430*	4,746*	4,590	(3%)
S1-9	Age distribution among employees | Total number of salaried and non-guaranteed hours employees over 50 years old	headcount	2,112*	2,278*	2,160	(5%)
S1-9	Total number of salaried and non-guaranteed hours employees – sum of the above	headcount	8,043*	8,544*	7,995	(6%)

* The metrics did not undergo limited assurance in the indicated year.
[1] Includes all permanent, temporary and non-guaranteed hours employees
[2] Includes only permanent salaried employees since the contracts of temporary employees are inherently limited in duration. Therefore, these metrics are designed to monitor the resignation of permanent employees who do not have an end date in their contracts.
[3] Some entities/locations within the COWI Group were not included in the data collection for these metrics. This makes up between 9% (2022), 11% (2023) and 7% (2024) of the total group employee headcount.
[4] The metric on the percentage of own workforce covered by COWI's health and safety management system is based on legal requirements and/or recognised standards.
[5] The metrics on the number of complaints of discrimination and harassment and the number of incidents of discrimination and harassment are calculated as the number of complaints registered and the number of incidents registered. The cases are registered either as an incident or a complaint and do not count double. In 2022 and 2023, data was only reported locally, and there was no differentiation between incidents and complaints in the reporting. The numbers, therefore, covered both types of data. In 2024, we differentiated between incidents and complaints. Discrimination cases that were also reported through our whistleblower system are filtered out of this metric, ensuring no overlap between the number of whistleblower cases and discrimination and harassment cases.
[6] COWI's career levels span from level 1 to 12, where 12 constitutes the Executive Board. Career levels 9 to 12 constitute employees in senior career levels, i.e. top management at COWI, but does not necessarily imply having people management responsibilities. Entities that were not included in COWI's career system for the current year were excluded, corresponding to approximately 5% of headcounts excl. non-guaranteed hours employees in 2024, 12% in 2023, and 10% in 2022.

Gender pay gap

Type	Metric	Unit	2022*	2023*	2024	Change from 2023
S1-16 (simple average)[1]	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	14%	14%	13%	(1 p.p)
COWI-specific (weighted average)[2]	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	3%	3%	2%	(1 p.p)

Country breakdowns. COWI-specific metric (Weighted average)[3]

Denmark	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	4%	4%	2%	(2 p.p)
Norway	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	3%	3%	3%	0 p.p
Sweden	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	5%	3%	4%	1 p.p
India	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	(4%)	(3%)	(21%)	(18 p.p)
The UK	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	0%	2%	1%	0 p.p
Lithuania	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	N/A	12%	12%	0 p.p
Canada	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	13%	10%	8%	(2 p.p)
USA	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	4%	7%	2%	(5 p.p)
Poland	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	7%	2%	3%	1 p.p
Belgium	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	(10%)	(11%)	N/A	N/A
South Korea	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	N/A	11%	17%	6 p.p
Singapore	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	11%	(9%)	7%	16 p.p
Czech Republic	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	4%	5%	4%	(1 p.p)
The UAE	Total gender pay gap | Salaried permanent and temporary employees. Non-guaranteed hours employees	%	N/A	N/A	N/A	N/A

Engagement survey[4]

COWI-specific metric	The response rate of the engagement survey	%	84%	90%	88%	(2 p.p)
COWI-specific metric	Favourable engagement score	%	82%	78%	64%	(14 p.p)
COWI-specific metric	Unfavourable inclusion score	%	n/a	4%	7%	3 p.p

* The metrics did not undergo limited assurance in the indicated year.

[1] The metric on gender pay gap is defined as the difference of average pay levels between female and male employees, expressed as the percentage of the average pay level of male employees. The gender pay gap is calculated using the gross salary, pension and bonus programme payouts, but excluding extraordinary bonus payments. Some employees/entities within the COWI Group were not included in the data collection for these metrics because data on pay gap is not ready for reporting as data has not been validated in our system. This corresponds to approximately 15% (2024), 15% (2023) and 17% (2022) of the total group employee headcounts.

[2] The entity-specific metric on gender pay gap is calculated as the weighted average across COWI's career levels and across countries. The gender pay gap is calculated using the gross salary, pension and bonus programme payouts but excluding extraordinary bonus payments.

[3] The number of employees per country is based on in which country the employee has a contractual agreement with COWI. Some employees in a country may be employed there but be expatriated to another country.

[4] Engagement survey data cannot be compared across years due to changes in methodology. In 2022, engagement was measured by "Percentage of engaged employees". In 2023 and 2024, engagement was measured by "Favorable engagement score". In 2024, the data included all employees including newcomers, which were not included in 2023 and 2022.

Accounting policies

Characteristics of COWI employees
The number of employees is measured as active permanent and temporary headcount and non-guaranteed hours employees at the end of the reporting year. Headcount is the number of individual employees with an employment relationship with COWI. Excluded are employees on unpaid leave (inactive), contractors and third-party workers. The number of employees per country is based on in which country the employee has a contractual agreement with COWI. Some employees in a country may be employed there but be expatriated to another country. There are no seasonal fluctuations in the number of employees. Non-guaranteed hours employees are employed without a guaranteed minimum or fixed number of working hours, accounted for as temporary employees.

Employee turnover and own resignation rate
The COWI-specific metric number of employees who joined COWI during the reporting period is defined as the number of permanent salaried employees who joined COWI during the year or period and on year-to-date basis, shown as an absolute figure. Joiners due to intragroup transfer and with a hiring period of zero to five days are not included.

The ESRS metric on total employee turnover rate is calculated on a 12-month rolling basis (the average headcount is a sum of headcounts at each month-end divided by 12). The employee turnover rate is the percentage of leavers of average headcounts.

Leavers are defined as the number of permanent and temporary salaried employees and non-guaranteed hours employees who have left COWI voluntarily or due to dismissal, retirement or death in service during the reporting period and are shown as an absolute figure (number of leavers). Leavers due to intergroup transfer are not included. If an employee was hired and terminated multiple times during the reporting period, such employee is counted only once per reporting period.

The COWI-specific metrics below are designed to monitor the resignation of permanent employees who do not have an end date in their contracts. These metrics exclude salaried temporary and non-guaranteed hours employees since the contracts of temporary employees are inherently limited in duration.

The methodology for the COWI-specific metric on employee turnover rate follows the above ESRS metric; however, it only takes into account permanent salaried employees and excludes leavers due to intergroup transfer and sell-off or with a hiring period of zero to five days. The rate is the percentage of permanent salaried leavers of average permanent salaried headcounts based on a 12-month rolling basis.

The methodology for the COWI-specific metric own resignation rate is also calculated on a 12-month rolling basis. The own resignation rate is the percentage of permanent salaried own resignations of average permanent salaried headcounts based on a 12-month rolling basis. Resignations with a hiring period of zero to five days are not included. Leavers in the own resignation rate only include employees who left COWI voluntarily.

Health and safety
At COWI, we are committed to measuring our health and safety performance according to applicable regulations, processes and reporting systems. Data is collected country-wise per legal entity, and the figures are consolidated using an operational scope approach. This means that data is included for entities and locations where COWI has the governing authority and responsibility for the health and safety of the people, processes and facility. The data collected covers our employees with a contractual employment agreement with COWI, either permanent, temporary, non-guaranteed hours or on-site employees.

The ESRS metric on the number of work-related accidents is calculated by aggregating data collected per legal entity. Work-related accidents include all incidents causing injury to a person, including no-treatment and first aid.

The ESRS metric on the rate of work-related accidents is the number of cases per 1,000,000 hours worked. This is calculated by dividing the number of cases in the reporting year by the number of total hours worked by own workers in the reporting year, multiplied by 1,000,000.

Fatalities are defined as fatalities having resulted from work-related injuries or ill health within COWI's operations.

The metrics above cover psychosocial well-being, safety when working on site or when travelling, and the physical working environment in offices (COWI offices, project offices and home offices).

The ESRS metric on the percentage of own workforce covered by COWI's health and safety management system is based on legal requirements and/or recognised standards.

Some entities/locations within the COWI Group were not included in the data collection for these metrics since they were not yet covered by the health and safety system. These made up between 9% (2022), 11% (2023) and 7% (2024) of the total group employee headcount.

Discrimination and harassment
The ESRS metrics the number of complaints of discrimination and harassment and the number of incidents of discrimination and harassment are calculated as the number of complaints registered and the number of incidents registered. Cases are registered either as an incident or a complaint and do not count double. Complaints and incidents are registered differently, with complaints being unverified and incidents being confirmed. Discrimination and harassment are defined as unwelcome behaviour that violates dignity and creates a hostile environment.

The discrimination and harassment reporting process involves timely registration and monitoring, and we introduced a centralised reporting from 2024 onward. The general procedure is that the offended party or someone on behalf of the offended party contacts the immediate manager, the manager's manager, the whistleblower scheme, People and Organisation, or OHS or employee representatives.

Independent of who is contacted first, People and Organisation and management must be involved in the case. Confidentiality is maintained, and important details, like dates, case category, outcomes, and any fines, penalties or compensations, are recorded. Discrimination cases that are also reported through our whistleblower scheme are filtered out of this metric, ensuring no overlap between the number of whistleblower cases and the number of discrimination and harassment cases.

The discrimination and harassment procedure is locally managed in compliance with applicable local legislation. Discrimination and harassment cases are thoroughly investigated, and appropriate employment sanctions, such as reprimands or termination, may be imposed. The ESRS metric on the number of fines, penalties and compensations for damages related to harassment, including discrimination, is captured through the reporting process where the number is reported. The number of fines, penalties and compensations is defined as the sum of all financial penalties, fines and compensations paid as a result of claims made against COWI due to harassment, including discrimination.

In 2022 and 2023, data was only reported locally. There was no differentiation between incidents and complaints in the reporting, nor was there any reporting on fines and employment consequences. Hence, the numbers covered both types of data. In 2024, we differentiated between incidents and complaints.

Share of female employees at COWI's senior career levels
For the COWI-specific metric on the share of female employees at COWI's senior career levels, the percentage of females at career levels 9 to 12 in the four career streams is calculated as the number of females defined by headcount at career levels 9 to 12 in the four career streams divided by the total headcount at career levels 9 to 12 in the four career streams. COWI's career levels span from level 1 to 12, where 12 constitutes the Executive Board.

Career data reporting is based on the primary career data recorded for salaried permanent employees. Headcount is defined as individual employees. An employee is an individual who is in an employment relationship with COWI according to national law or practice. Excluded are employees on unpaid leave (inactive), hourly-paid, contractors and third-party workers. Excluded are also entities in the COWI Group that are yet to be included in COWI's career system. Entities that in a year are not yet included in the career system are excluded from the data, corresponding to approximately 5% of headcounts excluding non-guaranteed hours employees in 2024, 12% in 2023 and 10% in 2022.

Age distribution
The number of employees is measured as permanent and temporary headcount and non-guaranteed hours employees at the end of the reporting year. Headcounts are the number of individual employees with an employment relationship with COWI. Employees on unpaid leave (inactive), contractors and third-party workers are excluded.

The age of employees is derived from the birth date and categorised into the following age groups:

- The distribution of the total number of employees (permanent, temporary and non-guaranteed hours employees) by age group: under 30 years old; 30-50 years old; over 50 years old.

Gender pay gap
The ESRS metric on the gender pay gap is defined as the difference in average pay levels between female and male employees, expressed as the percentage of the average pay level of male employees. The gender pay gap is calculated using the gross salary, pension and the annual bonus.

The COWI-specific metric on the gender pay gap is calculated as the weighted average across COWI's career levels and across countries. The gender pay gap is calculated using the gross salary, pension and the annual bonus.

Bonus payout according to the group bonus programme is included. This does not include spot bonuses. This does not include extraordinary bonus payments.

Pension is calculated as a percentage of gross salary plus bonus. The pension percentage is based on COWI's policy for each legal entity. It is assumed that all employees in the given legal entity have the same pension percentage.

The gender pay gap is presented as the total gender pay gap (salaried permanent and temporary, non-guaranteed hours employees)

The number of employees is measured as active permanent and temporary headcount and non-guaranteed hours employees at year-end of the reporting year. Headcounts are the number of individual employees with an employment relationship with COWI.

The number of employees per country is based on in which country the employee has a contractual agreement with COWI. Some employees in a country may be employed there but be expatriated to another country.

Excluded are employees on unpaid leave (inactive), contractors, hourly employees with less than one working hour and third-party workers.

Some employees/entities within the COWI Group were not included in the data collection for these metrics because data on the pay gap is not ready for reporting as data has not been validated in our system. This corresponds to approximately 15% (2024), 15% (2023) and 17% (2022) of the total group employee headcounts.

Engagement survey
COWI conducts an employee engagement survey every year in Q4, covering the Group's employees globally.

The COWI-specific metric on the response rate is calculated as the percentage of employees who have fully completed the survey out of the total number of invited employees. This is calculated instantly in the engagement survey platform (Qualtrics).

The COWI-specific metric on favourable engagement score is calculated as the percentage of employees who have responded to the survey and who have answered the three core engagement questions with a response of 'Agree' or 'Strongly agree'. The three questions relate to willingness to advocate employment at their organisation, discretionary effort and a sense of accomplishment at work.

The COWI-specific metric on unfavourable inclusion score is calculated as the percentage of employees who have responded to the survey and who have answered the four inclusion questions with a response of 'Disagree' or 'Strongly disagree'. The reason for reporting on the unfavourable inclusion score is COWI's focus on reducing the number of people who do not feel included. Due to this focus, we are attentive to even small percentages.

All employees, except for employees working on an hourly basis employed before the survey is launched (based on a validated employee list from the SAP HR management system) and who are not on notice period, are invited to participate.

These eligibility criteria were adjusted for 2024. In the 2022 and 2023 surveys, only employees employed with COWI before 1 January were invited to participate, and employees on notice period were eligible to participate.

All survey data is processed automatically in the Qualtrics platform.

Engagement survey data cannot be compared across years due to changes in methodology. In 2022, engagement was measured by 'Percentage of engaged employees'. In 2023 and 2024, engagement was measured by 'Favourable engagement score'.

5.4

Governance

Governance

Employees at our office in Aarhus, Denmark

Introduction
At COWI, we want to exercise high levels of ethics and integrity in the way we do business across all the countries we operate in. We believe that 'doing the right thing, always' is essential for our continued success and reputation. Through our code of ethics, business integrity policy and screening procedures for business partners and suppliers, we set the standard for responsible business conduct. Due to a business conduct incident, we revised our whistleblower framework in 2024, to be launched in 2025, which also includes a new compliance operating model that ensures streamlined processes for investigations.

We have identified business conduct (G1) as a material topic. This chapter outlines our commitment to responsible business practices, showcasing our policies, initiatives and the value we place on ethical business conduct.

Focus on responsible business practices
Business conduct builds on corporate culture, policies, processes and guidelines. Our efforts focus on the prevention and detection of corruption and bribery, business relationships, including procurement policy, due diligence, third-party screening and more.

At COWI, we maintain our existing dedicated focus on where we do business and with whom, and we perform due diligence on new customers and other relevant business partners. Performing due diligence screening ensures that we make informed decisions about whom we do business with. Our screening approach helps identify and assess risks associated with illegal or questionable business practices, human rights violations, bribery, political corruption and potential breaches of sanctions.

As a company with an open culture and a high degree of integrity, we encourage our employees to report harassment, violations of law and breaches of our ethical standards and policies to their management, People and Organisation, or through our whistle-blower hotline. We also encourage our stakeholders to report cases to the whistleblower hotline.

Business conduct

IRO-1

Processes to identify and assess material governance-related impacts, risks and opportunities

Our business conduct-related IROs were identified during the double materiality assessment of the COWI Group in 2023 and re-assessed in 2024. In this assessment, impacts and risks were identified related to our own operations, upstream and downstream activities. Business conduct-related opportunities were not identified as material during the double materiality assessment. For more information on our double materiality assessment process and our business conduct-related IROs, please refer to pp. 76 and 74, respectively.

G1 - Business conduct

	IRO	Value chain location	Time horizon
Protection of whistleblowers	If we do not sufficiently facilitate whistleblowing, negative impacts, such as negative retaliation towards whistleblowers and mistrust in the process outcome, may occur.	Own operations	S/M/L
Corporate culture	If we do not live up to our corporate culture and deliver projects with integrity with our customers, we face reputational damage, which could result in a loss of revenue.	Own operations	M/L
Corruption and bribery	If corruption and bribery take place in our own operations or among our business relationships, this negatively affects trust levels within and outside of COWI.	Own operations, upstream and downstream	S/M/L
	Corruption and bribery incidents occurring in COWI's own operations or among our business relationships may cause reputational damage to us, generate legal costs and/or alienate existing or potential customers, leading to reduced revenue and increased costs.	Own operations, upstream and downstream	S/M/L

Time horizon legend: S = short term; M = medium term; L = long term

G1-1

Corporate culture and business conduct policies

At COWI, we expect all our employees to comply with our code of ethics, our business integrity policy, our values as well as laws and regulations applicable to COWI's business. To ensure our employees are well acquainted with our business integrity policy, employees undergo mandatory virtual training on the topic every three years. In this training, employees are presented with cases and dilemmas on relevant issues, such as identifying corruption attempts and handling conflicts of interest, which indirectly cover the topic of bribery. The anti-corruption training is mandatory for all employees, including members of the Executive Board. We do not systematically evaluate our corporate culture in detail. However, on a quarterly basis, we discuss whistleblower cases at Executive Board, Audit Committee and Board of Directors level, and if we find reasons to adjust our approach, we implement the needed action. For information about identifying, reporting and investigating concerns about unlawful behaviour, please refer to whistleblower section in the following pages.

Corporate culture

Business integrity policy

The COWI Group's business integrity policy applies to all entities in the COWI Group and has been approved by the Executive Board. It states states that COWI wishes to maintain its impartiality and independence and contribute globally to fair conduct of business, avoiding extraneous influence on selection, execution or compensation procedures. We will not in our services or in any other activities, directly or indirectly, accept bribery, extortion, fraud, collusion or any other undue business activity. This policy relates to the IROs on corporate culture, corruption and bribery. The policy is available on our internal portal for our employees as well as to all other external stakeholders on our website (https://www.cowi.com/business-integrity/).

Code of ethics

Our code of ethics applies to all entities in the COWI Group and has been approved by the Executive Board. Our code of ethics is an adoption of the FIDIC Code of Ethics. The policy's main pillars are responsibility to society and the consulting industry, competence, integrity, impartiality, fairness to others and (saying no to) corruption. This policy relates to the IROs on corporate culture, corruption and bribery.

As a company with an open culture and a high degree of integrity, we encourage our employees to report harassment, violations of law and breaches of our ethical standards and policies to their management, People and Organisation or through our whistleblower hotline.

The policy is available on our internal portal for our employees as well as to all other external stakeholders on our website (https://www.cowi.com/csr-and-compliance/).

Corruption and bribery

Business integrity policy

The COWI Group's business integrity policy also relates to the IRO on corruption and bribery, please read the policy description above.

Code of ethics

Our code of ethics also relates to the IRO on corruption and bribery, please read the policy description above.

Protection of whistleblowers

Whistleblower policy

The COWI Group's whistleblower policy applies to all entities in the COWI Group and has been approved by the Board of Directors. The policy states our commitments to responsible and ethical business practices, as well as our expectations for our employees to act in accordance with our policies, and encourages employees, partners and other stakeholders to report any case that does not live up to these commitments and expectations. The policy states that the whistleblower scheme must be easily accessible to everyone who wants to make use of it.

The policy is available on our internal portal for our employees as well as to all other external stakeholders on our website (https://www.cowi.com/media/5tzdfvwq/arkitema-cowi-whistleblower-2022-policy.pdf).

Whistleblower hotline

At COWI, we encourage our employees to report concerns related to their work life or COWI's business in general to their management or People and Organisation. However, we also acknowledge that some concerns are difficult to share in such a manner. For this purpose, COWI provides a dedicated whistleblower hotline, which allows our employees to share their concerns anonymously or by name. We also encourage our partners and other external stakeholders outside COWI's organisation with a legitimate interest to share their concerns through our whistleblower hotline if they have experienced unlawful behaviour or contradictions of our code of conduct. Hence, our whistleblower hotline is available to both internal and external stakeholders.

As a company with an open culture and a high degree of integrity, we encourage our employees to report harassment, violations of law and breaches of our ethical standards and policies to their management, People and Organisation or through our whistleblower hotline. We also encourage our stakeholders to report cases to the whistleblower hotline. To encourage reporting, we introduced an awareness campaign in 2024, informing employees about the different alternative means for expressing concerns in COWI, including the whistleblower hotline. We intend to repeat the initiative on a regular basis going forward with a frequency yet to be decided. In 2024, we did not assess our employees' sense of trust in the whistleblower system, but we will be assessing the introduction of such an assessment in 2025.

The whistleblower system, policy and guideline can be found on COWI's internal portal and on our website (https://www.cowi.com/csr-and-compliance). To provide support and guidance to those considering utilising the whistleblower scheme, COWI has drafted a comprehensive whistleblower guideline elaborating on its practical details of use, scope and administration.

The whistleblower hotline is hosted by Navex, an independent third-party software provider, to ensure the highest level of security and confidentiality for whistleblowers. Navex notifies COWI's Business Ethics Manager and General Counsel of incoming reports. The Business Ethics Manager screens and considers all reports carefully and decides what actions need to be taken to follow up on the report. The Business Ethics Manager is also in charge of investigating whistleblower reports. If an investigation is initiated on the basis of a report, it is always conducted in a confidential manner to the maximum extent consistent with a thorough and complete investigation. The person responsible for investigations is the Business Ethics Manager. The Business Ethics Manager is anchored in Group Legal and refers to the General Counsel. The Business Ethics Manager has no reporting lines or management over the subjects of an investigation. Potential investigations concerning the Business Ethics Manager will be handled by the General Counsel. Investigations concerning the General Counsel will be handled by COWI's external lawyer.

The number, nature and severity of all concerns are reported quarterly to the Audit Committee appointed by the Board of Directors and annually directly to the Board of Directors.

All investigations will, to the maximum extent possible, be conducted in a confidential manner, and COWI will not tolerate retaliation in any form against any person who, acting in good faith, reports their concern via the whistleblower hotline. Employees in COWI who engage in such retaliation, directly or indirectly, or encourage others to do so may be subject to disciplinary action.

Whistleblower reports are handled and investigated in accordance with applicable legislation and COWI's whistleblower policy and in a prompt, independent and objective manner. The above procedures apply to all cases, including incidents of corruption and bribery.

We have currently not conducted an internal assessment as to which departments are most at risk with respect to corruption and bribery, as it has not been an immediate priority. We will be re-assessing the introduction of such an assessment in 2025.

Strengthening quality assurance

In 2024, the documentary 'The Black Swan' highlighted irregularities in a construction project where COWI was contracted to supervise the contractors excavating contaminated soil. Immediately after learning about these circumstances, COWI terminated all collaboration with the client in question and launched a thorough investigation. The investigation did not uncover any type of financial fraud, improper enrichment or other circumstances that could indicate deliberate dishonesty, positive knowledge of or involvement by COWI employees. However, the investigation revealed that our supervisory services provided in this specific case were inadequate and failed to meet professional standards. We aim to uphold the highest professional and ethical standards, and any behaviour contrary to our values is unacceptable.

As a consequence, our quality, people and whistleblower processes underwent a review during the reporting year with assistance from external consultants. The review was based on the key findings and learnings from the incident and led to several improvements. We have implemented measures to enhance our quality management processes, including improved supervision tools and stricter requirements for supervision plans and documentation related to contaminated soil and waste. We have updated our employee guidebooks and revised our whistleblower framework to be launched in 2025, which also includes a new compliance operating model that ensures streamlined processes for investigations, mandatory e-learning, and an awareness campaign followed by recurrent events, all focusing on business ethics, corporate culture and values.

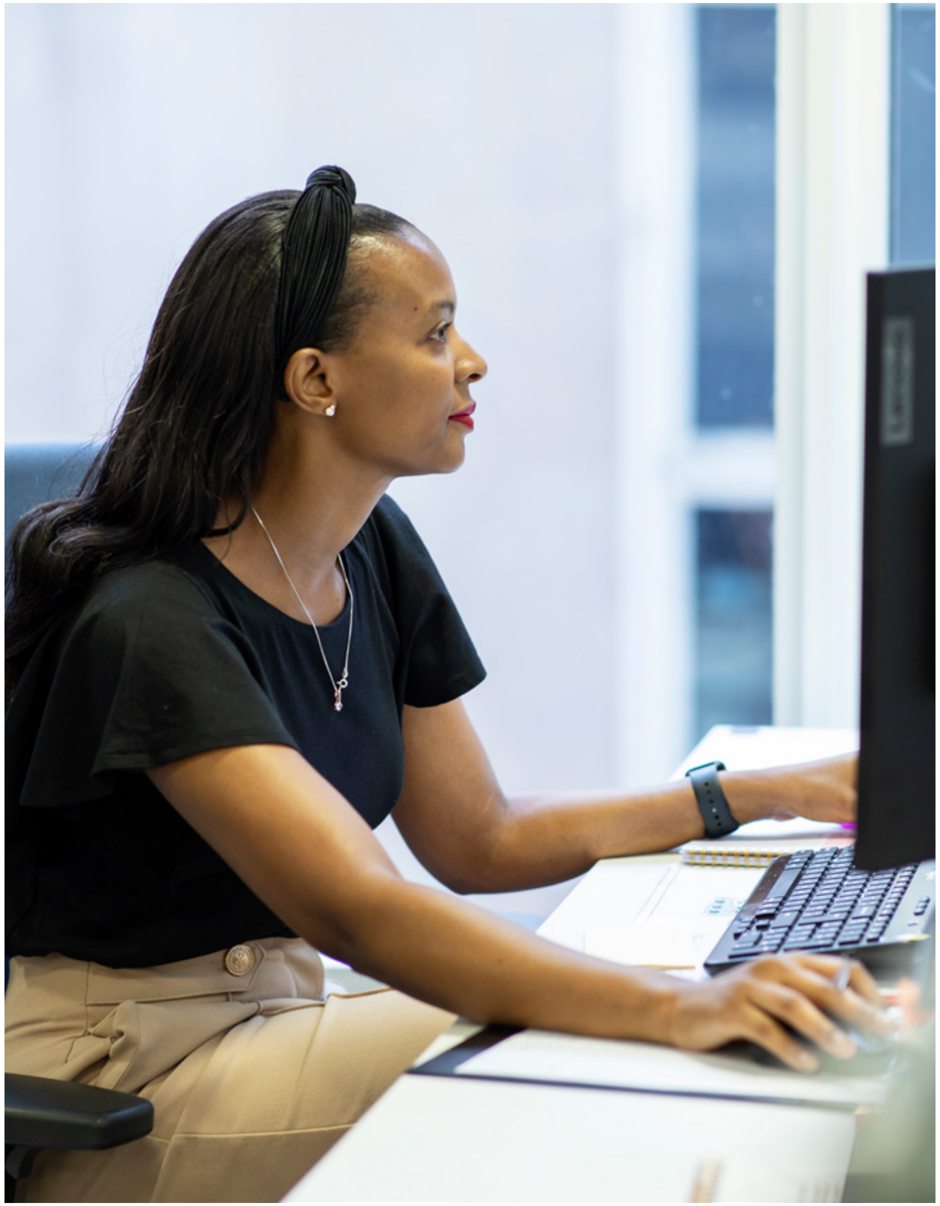
G1-3

Prevention and detection of corruption and bribery

Corruption and bribery

At COWI, we maintain our existing dedicated focus on where we do business and with whom, and we perform due diligence on new customers and other relevant business partners. Performing due diligence screening ensures that we make informed decisions about whom we do business with. Our screening approach helps identify and assess risks associated with illegal or questionable business practices, human rights violations, bribery, political corruption and potential breaches of sanctions. Group Legal evaluates the risks based on the findings and assigns each relevant business partner an appropriate risk level. The due diligence evaluation is impartial and not under the supervision or instruction of the chain of management.

We continue our efforts in preparing for the implementation of the CSDDD and aligning our current partner due diligence procedures with the new standards as they unfold in the final version of the directive passed by the EU in July 2024.



Dedicated focus time for employee Irene at our London office

Governance metrics

Please refer to GOV-5 on p. 71 for information on validation of data.

Type	Metric	Unit	2022*	2023*	2024	Change from 2023
COWI-specific metric[1]	number of whistleblower cases	#	n/a	6	21	250%
G1-4	number of convictions, fines, etc. for violation of anti-corruption and anti-bribery laws	#	0	0	0	0%

* The metric did not undergo limited assurance in the indicated year.
[1] Discrimination cases that are also reported through our whistleblower system are filtered out of the discrimination and harassment metric, ensuring no overlap between the number of whistleblower cases and the number of discrimination and harassment cases.

Accounting policies

Whistleblower cases
The COWI Group's whistleblower hotline is available for everyone in our own workforce in the COWI Group as well as for external stakeholders. The number of whistleblower reports is defined as reports received across the COWI Group and logged into the EthicsPoint Incident Management software tool. There is no distinction between substantiated and unsubstantiated reports. For annual sustainability reporting purposes, COWI's Business Ethics Manager collects the number of reports logged into the EthicsPoint Incident Management software tool during the preceding financial year, and the data is checked and approved by the General Counsel.

Violation of anti-corruption and anti-bribery laws
The number of convictions across the COWI Group and the derived number of fines for violation of anti-corruption and anti-bribery laws applicable in the respective jurisdictions of COWI entities for the preceding financial year are reported if any of the COWI entities receive a conviction or a fine from a court of law. It is the date of the conviction by the court of law that determines in which financial year a conviction counts. For annual sustainability reporting purposes, the Business Ethics Manager collects the number of convictions and fines, and the data is checked and approved by the General Counsel.

5.5

Indices

List of data points that derive from other EU legislation

Disclosure requirement and related data point	SFDR reference	Pillar 3 reference	Benchmark regulation reference	EU Climate Law reference	Material	Page
ESRS 2 GOV-1 Board's gender diversity, paragraph 21 (d)	Indicator number 13, Table #1 of Annex 1		Commission Delegated Regulation (EU) 2020/1816 (27), Annex II		Y	42-43
ESRS 2 GOV-1 Percentage of board members who are independent, paragraph 21 (e)			Delegated Regulation (EU) 2020/1816, Annex II		Y	42-43
ESRS 2 GOV-4 Statement on due diligence, paragraph 30	Indicator number 10, Table #3 of Annex 1				Y	70
ESRS 2 SBM-1 Involvement in activities related to fossil fuel activities, paragraph 40 (d) i	Indicators number 4, Table #1 of Annex 1	Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 (28) Table 1: Qualitative information on Environmental risk and Table 2: Qualitative information on Social risk	Delegated Regulation (EU) 2020/1816, Annex II		N	
ESRS 2 SBM-1 Involvement in activities related to chemical production, paragraph 40 (d) ii	Indicator number 9, Table #2 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II		N	
ESRS 2 SBM-1 Involvement in activities related to controversial weapons, paragraph 40 (d) iii	Indicator number 14, Table #1 of Annex 1		Delegated Regulation (EU) 2020/1818 (29), Article 12(1) Delegated Regulation (EU) 2020/1816, Annex II		N	
ESRS 2 SBM-1 Involvement in activities related to cultivation and production of tobacco, paragraph 40 (d) iv			Delegated Regulation (EU) 2020/1818, Article 12(1) Delegated Regulation (EU) 2020/1816, Annex II		N	
ESRS E1-1 Transition plan to reach climate neutrality by 2050, paragraph 14				Regulation (EU) 2021/1119, Article 2(1)	Y	81
ESRS E1-1 Undertakings excluded from Paris-aligned benchmarks, paragraph 16 (g)		Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 1: Banking book-Climate Change transition risk: Credit quality of exposures by sector, emissions and residual maturity	Delegated Regulation (EU) 2020/1818, Article12.1 (d) to (g), and Article 12.2		Y	81

Disclosure requirement and related data point	SFDR reference	Pillar 3 reference	Benchmark regulation reference	EU Climate Law reference	Material	Page
ESRS E1-4 GHG emission reduction targets, paragraph 34	Indicator number 4, Table #2 of Annex 1	Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 3: Banking book – Climate change transition risk: alignment metrics	Delegated Regulation (EU) 2020/1818, Article 6		Y	84
ESRS E1-5 Energy consumption from fossil sources disaggregated by sources (only high climate impact sectors), paragraph 38	Indicator number 5, Table #1 and Indicator number 5, Table #2 of Annex 1				N	
ESRS E1-5 Energy consumption and mix, paragraph 37	Indicator number 5, Table #1 of Annex 1				N	
ESRS E1-5 Energy intensity associated with activities in high climate impact sectors, paragraphs 40 to 43	Indicator number 6, Table #1 of Annex 1				N	
ESRS E1-6 Gross Scope 1, 2, 3 and total GHG emissions, paragraph 44	Indicators numbers 1 and 2, Table #1 of Annex 1	Article 449a; Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 1: Banking book – Climate change transition risk: Credit quality of exposures by sector, emissions and residual maturity	Delegated Regulation (EU) 2020/1818, Article 5(1), 6 and 8(1)		Y	90
ESRS E1-6 Gross GHG emissions intensity, paragraphs 53 to 55	numbers number 3, Table #1 of Annex 1	Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 Template 3: Banking book – Climate change transition risk: alignment metrics	Delegated Regulation (EU) 2020/1818, Article 8(1)		Y	90
ESRS E1-7 GHG removals and carbon credits, paragraph 56				Regulation (EU) 2021/1119, Article 2(1)	N	
ESRS E1-9 Exposure of the benchmark portfolio to climate-related physical risks, paragraph 66			Delegated Regulation (EU) 2020/1818, Annex II Delegated Regulation (EU) 2020/1816, Annex II		Yes - phased-in requirement	N/A
ESRS E1-9 Disaggregation of monetary amounts by acute and chronic physical risk, paragraph 66 (a) ESRS E1-9 Location of significant assets at material physical risk, paragraph 66 (c)		Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 paragraphs 46 and 47; Template 5: Banking book – Climate change physical risk: Exposures subject to physical risk.			Yes - phased-in requirement	N/A

Disclosure requirement and related data point	SFDR reference	Pillar 3 reference	Benchmark regulation reference	EU Climate Law reference	Material	Page
ESRS E1-9 Breakdown of the carrying value of its real estate assets by energy-efficiency classes, paragraph 67 (c)		Article 449a Regulation (EU) No 575/2013; Commission Implementing Regulation (EU) 2022/2453 paragraph 34;Template 2:Banking book -Climate change transition risk: Loans collateralised by immovable property – Energy efficiency of the collateral			Yes - phased-in requirement	N/A
ESRS E1-9 Degree of exposure of the portfolio to climate-related opportunities, paragraph 69			Delegated Regulation (EU) 2020/1818, Annex II		Yes - phased-in requirement	
ESRS E2-4 Amount of each pollutant listed in Annex II of the E-PRTR Regulation (European Pollutant Release and Transfer Register) emitted to air, water and soil, paragraph 28	Indicator number 8, Table #1 of Annex 1, Indicator number 2 Table, #2 of Annex 1, Indicator number 1, Table #2 of Annex 1, Indicator number 3 Table, #2 of Annex 1				N	
ESRS E3-1 Water and marine resources, paragraph 9	Indicator number 7, Table #2 of Annex 1				N	
ESRS E3-1 Dedicated policy, paragraph 13	Indicator number 8, Table #2 of Annex 1				N	
ESRS E3-1 Sustainable oceans and seas, paragraph 14	Indicator number 12, Table #2 of Annex 1				N	
ESRS E3-4 Total water recycled and reused, paragraph 28 (c)	Indicator number 6.2, Table #2 of Annex 1				N	
ESRS E3-4 Total water consumption in m 3 per net revenue on own operation,s paragraph 29	Indicator number 6.1, Table #2 of Annex 1				N	
ESRS 2- SBM 3 - E4 paragraph 16 (a) i	Indicator number 7, Table #1 of Annex 1				Y	94
ESRS 2- SBM 3 - E4 paragraph 16 (b)	Indicator number 10, Table #2 of Annex 1				Y	94
ESRS 2- SBM 3 - E4 paragraph 16 (c)	Indicator number 14, Table #2 of Annex 1				Y	94
ESRS E4-2 Sustainable land / agriculture practices or policies, paragraph 24 (b)	Indicator number 11, Table #2 of Annex 1				Y	95
ESRS E4-2 Sustainable oceans / seas practices or policies, paragraph 24 (c)	Indicator number 12, Table #2 of Annex 1				Y	95
ESRS E4-2 Policies to address deforestation, paragraph 24 (d)	Indicator number 15, Table #2 of Annex 1				Y	95

Disclosure requirement and related data point	SFDR reference	Pillar 3 reference	Benchmark regulation reference	EU Climate Law reference	Material	Page
ESRS E5-5 Non-recycled waste, paragraph 37 (d)	Indicator number 13, Table #2 of Annex 1				N	
ESRS E5-5 Hazardous waste and radioactive waste, paragraph 39	Indicator number 9, Table #1 of Annex 1				N	
ESRS 2- SBM3 - S1 Risk of incidents of forced labour, paragraph 14 (f)	Indicator number 13, Table #3 of Annex I				N	
ESRS 2- SBM3 - S1 Risk of incidents of child labour, paragraph 14 (g)	Indicator number 12, Table #3 of Annex I				N	
ESRS S1-1 Human rights policy commitments, paragraph 20	Indicator number 9, Table #3 and Indicator number 11, Table #1 of Annex I				Y	106
ESRS S1-1 Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 21			Delegated Regulation (EU) 2020/1816, Annex II		Y	106
ESRS S1-1 processes and measures for preventing trafficking in human beings, paragraph 22	Indicator number 11, Table #3 of Annex I				N	
ESRS S1-1 workplace accident prevention policy or management system, paragraph 23	Indicator number 1, Table #3 of Annex I				Y	106
ESRS S1-3 grievance/complaints handling mechanisms, paragraph 32 (c)	Indicator number 5, Table#3 of Annex I				Y	109
ESRS S1-14 Number of fatalities and number and rate of work-related accidents, paragraph 88 (b) and (c)	Indicator number 2, Table #3 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II		Y	116
ESRS S1-14 Number of days lost to injuries, accidents, fatalities or illness, paragraph 88 (e)	Indicator number 3, Table #3 of Annex I				Y	116
ESRS S1-16 Unadjusted gender pay gap, paragraph 97 (a)	Indicator number 12, Table #1 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II		Y	117
ESRS S1-16 Excessive CEO pay ratio, paragraph 97 (b)	Indicator number 8, Table #3 of Annex I				N	
ESRS S1-17 Incidents of discrimination, paragraph 103 (a)	Indicator number 7, Table #3 of Annex I				Y	116
ESRS S1-17 Non-respect of UNGPs on Business and Human Rights and OECD Guidelines, paragraph 104 (a)	Indicator number 10, Table #1 and indicator number 14, Table #3 of Annex I		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818 Art 12 (1)		N	
ESRS 2- SBM3 – S2 Significant risk of child labour or forced labour in the value chain, paragraph 11 (b)	Indicators number 12 and n. 13, Table #3 of Annex I				N	

Disclosure requirement and related data point	SFDR reference	Pillar 3 reference	Benchmark regulation reference	EU Climate Law reference	Material	Page
ESRS S2-1 Human rights policy commitments, paragraph 17	Indicator number 9, Table #3 and indicator number 11. Table #1 of Annex 1				N	
ESRS S2-1 Policies related to value chain workers, paragraph 18	Indicator number 11 indicator and number 4, Table #3 of Annex 1				N	
ESRS S2-1Non-respect of UNGPs on Business and Human Rights principles and OECD guidelines, paragraph 19	Indicator number 10, Table #1 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Art 12 (1)		N	
ESRS S2-1 Due diligence policies on issues addressed by the fundamental International Labor Organisation Conventions 1 to 8, paragraph 19			Delegated Regulation (EU) 2020/1816, Annex II		N	
ESRS S2-4 Human rights issues and incidents connected to its upstream and downstream value chain, paragraph 36	Indicator number 14, Table #3 of Annex 1				N	
ESRS S3-1 Human rights policy commitments, paragraph 16	Indicator number 9, Table #3 of Annex 1 and Indicator number 11, Table #1 of Annex 1				N	
ESRS S3-1 non-respect of UNGPs on Business and Human Rights, ILO principles or OECD guidelines, paragraph 17	Indicator number 10, Table #1 Annex 1		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Art 12 (1)		N	
ESRS S3-4 Human rights issues and incidents, paragraph 36	Indicator number 14, Table #3 of Annex 1				N	
ESRS S4-1 Policies related to consumers and end-users, paragraph 16	Indicator number 9, Table, #3 and Indicator number 11, Table, #1 of Annex 1				N	
ESRS S4-1 Non-respect of UNGPs on Business and Human Rights and OECD guidelines, paragraph 17	Indicator number 10, Table #1 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II Delegated Regulation (EU) 2020/1818, Art 12 (1)		N	
ESRS S4-4 Human rights issues and incidents, paragraph 35	Indicator number 14, Table #3 of Annex 1				N	
ESRS G1-1 United Nations Convention against Corruption, paragraph 10 (b)	Indicator number 15, Table #3 of Annex 1				N	
ESRS G1-1 Protection of whistle- blowers, paragraph 10 (d)	Indicator number 6, Table #3 of Annex 1				N	
ESRS G1-4 Fines for violation of anti-corruption and anti-bribery laws, paragraph 24 (a)	Indicator number 17, Table #3 of Annex 1		Delegated Regulation (EU) 2020/1816, Annex II)		Y	126
ESRS G1-4 Standards of anti- corruption and anti- bribery, paragraph 24 (b)	Indicator number 16, Table #3 of Annex 1				Y	126

6.0 Consolidated financial statements and notes

Vestre Fjord Park
in Aalborg, Denmark.
A project by COWI.

Contents

Consolidated income statement

1 January-31 December

DKK million	Note	2024	2023
Revenue	2	8,361	7,858
Project costs		(1,229)	(1,067)
Own production		**7,132**	**6,791**
Other operating income	3	15	19
External costs		(1,025)	(883)
Employee costs	4	(5,636)	(5,383)
Amortisation, depreciation and impairment losses	5	(211)	(199)
Other operating costs	6	(3)	(2)
Operating profit		**272**	**343**
Financial income	7	158	144
Financial costs	8	(125)	(113)
Profit before tax		**305**	**374**
Tax on profit for the year	9	(98)	(138)
Profit for the year		**207**	**236**

Consolidated balance sheet

at 31 December

DKK million	Note	2024	2023
Goodwill		630	696
Software and licences		103	120
Completed development projects		13	9
Development projects in progress		33	48
Intangible assets	**10**	**779**	**873**
Equipment		124	144
Leasehold improvements		68	73
Property, plant and equipment	**11**	**192**	**217**
Investments in associates	**12**	3	5
Other investments and securities		6	10
Deposits		55	56
Non-current financial assets	**13**	**64**	**71**
Total non-current assets		**1,035**	**1,161**
Trade receivables		1,307	1,291
Contract work in progress	**14**	529	478
Other receivables		52	68
Tax receivables		69	33
Deferred tax assets	**15**	52	29
Prepaid expenses	**16**	107	124
Total receivables		**2,116**	**2,023**
Marketable securities	**17**	**628**	**581**
Cash	**17**	**286**	**267**
Total current assets		**3,030**	**2,871**
TOTAL ASSETS		**4,065**	**4,032**

Consolidated balance sheet

at 31 December

DKK million	Note	2024	2023
Share capital	**18**	287	287
Reserve for exchange rate translations		(88)	(89)
Reserve for hedging transactions		(1)	(1)
Retained earnings	**19**	1,456	1,374
Proposed dividend		96	82
Equity		**1,750**	**1,653**
Deferred tax liabilities	**15**	392	431
Provisions for incentive programme and pensions	**20**	27	14
Other provisions	**21**	90	45
Total provisions		**509**	**490**
Other liabilities		4	8
Total non-current liabilities	**22**	**4**	**8**
Financial debt		0	2
Contract work in progress	**14**	353	394
Trade payables		282	282
Amounts owed to associates		4	6
Tax liabilities		112	82
Other accounts payables	**23**	1,051	1,115
Total current liabilities		**1,802**	**1,881**
Total liabilities		**1,806**	**1,889**
TOTAL EQUITY AND LIABILITIES		**4,065**	**4,032**

General accounting policies	**1**
Special items	**24**
Fees to auditors	**25**
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Consolidated statement of changes in equity

DKK million	Share capital	Reserve for exchange rate translations	Reserve for hedging transactions	Retained earnings	Dividend	Total
Equity at 1 January 2023	**287**	**(76)**	**(4)**	**1,233**	**73**	**1,513**
Distributed dividend					(73)	(73)
Profit for the year				236		236
Foreign exchange adjustment, foreign subsidiaries		(13)				(13)
Value adjustment of hedging instruments			4			4
Deferred tax on value adjustment of hedging instruments			(1)			(1)
Purchase of treasury shares				(13)		(13)
Proposed dividend*				(82)	82	0
Equity at 1 January 2024	**287**	**(89)**	**(1)**	**1,374**	**82**	**1,653**
Distributed dividend					(82)	(82)
Profit for the year				207		207
Foreign exchange adjustment, foreign subsidiaries		1				1
Purchase of treasury shares				(29)		(29)
Proposed dividend*				(96)	96	0
Equity at 31 December 2024	**287**	**(88)**	**(1)**	**1,456**	**96**	**1,750**

* equivalent to DKK 38 per share (2023: DKK 32 per share)

Consolidated cash flow statement

DKK million	Note	2024	2023
Operating profit		272	343
Amortisation, depreciation and impairment loss		211	199
Other non-cash items		(4)	1
Net change in other provisions		54	1
Operating profit adjusted for non-cash movement		**533**	**544**
Net financial items received/paid		(14)	(10)
Income taxes paid		(161)	(95)
Cash flow from operating activities before change in working capital		**358**	**439**
Change in contract work in progress		(93)	(89)
Change in deposits		6	(5)
Change in trade receivables		(20)	(110)
Change in trade payables		2	16
Change in other receivables and prepaid expenses		27	(1)
Change in other payables and deferred income		(61)	86
Cash flow from operating activities		**219**	**336**
Acquisition of intangible assets		(30)	(27)
Acquisition of property, plant and equipment		(64)	(76)
Disposal of property, plant and equipment		3	2
Disposal of subsidiaries and other businesses		7	0
Acquisition of subsidiaries and other businesses		(2)	(114)
Received dividend		1	0
Cash flow from investing activities		**(85)**	**(215)**
Free cash flow		**134**	**121**
Payment of financial debt		(2)	(4)
Dividends paid		(82)	(73)
Net payment of debt to associates		(2)	0
Purchase of treasury shares		(29)	(13)
Cash flow from financing activities		**(115)**	**(90)**
Cash flow for the year		**19**	**31**
Exchange rate translation adjustments of cash		0	(5)
Cash at 1 January		267	241
Cash at 31 December	**17**	**286**	**267**

The cash flow statement cannot be directly derived from the balance sheet and the income statement.

Consolidated notes

Note 1 General accounting policies

The 2024 annual report of COWI Holding A/S has been prepared in accordance with the provisions of the Danish Financial Statements Act applicable to large entities in reporting class C.

The general accounting policies applied in the group and parent company financial statements are described below, while the remaining policies are described in the notes to which they relate. The financial statements have been prepared according to the same accounting policies as last year.

Recognition and measurement
Income is recognised in the income statement as earned. Costs incurred generating the revenue for the year are recognised in the income statement, including amortisation, depreciation and impairment losses.

Value adjustments of financial assets and liabilities, which are measured at fair value, are recognised in the income statement.

Assets are recognised in the balance sheet when it is probable that future economic benefits will flow to the Group, and the value of the asset can be measured reliably. Liabilities are recognised in the balance sheet when it is probable that future economic benefits will flow out of the Group, and the value of the liability can be measured reliably. On initial recognition, assets and liabilities are measured at cost. Subsequently, assets and liabilities are measured as described for each individual item below.

Certain financial assets and liabilities are measured at amortised cost to achieve a constant effective interest rate over the life of the asset or liability. Amortised cost is stated as the original cost less any repayments plus or minus the cumulative amortisation of any difference between cost and nominal amount. In this way, capital losses and gains are amortised over the life of the asset or liability. Recognition and measurement take into consideration anticipated losses and risks that arise before the time of presentation of the annual report and that confirm or invalidate affairs and conditions existing at the balance sheet date.

Basis of consolidation
The consolidated financial statements include the parent company, COWI Holding A/S, as well as entities in which the parent company directly or indirectly holds the majority of the voting rights or in which the parent company otherwise exercises control.

Entities in which the Group holds between 20 and 50% of the voting rights or exercises a significant but not controlling influence are treated as associates.

The consolidated financial statements are prepared by combining items of a uniform nature. Intercompany income and costs, shareholdings, dividends and balances as well as realised and unrealised gains and losses on transactions between consolidated entities are eliminated.

The financial statements included in the consolidated financial statements are prepared in accordance with the accounting policies applied by the COWI Group.

Foreign currency translation
The financial statements for the Group and for the parent company, COWI Holding A/S, are presented in millions of DKK. The functional currency of the parent company is DKK.

Transactions in foreign currencies are initially translated into the primary economic environment in which the company operates (the functional currency), applying rates approximating the exchange rates at the transaction date. Exchange rate adjustments arising due to differences between the rates at the transaction date and the rates at the payment date are recognised in financial income or financial costs in the income statement. Receivables, payables and other monetary items in foreign currencies not settled at the balance sheet date are translated at exchange rates prevailing at the balance sheet date. Exchange rate adjustments arising due to differences between the rates at the balance sheet date and the transaction date are recognised as financial income or financial costs in the income statement.

Note 1 General accounting policies, continued

Items in the financial statements of each of the reporting entities of the Group are measured in the entity's functional currency. Assets, liabilities and equity items are translated from each reporting entity's functional currency to the presentation currency, DKK, at the balance sheet date. The income statement is translated from the functional currency into DKK based on the average exchange rate. Differences arising on the translation of equity at the beginning of the period and translation of the income statement from average rates to the exchange rate at the balance sheet date are recognised in a separate reserve in equity.

Exchange adjustments of intercompany balances and transactions with foreign subsidiaries that are considered additions to or deductions from the equity of separate subsidiaries are recognised directly in equity. Similarly, exchange gains and losses on loans and derivative financial instruments contracted for hedging purposes by separate foreign subsidiaries are recognised directly in equity in a separate reserve.

Business combinations
Acquired companies are consolidated from the date of acquisition. Costs related to the acquisition are recognised in the income statement as incurred.
On the acquisition of subsidiaries and associates, the acquisition method is applied where acquired assets, liabilities and contingent liabilities, including restructuring provisions, are measured at fair value at the acquisition date. Identifiable intangible assets are recognised if they can be separated, the fair value can be reliably measured and the impact on the financial statements is significant. The acquisition cost is stated at the fair value of shares, debt instruments, and cash and cash equivalents. Any positive differences between the acquisition cost and the fair value of the assets, liabilities and contingent liabilities acquired are recognised as goodwill under intangible assets and amortised on a straight-line basis over the expected economic life. Any negative differences are recognised in the income statement at the date of acquisition.

Goodwill from acquired entities may subsequently be adjusted for changes in the fair value of the consideration transferred and/or changes in the fair value of the identifiable net assets acquired until 12 months after the acquisition date, to the extent such changes relate to facts and circumstances present at the acquisition date.

Revenue
Revenue is determined on the basis of the selling price of work performed for the year. Revenue is shown net of value-added tax, rebates and discounts and is not recognised until reliably measurable. Revenue is not considered to be reliably measurable until all conditions relating to the sale have been resolved.

The Group sells services within engineering, architecture, design and consultancy. These services are provided on a time and material basis or as a fixed-price contract. As the completion of individual projects generally progresses over several financial periods, the percentage-of-completion method is applied for recognition of revenue. For fixed-price contracts, revenue and profit are recognised on work performed to date as a percentage of the total work to be performed, measured at costs. Revenue from time and material contracts is recognised at the contractual rates as hours are delivered and direct costs are incurred.

Project costs
Project costs include costs directly attributable to projects, including travel, external and other costs, but excluding employee costs.

Costs related to sales work and the pursuing of contracts are recognised in the income statement as incurred.

External costs
External costs include administrative, office, marketing as well as other costs, including provision for bad and doubtful debts.

Receivables
Receivables are recognised initially at fair value and subsequently measured at net realisable value, corresponding to amortised cost less provisions for bad and doubtful debts.

Provisions for bad and doubtful debts are calculated on the basis of an individual assessment of each receivable, and an additional general provision is made in respect of trade receivables based on days past due.

Provisions for bad and doubtful debts form an accounting estimate assessed on the basis of the risk of loss resulting from customers' inability and willingness to pay. If the customers' financial conditions deteriorate, resulting in reduced ability to pay, additional provisions may be required in the future. As COWI's management continuously assesses customers' creditworthiness, terms of payment and risk of loss, the uncertainty attached to provisions and write-downs for bad and doubtful debts is considered insignificant.

EQUITY

Reserve for exchange rate translations
The translation reserve in the consolidated financial statements comprises exchange rate adjustments arising on the translation of the financial statements of foreign entities from their functional currencies into DKK.

Upon full or partial realisation of the net investment in foreign entities, exchange adjustments are recognised in the income statement.

Reserve for hedging transactions
The reserve for hedging transactions in the consolidated financial statements comprises fair value gains and losses on hedging transactions that meet the criteria for hedging future cash flows and for which the hedged transaction has not yet been realised. The tax effect on these transactions has also been included.

Dividends
The management's proposed dividend distribution for the year is disclosed as a separate equity item.

CASH FLOW STATEMENT

The cash flow statement shows cash flow for the year, presented according to the indirect method, classified by operating, investing and financing activities, net changes for the year in cash as well as cash at the beginning and end of the year. Cash flows relating to acquired entities are recognised from the acquisition date. Cash flows relating to divested entities are recognised until the divestment date.

Cash flow from operating activities
Cash flows from operating activities are calculated as operating profit adjusted for non-cash operating items such as amortisation, depreciation and impairment losses, provisions as well as net change in working capital, interest received and paid, and corporate income tax paid. Working capital includes current assets less short-term debt, excluding items included in cash and debt to credit institutions.

Cash flow from investing activities
Cash flows from investing activities include cash flows from acquisitions and disposals of intangible assets, property, plant and equipment as well as financial assets, marketable securities and business acquisitions and disposals.

Cash flow from financing activities
Cash flows from financing activities include cash flows from raising and repayment of debt to credit institutions as well as purchase and sale of treasury shares and distribution of dividends to shareholders.

Note 2 Segment information, revenue

Accounting policies

Segment information is provided on revenue, broken down by sectors and business lines. The information is based on the Group's internal management reporting.

The Group's revenue distributed on sectors:

DKK million	2024	2023
Infrastructure	4,661	4,371
Buildings and industry	2,532	2,353
Renewable energy	1,168	1,134
Revenue	**8,361**	**7,858**

The Group's revenue distributed on business lines:

DKK million	2024	2023
Denmark	3,961	3,731
International	1,865	1,655
Norway	1,672	1,658
Sweden	863	814
Revenue	**8,361**	**7,858**

The Group's revenue is distributed on sectors, to align with the strategic focus on COWI's three market priority sectors.

Following the organisational restructuring in 2024, the business lines have been updated to follow our geographical presence. Comparison figures have been updated to reflect the new organisational structure.

Note 3 Other operating income

Accounting policies

Other operating income includes items of a secondary nature to the Group's main activities. This includes government grants as well as gains from disposal of non-current assets and divestment of subsidiaries and associates. In the parent company, other operating income also includes management fees from subsidiaries.

DKK million	2024	2023
Profit from sale of property, plant and equipment	0	1
Profit from sale of subsidiaries and other businesses	2	0
Government grants	9	14
Other operating income	4	4
Other operating income	**15**	**19**

Other operating income mainly includes government grants and tax credits for R&D activitites, mainly in North America and the UK.

Note 4 Employee costs

Accounting policies

Employee costs include wages and salaries, bonus, the long-term incentive programme, pension costs and other social security benefits.

DKK million	2024	2023
Salaries and wages	(4,985)	(4,738)
Pensions	(171)	(155)
Social security	(375)	(363)
Other employee costs	(105)	(127)
Employee costs	**(5,636)**	**(5,383)**
Remuneration, Executive Board	(49)	(33)
Remuneration, former Executive Board members	(2)	(1)
Remuneration, Board of Directors, parent company	(4)	(3)

Employee costs in 2024 are significantly impacted by costs classified as special items. Reference is made to note 24, 'Special items'.

Remuneration to former Executive Board members includes pensions paid in connection with defined benefit plans. Reference is made to note 20 regarding the provision for pension liabilities towards former executives.

The COWI Group continued the established long-term incentive programme for executives and selected members in senior management positions. Following this, the members of the Executive Board are granted performance share units annually. The value of performance share units granted is calculated as a percentage of the executives' base salary, depending on their role and the Group's financial performance. Performance share units vest three years from the date of granting. In 2024, the bonus achieved through the long-term incentive programme corresponded to approximately 41% of the base salary (2023: 23%)

Number of employees		
Average number of full-time equivalent (FTE) employees	7,584	7,565
Average number of employees (headcount)	7,780	7,749
Number of employees (headcount) at 31 December	7,562	7,997

Note 5 Amortisation, depreciation and impairment losses

Accounting policies

Amortisation and depreciation for the year are recognised on a straight-line basis over the estimated useful lives of the assets. Reference is made to notes 10 and 11.

DKK million	2024	2023
Amortisation of goodwill	(67)	(75)
Amortisation of software and licences	(44)	(39)
Amortisation of completed development projects	(12)	(8)
Depreciation of equipment	(65)	(59)
Depreciation of leasehold improvement	(18)	(18)
Impairment of intangible assets	(4)	-
Impairment of property, plant and equipment	(1)	-
Amortisation, depreciation and impairment losses	**(211)**	**(199)**

Note 6 Other operating costs

Accounting policies

Other operating costs include items of a secondary nature to the Group's main activities, including losses from the disposal of non-current assets and divestment of subsidiaries and associates.

DKK million	2024	2023
Loss from disposal of property, plant and equipment	(1)	0
Other operating costs	(2)	(2)
Other operating costs	**(3)**	**(2)**

Note 7 Financial income

Accounting policies

Financial income includes interests, realised and unrealised foreign exchange gains and value adjustments of securities.

DKK million	2024	2023
Interests on cash etc.	12	14
Fair value adjustments and interest on marketable securitites	49	56
Foreign exchange gains	97	74
Financial income	**158**	**144**

Note 8 Financial costs

Accounting policies

Financial costs include interests, financial costs related to finance lease arrangements, realised and unrealised foreign exchange losses and value adjustments of securities.

DKK million	2024	2023
Interests on cash etc.	(14)	(13)
Fair value adjustments of marketable securitites	(4)	(13)
Foreign exchange losses	(107)	(87)
Financial costs	**(125)**	**(113)**

Note 9 Tax on profit for the year

Accounting policies

The COWI Group is covered by international joint taxation, which was extended for another ten years in 2022, covering the years 2021 to 2031. The parent company is jointly taxed with the consolidated entities including foreign subsidiaries. Subsidiaries are included in the joint taxation from the date when they are included in the Group's financial statements and up to the date when they are excluded from the Group's financial statements.

COWI Holding A/S is the administrative company for the joint taxation, and the total Danish tax on the subsidiaries' taxable income is paid by COWI Holding A/S to the tax authorities. The tax effect of the joint taxation is distributed in proportion to their taxable income (full allocation with refund for tax losses).

Income tax for the year, consisting of current tax, change to deferred tax for the year and possible adjustments relating to prior years, is recognised in the income statement with the share attributable to profit for the year, and is recognised directly in equity with the share attributable to transactions recognised directly in equity.

Current tax liabilities and current tax receivables are recognised net in the balance sheet as tax computed on taxable income for the year adjusted for tax on taxable income for previous years and for tax paid on account. Uncertain tax positions are assessed individually and recognised if it is probable that an amount will be paid or received.

Significant accounting estimates

In the course of conducting business in a variety of developed and developing countries, tax disputes with tax authorities may occur. The provision for uncertain tax positions is estimated by the management to ensure recognition and measurement of tax assets and liabilities.

DKK million	2024	2023
Current tax for the year	(93)	(101)
Current tax for the year re. foreign project offices	(8)	(14)
Deferred tax for the year	6	(17)
Adjustments to current tax related to prior years	(59)	(18)
Adjustments to deferred tax related to prior years	56	13
Total tax	**(98)**	**(137)**
Broken down as follows:		
Tax on profit	(98)	(138)
Tax on movements in equity	0	1
Total tax	**(98)**	**(137)**
Tax on profit can be broken down as follows:		
Tax calculated at income tax rate in Denmark (22%)	(67)	(82)
Adjustment due to difference in foreign tax rates	(7)	(6)
Current tax for the year re. foreign project offices	(8)	(14)
Tax effect from:		
Amortisation of goodwill disallowed for tax purposes	(11)	(11)
Other income/costs disallowed for tax purposes	(2)	(20)
Adjustments to current tax related to prior years	(59)	(18)
Adjustments to deferred tax related to prior years	56	13
Tax on profit for the year	**(98)**	**(138)**
Effective tax rate	**32.1%**	**36.9%**

Note 10 Intangible assets

Accounting policies

Goodwill
Goodwill represents the excess of the cost of an acquisition over the fair value of the identifiable net assets of the acquired company. Goodwill is amortised over the estimated useful life, determined on the basis of the management’s experience, including an assessment of the market position and strength of the brand or operation and thus the estimated expected earnings profile:

- Acquired entities in both a new market and new service/segment with a strong market position and an expected long earnings profile have an estimated economic life of 20 years and are thus amortised over a period of 20 years.
- Acquired entities in both an existing market and existing service/segment that have a strong market position are estimated to have an economic life of 15 years and are thus amortised over a period of 15 years.
- Acquired entities in both an existing market and existing service/segment that do not have a strong market position are estimated to have an economic life of ten years and are thus amortised over a period of ten years.
- Small acquired entities are estimated to have an economic life of three years and are thus amortised over a period of three years.

Development projects
Development projects that are clearly defined and identifiable, where the technical utilisation rate, sufficient resources and a potential future market or development opportunity can be verified, and where the intention is to market or use the project, are recognised as intangible assets. This applies if there is sufficient evidence that the value in use of future earnings can cover the costs involved. Development projects that do not meet the criteria for recognition in the balance sheet are recognised as costs in the income statement as incurred. The costs associated with these projects include external costs as well as employee salaries directly related to the development. The calculation of salary costs is based on the Group's internal time registration systems and only includes research and development activities. Capitalised development projects are measured at the lower of cost, less accumulated amortisation and impairment losses, and the recoverable amount.

On completion of the development work, development projects are amortised on a straight-line basis over the period in which the work is expected to generate economic benefits.

Software and licences
Software is measured at the lower of cost, less accumulated amortisation and impairment losses, and the recoverable amount.

Software licences are amortised over the contract period.

Amortisation periods for intangible assets
Goodwill: 3-20 years
Completed development projects: 2-5 years
Software: 3-13 years.

Impairment losses
The carrying amounts of intangible assets, as well as property, plant and equipment, are reviewed on an annual basis to determine whether there is any indication of impairment. An impairment loss is recognised where the carrying amount of an asset exceeds its recoverable amount. The recoverable amount of the asset is determined as the higher of the net selling price and the value in use. Value in use is determined at the present value of the discounted future net cash flow from the group of assets to which it relates.

Impairment losses are reversed only to the extent of changes in the assumptions and estimates underlying the impairment calculation. Impairment losses on goodwill are not reversed.

Significant accounting estimates
The management assesses the risk of impairment of the Group’s intangible assets. This requires judgment in relation to the identification of cash-generating units (CGUs) and the underlying assumptions in the Group’s impairment model.

The management has defined the Group’s CGUs as the Group’s business segments (business lines), and allocation of goodwill and monitoring of cash flow are performed by the management at this level. The carrying amounts of goodwill are reviewed on an annual basis to determine whether there is any indication of impairment, taking performance, financial forecasts and macroeconomic events into consideration. If there is any indication of impairment, the calculation of value in use is based on the discounted cash flow method using estimates of future cash flows from the continuing use. The key parameters are the expected cash flow based on expectations for revenue growth and profitability and the rate used to discount the cash flows.

The anticipated future free cash flows are based on budgets and long-term strategic targets and expectations. These are determined at CGU level in the budget and strategic target planning process and are based on external sources of information and industry-relevant observations such as macroeconomic and market conditions. The applied assumptions are challenged through the strategic target planning process based on the management's best estimates and expectations, which are subject to judgement by nature. They include expectations for revenue growth and EBITDA margins. Beyond the coming five years, the growth rate has been set to the expected inflation rate in the terminal period and assumes no nominal growth. A discount rate, namely the Group’s weighted average cost of capital, is applied based on assumptions regarding interest rates and risk premiums. Changes in the future cash flow or discount rate estimates used may result in materially different values.

No impairment of goodwill was recognised in 2024 or 2023 as impairment tests showed adequate headroom as the estimated value in use exceeded the carrying amount of the CGUs to which goodwill was allocated. A sensitivity analysis has been performed in relation to the key parameters, with no material impact on the conclusion.

Note 10 Intangible assets, continued

DKK million	Goodwill	Software and licences	Completed development projects	Development projects in progress	Total
Cost at 1 January 2024	1,457	243	18	48	1,766
Exchange rate translation adjustments	(6)	2	0	1	(3)
Additions from acquisitions of entities	0	0	0	0	0
Additions	2	6	0	24	32
Transfers	0	20	20	(40)	0
Disposals	0	(3)	(4)	0	(7)
Cost at 31 December 2024	**1,453**	**268**	**34**	**33**	**1,788**
Amortisation and impairment losses at 1 January 2024	761	123	9	-	893
Exchange rate translation adjustments	(5)	1	0	-	(4)
Amortisation	67	44	12	-	123
Impairment losses	0	0	4	-	4
Disposals	0	(3)	(4)	-	(7)
Amortisation and impairment losses at 31 December 2024	**823**	**165**	**21**	**-**	**1,009**
Carrying amount at 31 December 2024	**630**	**103**	**13**	**33**	**779**

Development projects include internally developed software and services to be sold to customers, as well as internal tools to improve quality, environmental impact and efficiency. The primary focus of development efforts is on expanding the software portfolio, which supports COWI's growth by delivering internal and external solutions across the organisation.

Note 11 Property, plant and equipment

Accounting policies

Equipment and leasehold improvements
Equipment and leashold improvement, consisting of hardware, furniture and other fixtures, are measured at cost less accumulated depreciation and impairment losses. Costs include purchase price and any costs directly attributable to the acquisition plus costs of preparing the asset until the date when the asset is available for use.

Leases
Leases involving property, plant and equipment where the Group assumes substantially all the risks and rewards of ownership (finance leases) are initially recognised in the balance sheet as property, plant and equipment at the lower of fair value and the net present value of future lease payments at the inception of the lease. Net present value is calculated using the interest rate implicit in the lease as the discount rate or an approximated value thereof. Property, plant and equipment acquired under finance leases are depreciated over the shorter of the useful life of the asset and the lease term.

The corresponding lease obligation is recognised in the balance sheet as debt under non-current liabilities, and the interest element of the lease payment is recognised as financial cost in the income statement.

All other leases are considered to be operating leases. Lease payments under operating leases are recognised as external costs in the income statement over the term of the lease.

Depreciation periods for property, plant and equipment
Depreciation is calculated using the straight-line method over the following estimated useful lives of the individual assets:
Equipment: 3-10 years
Leasehold improvements: 3-10 years.

The cost of a total asset is divided into separate components, which are depreciated separately if the useful life of the individual components differs.

The basis of depreciation is determined by considering the asset’s residual value after the end of the useful life of the asset, less any impairment losses. The depreciation period and the residual value are determined at the acquisition date and reassessed annually. If the residual value exceeds the asset’s carrying amount, the depreciation discontinues. Profit or loss deriving from the sales of tangible fixed assets is measured as the difference between the sales price reduced by the selling costs and the carrying amount at the time of the sale. Profit or loss is recognised in the income statement under other operating income or other operating costs, respectively.

Impairment losses
The carrying amounts of property, plant and equipment are reviewed on an annual basis to determine whether there is any indication of impairment. Reference is made to note 10.

DKK million	Equipment	Leasehold improvements	Total
Cost at 1 January 2024	338	188	526
Exchange rate translation adjustments	(4)	1	(3)
Additions	48	16	64
Disposals	(30)	(20)	(50)
Cost at 31 December 2024	**352**	**185**	**537**
Depreciation and impairment losses at 1 January 2024	194	115	309
Exchange rate translation adjustments	(5)	3	(2)
Depreciation	65	18	83
Impairment losses	0	1	1
Disposals	(26)	(20)	(46)
Depreciation and impairment losses at 31 December 2024	**228**	**117**	**345**
Carrying amount at 31 December 2024	**124**	**68**	**192**

Note 12 Investments in associates

Accounting policies

Associates are all entities over which the Group has significant but not controlling influence. Investments in associates are initially recognised at cost and subsequently measured according to the equity method based on the proportionate share of the entity's net assets. The difference between the cost and the fair value of net assets of the acquired company at the date of acquisition is considered goodwill and reflected in 'Investment in associates' in the balance sheet and amortised on a straight-line basis over the estimated useful life of the investment. Dividends received from associates reduce the value of the investment. Associates with negative net asset value are recognised with zero value, but if the Group has a legal or constructive obligation to cover the associate's negative balance, a provision is recognised.

Profit after tax from investments in associates is recognised as a separate line in the income statement and includes the Group's share of profit after tax less the amortisation of goodwill.

Name of associate	Home	Ownership	Capital ('000)
COWI AS's (Norway) investments in associate:			
Team Urbis AS	Norway	23%	NOK 1,000
COWI North America Inc.'s (USA) investments in associate:			
Consorcio consultor R&Q	Chile	30%	CLP 348,750
COWI Ísland ehf.'s (Iceland) investment in associate:			
Loftmyndir ehf	Iceland	34%	ISK 700

Note 13 Non-current financial assets

Accounting policies

Other investments and securities comprise unlisted securities and cash deposited as security. Deposits consist of rental deposits. Unlisted securities and deposits are measured at cost less any impairment loss.

DKK million	Investments in associates	Other investments and securities	Deposits	Total
Cost at 1 January 2024	5	10	56	71
Additions	0	1	2	3
Disposals	(1)	(5)	(3)	(9)
Cost at 31 december 2024	**4**	**6**	**55**	**65**
Value adjustments at 1 January 2024	0	0	-	0
Profit/loss for the year	(1)	0	-	(1)
Value adjustments at 31 December 2024	**(1)**	**0**	**-**	**(1)**
Carrying amount at 31 december 2024	**3**	**6**	**55**	**64**

Note 14 Contract work in progress

Accounting policies
Contract work in progress is measured at the selling price of the work performed based on the stage of completion on the balance sheet date less invoicing on account. For fixed-price contracts, the stage of completion is measured as the incurred project costs relative to the estimated total project costs for the individual contract. The selling price is stated in proportion to the stage of completion at the balance sheet date. Time and material contracts are measured in the balance sheet based on the hours delivered and cost incurred. Under these principles, the expected profit on the individual contracts is recognised in the income statement on a continuing basis.

If the selling price of the work performed exceeds invoicing on account, it is recognised as an asset. If invoicing on account exceeds the selling price of the work performed, it is recognised as a liability.

Where total project costs are likely to exceed the total revenue from a project, the expected loss is recognised immediately as a provision and a cost. The Group’s share of work in progress performed in working partnerships and joint operations is included proportionally in the contract work in progress balance and in the respective line items of the income statement.

Significant accounting estimates
Measurement of the company’s work in progress includes estimates of stages of completion. For large-scale projects, in particular, the actual realisation may result in material positive or negative variances in relation to the recognised estimates.

DKK million	**2024**	**2023**
Recognised in the balance sheet as:		
Contract work in progress (assets)	529	478
Contract work in progress (liabilities)	(353)	(394)
Net contract work in progress at 31 December	**176**	**84**

COWI is a party to a number of working partnerships and joint operations and has assumed joint and several liability for the liabilities of the working partnerships and joint operations.

Note 15 Deferred tax

Accounting policies
Deferred tax is accounted for using the balance sheet liability method in respect of all temporary differences between the carrying amount and tax base of assets and liabilities. No provision is made for deferred tax on temporary differences arising from the amortisation of goodwill disallowed for tax purposes as well as other items, apart from acquisition of entities, where temporary differences have arisen at the time of acquisition without any effect on financial results or the taxable income.

In cases where the tax base can be determined according to alternative tax rules, deferred tax is recognised on the basis of the planned use of the asset or settlement of the liability, respectively. Deferred tax assets, including the tax base of tax loss carryforwards, are recognised at the value at which they are expected to be utilised, either by elimination in tax on future earnings or by set-off against deferred tax liabilities. Deferred tax assets and liabilities are set off within the same legal tax entity. Adjustment of deferred tax is made concerning elimination of unrealised intercompany gains and losses.

Deferred tax is measured according to the current tax rules and at the tax rate expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled. Changes in deferred tax due to tax rate changes are recognised in the income statement except for items recognised directly in equity. As a consequence of international joint taxation, the re-taxation liability on discontinuing the joint taxation is recognised at the lowest value of the full re-taxation amount or the limited re-taxation amount based on potential profit from a sale of assets and debt at market values. Provisions are not recognised for re-taxation of deficits from permanent establishments if the deficit is expected to be recovered through current operation.

DKK million	**2024**	**2023**
Deferred tax at 1 January	(402)	(397)
Exchange rate translation adjustment	0	(1)
Deferred tax related to equity movements	0	1
Adjustments to deferred tax related to prior years	56	13
Deferred tax for the year	6	(18)
Deferred tax at 31 December	**(340)**	**(402)**
Recognised in the balance sheet as:		
Deferred tax asset	52	29
Deferred tax liabilities	(392)	(431)
Deferred tax at 31 December	**(340)**	**(402)**
Deferred tax concerns:		
Intangible assets	(15)	(20)
Property, plant and equipment	26	33
Current assets	(325)	(375)
Provisions	26	22
Claw-back from international joint taxation and debt	(76)	(64)
Tax-loss carryforward, deductible for tax purposes	24	2
Deferred tax at 31 December	**(340)**	**(402)**

At 31 December 2024, the Group recognised deferred tax assets worth a total of DKK 52 million (2023: DKK 29 million). The tax assets are made up of deferrable tax losses of DKK 24 million (2023: DKK 2 million) and unused tax deductions by way of timing differences. On the basis of future budgets, the management considers it likely that future taxable income will be available, and considers it more than likely that capitalised tax losses and unused tax deductions can be utilised.

Note 16 Prepaid expenses

Accounting policies

Prepaid expenses consist of payments made that relate to costs for subsequent financial years and consist primarily of prepaid rent, insurance premiums, licences and subscriptions.

DKK million	2024	2023
Insurance premiums	32	27
Rent	23	28
IT licences and maintenance	27	29
Other	25	40
Prepaid expenses at 31 December	**107**	**124**

Note 17 Cash and marketable securities

Accounting policies

Cash includes unrestricted cash in bank and cash at hand. Balances of cash deemed to be restricted are insignificant. Marketable securities include listed bonds and shares measured at fair value. Listed securities are measured at market price.

DKK million	2024	2023
Cash	286	267
Marketable securities	628	581
Cash and marketable securities at 31 December	**914**	**848**
Undrawn credit facilities at		
31 December not including guarantee facilities	535	531
Financial resources at 31 December	**1,449**	**1,379**

The Group's marketable securities consist of a portfolio of investments in listed bonds and shares, which may be held directly or via investment funds. The securities portfolio is managed by external portfolio managers, who invest in these securities in accordance with a cautious risk profile. The portfolio is predominantly composed of low-risk Danish and European government and mortgage bonds, which at 31 December 2024 represented 74% (2023: 72%) of the total marketable securities balance. During 2024, the securities portfolio generated a net gain of DKK 45 million (2023: DKK 43 million) recognised in the financial income/costs section of the income statement. Reference is made to note 26 for an overview of COWI's liquidity and financial investment risks and governance.

Committed, undrawn credit facilities of DKK 530 million expire in 2026. Compared to 31 December 2023, the facilities have been extended for one year.

Note 18 Share capital

DKK million	2024
The share capital consists of:	
A shares:	
2,000,000 shares of each DKK 100	200
B shares:	
865,937 shares of each DKK 100	87
Share capital in total	**287**

Each class A share of DKK 100 carries ten votes, whereas each class B share of DKK 100 carries one vote. All class A shares are held by COWIfonden, and class B shares are held by COWIfonden, the parent company, COWI Holding A/S, and present and former employees and will, as a main rule, be sold back to the parent company when the employee leaves COWI.

There has been no changes to the share capital for the last five years.

Note 19 Treasury shares

Accounting policies

Treasury shares are defined as COWI Holding A/S shares owned by the COWI Group. The purchase and sale of treasury shares are recognised directly in equity.

		2024		2023
DKK million	Nominal value	Share capital percentage	Nominal value	Share capital percentage
Portfolio at 1 January	29	10%	27	9%
Additions	4	2%	2	1%
Portfolio at 31 December	**33**	**12%**	**29**	**10%**

Treasury shares consist of B shares with a nominal value of DKK 33,116 thousand (2023: DKK 28,908 thousand). Additions for 2024 are due to the Group's repurchasing of shares under the Group's employee share programme.

Note 20 Provisions for incentive programme and pensions

Accounting policies

A share-based long-term incentive programme has been established, under which COWI shares are awarded to the Executive Board as well as certain key employees in the COWI Group.

The fair value of the employee services received in exchange for the issuance of shares or corresponding cash settlement is measured at fair value of the share units granted. The value adjustments are recognised in employee costs in the income statement over the vesting period. The fair value of restricted share units is determined based on book value per share. Account is taken of the number of employees expected to gain entitlement to the share units as well as the number of share units the employees are expected to gain. Subsequently, this estimate is revised at the end of each reporting period so that the total cost recognised is based on the actual number of share units vested or settled in cash.

The Group's Swedish subsidiary, COWI AB, has entered into a defined benefit plan, but as the pension fund cannot determine the current net pension obligation, the plan is recognised as an ordinary defined contribution plan. The costs are recognised in the income statement when payment requests are received from the pension fund. This procedure is compliant with generally accepted accounting principles, including IFRS.

The Group's Danish subsidiary, COWI A/S, has made commitments to provide a number of former executive employees with defined benefit plans. These pension commitments are recognised when the pension benefits are being earned. The calculation of the pension commitment is based on an actuarial calculation.

DKK million	**2024**	**2023**
Pension liabilities for defined benefit plans	7	4
Long-term incentive programme	20	10
Provisions for incentive programme and pensions at 31 December	**27**	**14**

The short-term liability for the long-term incentive programme amounts to DKK 11 million and has been classified as 'Other accounts payables'. This will be paid after the annual general meeting to be held on 27 March 2025.

Note 21 Other provisions

Accounting policies

A provision is recognised when a present legal or constructive obligation exists as a result of past events and it is probable that an outflow of resources will be required to settle the obligation. Provisions are measured at the net present value of the management's best estimate of the costs required to settle the obligation. Other provisions include provisions for restructuring and office closures, loss-making contracts, potential legal obligations and claims.

DKK million	**2024**	**2023**
Provisions for restructuring	23	0
Provisions for project claims	40	19
Other project provisions	27	26
Other provisions at 31 December	**90**	**45**

Note 22 Non-current liabilities

Accounting policies

Loans from credit institutions intended to be held to maturity are recognised initially at the proceeds received net of transaction costs incurred. Subsequently, loans are recognised at amortised cost corresponding to the capitalised value using the effective interest method. The difference between the proceeds and the nominal value (the capital loss) is recognised in financial costs in the income statement over the term of the loan.

Other liabilities are measured at amortised cost.

DKK million	**2024**	**2023**
Other non-current liabilities falling due later than one year and not later than five years	4	8
Non-current liabilities at 31 December	**4**	**8**

Note 23 Other accounts payables

Accounting policies

Other accounts payables are measured at amortised cost and mainly consist of payables related to accrued holiday allowance, employee costs, VAT and indirect taxes and derivative financial instruments.

DKK million	2024	2023
Accrued holiday allowance	283	295
Payable employee-related taxes and social costs	151	236
Other employee costs payable	316	181
VAT and other indirect taxes	180	218
Derivative financial instruments	2	1
Other accounts payables	119	184
Other accounts payables at 31 December	**1,051**	**1,115**

Note 24 Special items

Accounting policies

Special items include significant income and costs of a non-recurring nature which cannot be attributed directly to COWI's ordinary activities. These items are classified in respective items in the income statement.

DKK million	2024	2023
Profit from sale of subsidiaries and other businesses	2	-
Total income	**2**	**-**
Costs related to legal cases	(12)	(20)
Transformation programme	(62)	(11)
Restructuring	(196)	(15)
Total costs	**(270)**	**(46)**
Special items are reflected in the following items in the income statement:		
Other operating income	2	-
External costs	(117)	(30)
Employee costs	(152)	(16)
Amortisation, depreciation and impairment losses	(1)	-
Total special items	**(268)**	**(46)**

Special items relate to significant costs in relation to specific legal cases, the organisational transformation programme and costs of restructuring the organisation.

Note 25 Fees to auditors

DKK million	2024	2023
Fee, statutory audit	(4)	(4)
Other assurance engagements	(5)	(2)
Tax advisory	(3)	(1)
Other services	(8)	(4)
Fees to PricewaterhouseCoopers	**(20)**	**(11)**

In 2024, PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab provided other services than statutory audit in the amount of DKK 16 million (2023: DKK 7 million) which mainly consisted of limited assurance of sustainability statements, tax and transfer pricing advisory, management consulting for ESG integration and other services.

Note 26 Derivative financial instruments

Accounting policies

Derivative financial instruments are initially recognised in the balance sheet at cost and subsequently measured at their fair value. Positive and negative fair values of derivative financial instruments are included in prepaid expenses under assets and in other accounts payables under liabilities, respectively.

Changes in the fair value of derivative financial instruments that are designated and qualify as fair value hedges of a recognised asset or liability are recognised in the income statement together with any changes arising in the fair value of the hedged asset or the hedged liability.
Changes in the fair value of derivative financial instruments that are designated as and qualify as future cash flow hedges are recognised in other receivables, other accounts payables and equity. Upon realisation of the hedged items, any amount deferred in equity is transferred to the income statement in the same item and period as the hedged transaction.

Changes in the fair value of any derivative financial instruments that do not qualify for hedge accounting are recognised in financial items in the income statement.

The Group's derivative financial instruments comprise currency forward contracts.

DKK million	**2024**	**2023**
Liabilites (Other accounts payables)	2	1

Currency forward contracts are entered into in order to hedge selected balance sheet items and part of the expected future cash flow. The total fair market value of the derivative financial instruments was a negative DKK 2 million at 31 December 2024. The duration of the currency forward contracts is between 1 and 24 months.

The Group hedges large projects with currency exposure. Besides the project-based balance sheet items, a part of the expected future cash flow is hedged. In total, DKK 95 million of net future cash flow (across currencies) was hedged at 31 December 2024. The fair market value of cash flow hedges was a negative DKK 2 million, before tax. The loss is recognised directly in equity.

Financial risks
COWI is exposed to financial risks due to the nature of our business. Financial risks are managed centrally by the Group Treasury function in Finance and governed by the treasury policy, which sets the limits for financial risks as well as determines mitigating measures and procedures. The treasury policy is approved by the Board of Directors on an annual basis unless circumstances require it to be reviewed and approved more frequently. COWI's main financial risks are described below.

Currency risk
Currency risks relate to transactional and translation exposures, which can be mitigated by the use of financial instruments.

The overall purpose of currency risk management in COWI is to safeguard the profit margin on projects with substantial currency exposure relative to the functional currency of the entity. COWI aims to minimise currency risks related to individual projects by matching, to the extent possible, the income and expenses in the same currency. To the extent this is not possible, significant net foreign exchange positions arising from business operations are hedged by the use of financial instruments, mainly forward contracts. The treasury policy sets limits for the maximum exposure per currency and defines approved derivative financial instruments.

The translation risk relating to investments in subsidiaries is currently not hedged.

Financing and interest rate risk
One of the objectives of COWI's treasury policy is to ensure that COWI always has sufficient and flexible financial resources (a financial reserve) at our disposal, to ensure continuous operations and to honour our liabilities when they become due. The financial reserve must support the current and future capital needs of the business. The financial reserve is partly obtained by maintaining a committed revolving credit facility (reference is made to note 17), which ensures funding and, at the same time, provides the flexibility required due to the cash fluctuations during the year. The committed revolving credit facility is linked to COWI's ESG performance.

COWI's exposure to interest rate risk on financial debt is limited as a result of COWI's limited interest-bearing debt.

Liquidity and financial investment risk
COWI's financial reserve partly consists of a securities portfolio reflecting a cautious investment risk profile. The investments are managed by two external portfolio managers, provided with two identical mandates, regulating and setting limits for the investments. The securities portfolio is managed within set parameters and where the majority of the investments are made in short-duration, low-risk Danish and European bonds.

Credit risk
Credit risk arises from mainly cash, cash equivalents, derivatives as well as trade receivables and contract work in progress. The credit risk on trade receivables and work in progress is managed by a thorough screening of customers and subcontractors, as well as a continuous dialogue with counterparts.

The credit risk on financial counterparts is governed by the treasury policy, which defines rating requirements for the financial counterparts. The rating requirements are highest for COWI's main relationship banks. Due to the nature of our business and operations in emerging markets, COWI is occasionally exposed to banks where the credit rating is lower than preferred. In such situations, measures are taken to keep the exposure at a minimum. Rating agencies used in the evaluation are Moody's, S&P and Fitch. For banks with more than one credit rating, the lowest rating prevails.

Acquisitions
Acquisitions are part of COWI's growth strategy. COWI has developed a structured acquisition and divestment process as well as a valuation method and integration strategy to minimise acquisition-related risks and systematically follow up on completed acquisitions.

Note 27 Contingent liabilities and other financial commitments

DKK million	**2024**	**2023**
Lease commitments		
Lease commitments (operating leases) due in less than one year	8	10
Lease commitments (operating leases) falling due later than one year and not later than five years	10	14
Lease commitments (operating leases) due after more than five years	0	0
Lease commitments (operating leases) at 31 December	**18**	**24**
Rental commitments		
Rental commitments in the period of termination due in less than one year	225	254
Rental commitments in the period of termination falling due later than one year and not later than five years	459	591
Rental commitments in the period of termination due after more than five years	124	164
Rental commitments at 31 December	**808**	**1,009**

The Group has entered into various administrative supplier contracts, primarily with termination periods of up to three months. The non-cancellable obligations under these supplier contracts are considered immaterial. The Group's IT-related supplier contracts typically have longer termination periods and follow general notice periods for this type of contracts.

Furthermore, in 2023, the Group has entered into power purchase agreements for electricity with a duration of 5 to 9 years. The agreements have an insignificant fair value and have been recognised at zero value in the financial statements.

By virtue of its business operations, the COWI Group is a party to legal disputes that can be expected in the course of its business operations. The management keeps all such involvement under constant review and makes provisions accordingly.

Major claims
The COWI Group is regularly involved in both major and minor legal processes and disputes, and there is a risk that the pronouncement of judgments and/or rulings, including imposition of liability to pay damages, fines etc., may have a negative impact on the COWI Group's business, results, cash flows and financial position.

Muscat and Salalah airports (Oman)
COWI's work in connection with the establishment of the Muscat and Salalah airports in Oman was finished at the end of 2012.

COWI A/S has material claims of outstanding payments and other claims against the Omani government. As the final account was rejected by the client, COWI A/S initiated arbitration proceedings against the client. Notice of arbitration was filed in November 2017, and an arbitral tribunal was constituted in April 2018. Later in 2018, COWI submitted its statement of claim, and during 2019, the client submitted its statement of defence and counterclaim. During 2020, COWI A/S submitted its reply and defence to counterclaim and the client its rejoinder. The client has, as expected, challenged COWI's claim in its entirety and raised a substantial counterclaim. However, the external legal assessment finds that the client will face serious difficulties in succeeding with its arguments since it, among other things, will need to establish that COWI A/S has been grossly negligent to exceed the agreed cap on liability of approximately DKK 604 million (OMR 34.5 million) as well as several exclusions of liability in the contract. The client will also need to establish that COWI A/S is responsible for all delays and extra costs affecting the project – disregarding the cause of the cost, the time of the origin of the cost, and whether or not the loss was suffered by the client or a third party. Since the size of the amounts and the probability that the amounts will be paid are surrounded by considerable uncertainty, neither COWI's claims for outstanding payments and other claims, nor the client's counterclaims have been recognised in the annual report.

The final hearing took place in late 2022, and COWI expects the award to be issued in 2025.

At 31 December 2024, COWI had a tax loss carryforward in Oman, which is related to incurred arbitration costs of DKK 297 million (OMR 16 million). The tax loss carryforward has been recognised at zero value in the financial statements.

DKK million	**2024**	**2023**
Guarantees		
Guarantee facility at 31 December	**1,314**	**1,315**
Drawn for performance bonds relating to projects in progress	284	302
Drawn for other guarantees	98	103
Total drawn guarantees at 31 December	**382**	**405**
For guarantees, the following assets have been provided as security to credit institutions:		
Cash at a carrying amount of	1	2
Securities at a carrying amount of	319	292
Total securities at 31 December	**320**	**294**

COWI's securities to credit institutions in cash and securities can be terminated by the company with a notice of less than 30 days.

The Group operates a share ownership programme for present and former employees, and the Group is obliged to repurchase employee shares at book value per share. Terms and conditions for the Group's obligation are stated in the shareholder terms for possession of shares in COWI Holding A/S. At 31 December 2024, the employees held shares at a nominal value of DKK 28 million. COWIfonden has signed a letter of indemnity in favour of the Group in order that the Group will be able to honour its duty to repurchase employee shares at book value per share at any time in accordance with the shareholder terms for possession of shares in COWI Holding A/S.

As part of a joint operation, COWI A/S has signed a consultancy agreement with a client. The consultancy agreement requires each joint operation member, including COWI A/S, at the client's request, to provide a parent company guarantee. If such guarantee is requested, it must cover each joint operation member's obligations towards the client. As the parent company of COWI A/S, this contingent obligation for a parent company guarantee is imposed on COWI Holding A/S.

Note 28 Related parties and ownership

COWIfonden, Parallelvej 2, 2800 Kongens Lyngby, owns all class A shares in COWI Holding A/S and exercises a controlling influence on the company. No other shareholders own more than 5% of the shares.

COWIfonden does not carry out any independent business, and no material transactions are conducted between COWIfonden and the company.

Apart from usual intercompany transactions and usual management remuneration, no transactions were made during the year with the Board of Directors, the Executive Board, managerial employees, principal shareholders, subsidiaries or other related parties. Transactions with related parties at arm's length have not been disclosed in accordance with section 98 C(7) of the Danish Financial Statements Act.

Note 29 Events after the balance sheet date

No events of material importance to the Group's consolidated financial statements have occurred after the reporting date at 31 December 2024.

Note 30 Subsidiaries in the COWI Group

Name of entity	Domicile	Ownership
COWI Holding A/S	Denmark	
COWI Invest A/S	Denmark	100%
COWI A/S[1]	Denmark	100%
COMAR Engineers A/S	Denmark	100%
COWI & Partners LLC	Oman	100%
COWI India Private Limited	India	100%
COWI International AB	Sweden	100%
COWI Korea Co., Ltd	Korea	100%
COWI Lietuva UAB	Lithuania	100%
COWI Polska Sp. z o.o.	Poland	100%
COWI Tanzania Ltd	Tanzania	100%
Flux AD A/S	Denmark	100%
Studstrup & Østgaard A/S Rådgivende Ingeniørfirma	Denmark	100%

Name of entity	Domicile	Ownership
COWI AS	Norway	100%
Aquateam COWI AS	Norway	100%
COWI Holding AB	Sweden	100%
COWI AB	Sweden	100%
AEC Advanced Engineering Computation Aktiebolag	Sweden	100%
COWI Projektbyrån AB	Sweden	100%
PB-Teknik Aktiebolag	Sweden	100%
COWI International A/S	Denmark	100%
Flint & Neill Limited	The UK	100%
COWI GULF A/S[1]	Denmark	100%
COWI Hong Kong Limited	Hong Kong	100%
COWI North America Holding, Inc.	USA – Delaware	100%
COWI Consulting Inc.	USA – New York	100%
COWI North America, Inc.	USA – Delaware	100%
COWI North America Ltd.	Canada	100%
Finley Engineering Group, Inc	USA – Florida	100%
COWI Czech Republic s.r.o.	Czech Republic	100%
COWI Singapore Pte. Ltd.	Singapore	100%
COWI UK Limited	United Kingdom	100%
COWI Ísland ehf.	Iceland	100%
Mannvit-Verkís ehf.	Iceland	50%
Mannvit AS	Norway	100%
Mannvit UK	The UK	100%
Land and water resource consultants Ltd.	The UK	100%
Mannvit GmbH	Germany	100%
Geothermie Neubrandenburg GmbH	Germany	100%
COWI Architecture A/S	Denmark	100%
Anpartsselskabet 03.03.03.	Denmark	100%
Arkitema K/S	Denmark	100%
Arkitema AB	Sweden	100%
KUB arkitekter AB	Sweden	100%
Arkitema AS	Norway	100%

[1] The COWI Group has branch offices in Australia, Bahrain, Ethiopia, Germany, Greenland, Iceland, India, Indonesia, Ireland, Kenya, Kuwait, Panama, the Philippines, Qatar, Sweden, Taiwan, Tanzania, Turkey, the UAE and Uganda.

Note 31 Glossary

Book value per share	Equity divided by year-end number of shares (excluding treasury shares).
EBIT (operating profit)	Profit before financial items, profit/loss after tax in associates and tax.
EBIT margin (operating margin)	EBIT as a percentage of revenue.
EBITA	Profit before financial items, profit/loss after tax in associates, tax and amortisation.
EBITA margin	EBITA as a percentage of revenue.
EBITA*	Profit before financial items, profit/loss after tax in associates, tax, amortisation of goodwill and acquisition-related intangible assets and special items.
EBITA* margin	EBITA* as a percentage of revenue.
EBITDA	Profit before financial items, profit/loss after tax in associates, tax, depreciation and amortisation.
EBITDA margin	EBITDA as a percentage of revenue.
Effective tax rate	Income tax as a percentage of profit before tax.
Equity ratio (solvency ratio)	Total equity end of year as a percentage of total assets end of year.
FTEs	FTEs are defined as the contractual working hours of an employee compared to a full-time contract in the same position and country. The full-time equivalent figure is used to measure the active workforce counted in full-time positions. The FTE figure includes employees who are on permanent and temporary contracts. Excluded from the FTE figure are employees on unpaid leave, contractors, third-party workers and employees for which COWI do not guarantee or are obliged to offer a minimum or fixed number of working hours (the latter is referred to as non-guaranteed hours employees). The average FTE figure is calculated as an average figure based on the figure at the end of the year and the figure at the end of the previous year.
Headcounts	Headcounts are the number of individual employees with an employment relationship with COWI. The headcount figure includes employees who are on permanent and temporary contracts. Excluded from the headcount figure are employees on unpaid leave, contractors, third-party workers and employees for which COWI do not guarantee or are obliged to offer a minimum or fixed number of working hours (the latter is referred to as non-guaranteed hours employees). The average headcount figure is calculated as an average figure based on the figure at the end of the year and the figure at the end of the previous year.
Net interest-bearing debt (NIBD)	Interest-bearing liabilities less interest-bearing assets, marketable securities and cash.
Net working capital	Current assets less current liabilities used in, or necessary for, the company's operations. The main components are contract work in progress, trade receivables, trade payables and other non-interest-bearing receivables and payables.
NPS	The Net Promoter Score (NPS) is derived from a quarterly questionnaire measuring on a scale from 0 to 10 how likely the customer is to recommend COWI to others within their field. Those who answer 9 to 10 are considered COWI ambassadors (promoters), who are typically very loyal and speak highly of COWI to others. Those who answer 7 to 8 are considered passives. Those who answer 6 or less are considered disloyals (detractors). The NPS is calculated by subtracting the share of detractors (those who answer 0 to 6) from the share of promoters (9-10). The resulting score is a value between -100 and +100.
Operating costs	Operating costs consist of external costs, employee costs and amortisation, depreciation and impairment losses.
Order backlog	Order backlog is the remaining work on legally binding contracts, variation orders and contractual options, measured at own production value. Framework contracts are included in the order backlog with the estimated work in the coming 12 months.
Organic growth	Organic growth is the increase in revenue in the current reporting period compared to the previous reporting period, excluding the effect of acquisitions, divestments and foreign exchange translation impact. The effect of acquisitions and divestments is calculated for a 12-month period from the acquisition/divestment date, unless it is impracticable to distinguish acquisition development from organic growth, e.g., due to integration into existing business. The foreign exchange translation impact is calculated as the difference between the figures for the current reporting period translated at the current exchange rates and at the exchange rates applied in the previous reporting period.
Own production	Revenue less external costs directly attributable to projects as well as costs of subcontractors.
Return on equity (ROE)	Profit as a percentage of average equity. Average equity is calculated as the average of the balance at the end of the year and the balance at the end of the previous year.
Return on invested capital (ROIC)	EBIT as a percentage of average invested capital (intangible assets; property, plant and equipment; net working capital). Average invested capital is calculated as the average of the balance at the end of the year and the balance at the end of the previous year.
Shareholder return	Shareholder return is the increase in book value per share in DKK from the beginning of the year to the end of the year, plus the dividend per share paid in cash during the year. Finally, this in-/decrease is divided by book value per share in DKK at the beginning of the year to obtain a percentage development.
Special items	Special items include significant income and expenses of a non-recurring nature which cannot be attributed directly to COWI's ordinary activities.

Parent company

7.0

COWI Holding A/S financial statements

Montgomery Bridge in Canary Wharf, London. A project by COWI.

Contents

Income statement for the parent company

1 January-31 December

DKK million	Note	2024	2023
Other operating income		150	82
External costs		(74)	(27)
Employee costs	2	(54)	(51)
Amortisation, depreciation and impairment losses	3	(35)	(34)
Operating profit		**(13)**	**(30)**
Profit after tax in subsidiaries		184	219
Financial income	4	131	118
Financial costs	5	(80)	(58)
Profit before tax		**222**	**249**
Tax on profit for the year	6	(15)	(13)
Profit for the year		**207**	**236**

Balance sheet for the parent company

at 31 December

DKK million	Note	2024	2023
Software and licences		72	95
Development projects in progress		0	3
Intangible assets	**7**	**72**	**98**
Investments in subsidiaries		1,199	991
Non-current financial assets	**8**	**1,199**	**991**
Total non-current assets		**1,271**	**1,089**
Receivables from subsidiaries		324	264
Other receivables		1	1
Tax receivables		3	2
Loans to subsidiaries		486	639
Prepaid expenses		1	3
Total receivables		**815**	**909**
Marketable securities		**628**	**581**
Cash		**125**	**137**
Total current assets		**1,568**	**1,627**
Total assets		**2,839**	**2,716**

Balance sheet for the parent company

at 31 December

DKK million	Note	2024	2023
Share capital	**9**	287	287
Retained earnings		1,367	1,284
Proposed dividend		96	82
Equity		**1,750**	**1,653**
Deferred tax liabilities	**11**	75	64
Provisions for incentive programme and pensions		12	6
Total provisions		**87**	**70**
Trade payables		84	76
Amounts owed to subsidiaries		883	890
Tax liabilities		12	12
Other accounts payables		23	15
Total current liabilities		**1,002**	**993**
Total liabilities		**1,002**	**993**
Total equity and liabilities		**2,839**	**2,716**

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Statement of changes in equity for the parent company

DKK million	Share capital	Reserve for net revaluation according to the equity method	Retained earnings	Dividend	Total
Equity at 1 January 2023	**287**	**0**	**1,153**	**73**	**1,513**
Distributed dividend				(73)	(73)
Profit for the year		219	17		236
Foreign exchange adjustment, foreign subsidiaries		(13)			(13)
Equity movements in subsidiaries		3			3
Purchase of treasury shares			(13)		(13)
Other transfers		(209)	209		0
Proposed dividend*			(82)	82	0
Equity at 1 January 2024	**287**	**0**	**1,284**	**82**	**1,653**
Distributed dividend				(82)	(82)
Profit for the year		184	23		207
Foreign exchange adjustment, foreign subsidiaries		1			1
Purchase of treasury shares			(29)		(29)
Other transfers		(185)	185		0
Proposed dividend*			(96)	96	0
Equity at 31 December 2024	**287**	**0**	**1,367**	**96**	**1,750**

* equivalent to DKK 38 per share (2023: DKK 32 per share)

Notes for the parent company

Note 1 Accounting policies

The parent company financial statements have been prepared in accordance with the Danish Financial Statements Act for large entities in reporting class C. The accounting policies are the same as those applied to the consolidated financial statements, apart from the following policies:

EQUITY

Reserve for equity method
In the parent company, the reserve for net revaluation, according to the equity method, comprises net revaluations of equity investments in subsidiaries relative to cost. This corresponds to recognised impact in the income statement and directly in equity and less dividends. The reserve can be eliminated in case of losses, realisation of equity investments or changes in accounting policies. The reserve cannot be recognised at a negative value.

Cash flow statement
No separate cash flow statement has been prepared for the parent company, in accordance with section 86(4) of the Danish Financial Statements Act – reference is made to the consolidated cash flow statement.

Note 2 Employee costs

Reference is made to note 4 to the consolidated financial statements concerning the remuneration of the Board of Directors and the Executive Board.

The company had an average of four employees during the financial year (2023: five).

DKK million	**2024**	**2023**
Salaries and wages	(49)	(45)
Pensions	(4)	(5)
Social security	(1)	(1)
Employee costs	**(54)**	**(51)**

Note 3 Amortisation, depreciation and impairment losses

DKK million	**2024**	**2023**
Amortisation of software and licences	(35)	(34)
Amortisation, depreciation and impairment losses	**(35)**	**(34)**

Note 4 Financial income

DKK million	**2024**	**2023**
Interest, subsidiaries	41	40
Interests on cash etc.	5	8
Fair value adjustments and interest on marketable securitites	49	56
Foreign exchange gains	36	14
Financial income	**131**	**118**

Note 5 Financial costs

DKK million	2024	2023
Interest, subsidiaries	(32)	(24)
Interests on cash etc.	(10)	(10)
Fair value adjustments of marketable securitites	(4)	(13)
Foreign exchange losses	(34)	(11)
Financial costs	**(80)**	**(58)**

Note 6 Tax on profit for the year

DKK million	2024	2023
Current tax for the year	(12)	(12)
Deferred tax for the year	2	1
Adjustments to current tax related to prior years	8	12
Adjustments to deferred tax related to prior years	(13)	(14)
Total tax	**(15)**	**(13)**
Broken down as follows:		
Tax on profit	(15)	(13)
Total tax	**(15)**	**(13)**
Tax on profit for the year can be broken down as follows:		
Tax calculated at income tax rate in Denmark (22%) on profit before tax, excl. profit after tax in subsidiaries	(8)	(7)
Tax effect from:		
Other income/costs disallowed for tax purposes	(2)	(4)
Adjustments to current tax related to prior years	8	12
Adjustments to deferred tax related to prior years	(13)	(14)
Tax on profit for the year	**(15)**	**(13)**

Note 7 Intangible assets

DKK million	Software and licences	Development projects in progress	Total
Cost at 1 January 2024	170	3	173
Additions	9	0	9
Transfers	3	(3)	0
Cost at 31 December 2024	**182**	**0**	**182**
Amortisation and impairment losses at 1 January 2024	75	-	75
Amortisation	35	-	35
Amortisation and impairment losses at 31 December 2024	**110**	**-**	**110**
Carrying amount at 31 December 2024	**72**	**0**	**72**

Note 8 Non-current financial assets

Accounting policies
Subsidiaries are all entities over which the parent company has a controlling influence. Investments in subsidiaries are initially recognised at cost and subsequently measured according to the equity method based on the proportionate share of the entity's net assets. The difference between the cost and the fair value of net assets of the acquired company at the date of acquisition is considered goodwill and reflected in 'Investment in subsidiaries' in the balance sheet and amortised on a straight-line basis over the estimated useful life of the investment. Dividends received from subsidiaries reduce the value of the investment. Subsidiaries with a negative net asset value are recognised with zero value, but if the parent company has a legal or constructive obligation to cover the subsidiary's negative balance, a provision is recognised.

Profit after tax on investments in subsidiaries is recognised as a separate line in the income statement and includes the parent company's share of profit after tax less the amortisation of goodwill.

DKK million	**Investments in subsidiaries**
Cost at 1 January 2024	1,607
Additions	199
Cost at 31 December 2024	**1,806**
Value adjustments at 1 January 2024	(616)
Exchange rate translation adjustments	1
Profit for the year	184
Dividends	(176)
Value adjustments at 31 December 2024	**(607)**
Carrying amount at 31 December 2024	**1,199**

Reference is made to note 30 to the consolidated financial statements for an overview of subsidiaries within the COWI Group.

Note 9 Share capital

Reference is made to note 18 to the consolidated financial statements concerning share capital.

Note 10 Proposed distribution of profit for the year

DKK million	**2024**	**2023**
Proposed dividend	96	82
Retained earnings	111	154
Proposed distribution of profit for the year	**207**	**236**

The Board of Directors proposes that the annual general meeting approve a dividend of DKK 38 per share for the financial year of 2024, corresponding to an increase of 19% compared to 2023 (DKK 32 per share). This will result in an expected total dividend payment of DKK 96 million, corresponding to a dividend of 41% (2023: 35%) of the parent company's net profit for the year.

Note 11 Deferred tax

DKK million	**2024**	**2023**
Deferred tax at 1 January	(64)	(51)
Adjustments to deferred tax related to prior years	(13)	(14)
Deferred tax	2	1
Deferred tax at 31 December	**(75)**	**(64)**
Recognised in the balance sheet as:		
Deferred tax liabilities	(75)	(64)
Deferred tax at 31 December	**(75)**	**(64)**
Deferred tax concerns:		
Intangible assets	(16)	(21)
Property, plant and equipment	13	17
Provisions	3	2
Claw-back from international joint taxation and debt	(75)	(62)
Deferred tax at 31 December	**(75)**	**(64)**

Note 12 Special items

DKK million	2024	2023
Transformation programme	(61)	(11)
Restructuring	(15)	(14)
Total costs	**(76)**	**(25)**
Special items are reflected in the following items in the income statement:		
External costs	(56)	(10)
Employee costs	(20)	(15)
Total special items, net	**(76)**	**(25)**

Special items relate to significant costs in relation to the organisational transformation programme and costs of restructuring the organisation. As part of the management fees charged to subsidiaries, costs for special items have been invoiced in the amount of DKK 76 million (2023: DKK 0 million) and are classified under 'Other operating income'. The overall impact of special items on the operating profit was DKK 0 million (2023: net loss of DKK 25 million).

Note 13 Fees to auditors

Total fee paid to PricewaterhouseCoopers Statsautoriseret Revisionspartnerselskab was DKK 3 million (2023: DKK 50 thousand), and covered the statutory audit of the company's financial statements in the amount of DKK 50 thousand (2023: DKK 50 thousand). Furthermore, other assurance engagements in the amount of DKK 3 million (2023: 0), consisted of limited assurance of the sustainability statements. There were no fees for tax advisory or other services (2023: 0).

Note 14 Contingent liabilities and other financial commitments

The Danish entities in the Group are jointly and severally liable for taxes on the Group's jointly-taxed income etc. COWI Holding A/S functions as the management company in terms of joint taxation, and the total amount is stated in the annual report.

COWI Holding A/S is liable for taxes on the Group's jointly-taxed profit.

COWI Holding A/S has signed letters of intent to two subsidiaries, not to require repayment of loans totalling DKK 30 million (2023: DKK 29 million), until the subsidiaries are able to generate sufficient cash flow.

DKK million	2024	2023
Guarantees		
Guarantee facility at 31 December	**1,223**	**823**
Drawn for performance bonds relating to projects in progress	278	190
Drawn for other guarantees	62	66
Total drawn guarantees at 31 December	**340**	**256**
For guarantees, the following assets have been provided as security to credit institutions:		
Cash at a carrying amount of	1	1
Securities at a carrying amount of	319	292
Total securities at 31 December	**320**	**293**

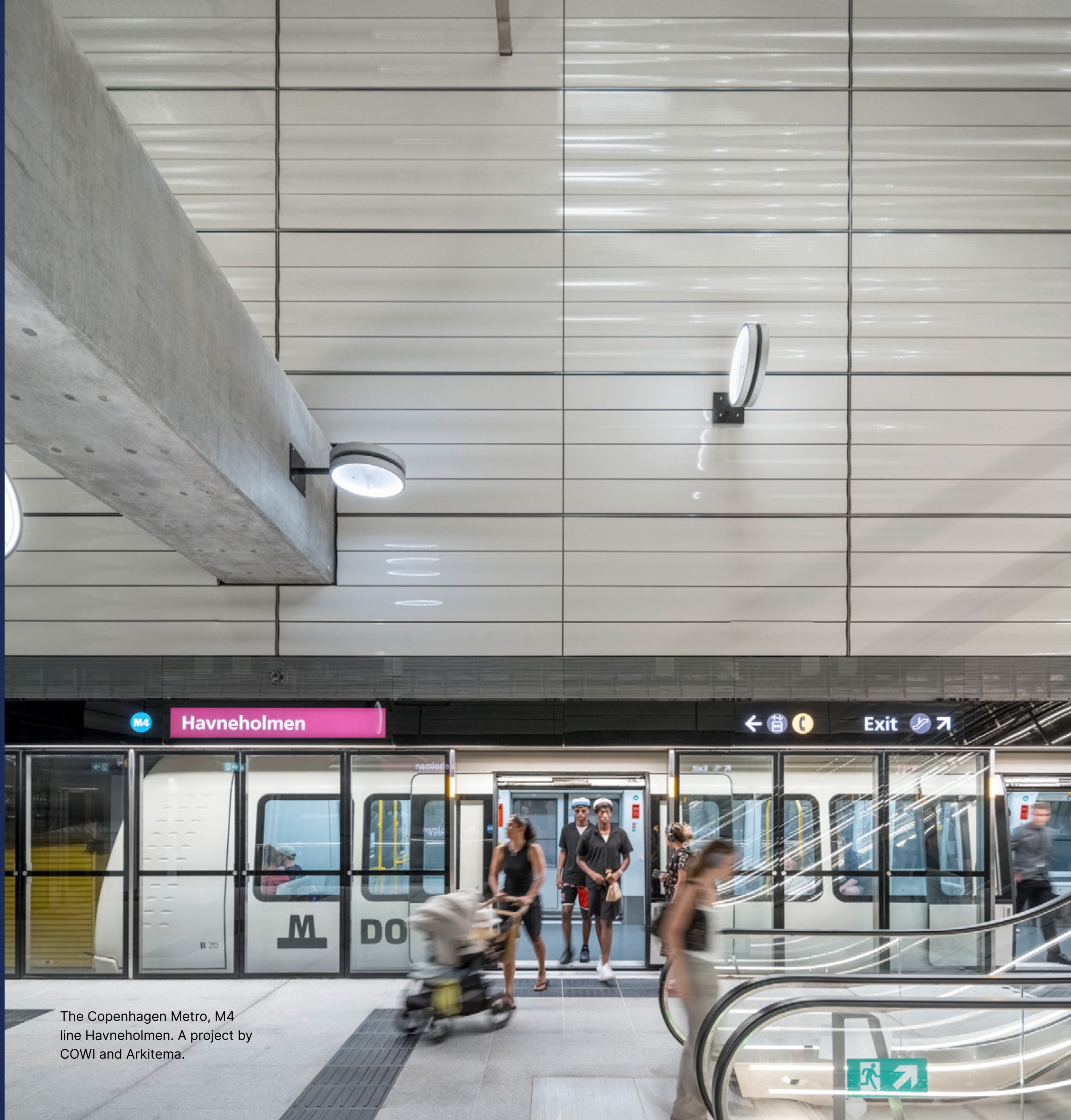
COWI's securities to credit institutions in cash and securities can be terminated by the company with a notice of less than 30 days.

Reference is made to note 27 to the consolidated financial statements for further information on the company's obligations regarding the Group's share ownership programme and parent company guarantees.

Note 15 Related parties and ownership

Reference is made to note 28 to the consolidated financial statements for information on related parties and ownership in the parent company.

8.0 Statements



The Copenhagen Metro, M4 line Havneholmen. A project by COWI and Arkitema.

Statement by the Board of Directors and the Executive Board

The Board of Directors and Executive Board have today considered and adopted the Annual Report of COWI Holding A/S for the financial year 1 January – 31 December 2024.

The annual report have been prepared in accordance with the Danish Financial Statements Act.

In our opinion, the Consolidated Financial Statements and the Parent Company Financial Statements give a true and fair view of the financial position at 31 December 2024 of the Group and the Parent Company and of the results of the Group and Parent Company operations and cash flows for 2024.

In our opinion, the Management Review includes a fair presentation of the issues covered as well as a description of the most significant risks and elements of uncertainty, which the Group are facing.

Additionally, the sustainability statement, which is part of Management Review, has been prepared, in all material respects, in accordance with paragraph 99 a of the Danish Financial Statements Act. This includes compliance with the European Sustainability Reporting Standards (ESRS) including that the process undertaken by Management to identify the reported information (the "Process") is in accordance with the description set out in the section titled Materiality assessment process. Furthermore, disclosures within EU Taxonomy in the environmental section of the sustainability statement are, in all material respects, in accordance with Article 8 of EU Regulation 2020/852 (the "Taxonomy Regulation").

The year 2024 marks the initial implementation of paragraph 99 a of the Danish Financial Statements Act concerning compliance with ESRS. As such, more clear guidance and practice are anticipated in various areas, which are expected to be issued in the coming years. Furthermore, the sustainability statement includes forward-looking statements based on disclosed assumptions about events that may occur in the future and possible future actions by the Group. Actual outcomes are likely to be different since anticipated events frequently do not occur as expected.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Kongens Lyngby,
27 February 2025

Executive Board:

Jens Højgaard Christoffersen
Chief Executive Officer

Natalie G. Shaverdian Riise-Knudsen
Chief Financial Officer

Marius Weydahl Berg
Chief Business Development Officer

Board of Directors:

Jukka Pertola
Chair

Carsten Bjerg
Vice Chair

Anne Harris

Pierre Olofsson

Jeanette Fangel Løgstrup

Ivor Catto

Rene Carlsbæk Gundersen*

Annette Andersen*

Ingrid Gabrielsen Klokk*

*Elected by the employees.

Independent Auditor's Report

To the Shareholders of COWI Holding A/S

Opinion
In our opinion, the Consolidated Financial Statements and the Parent Company Financial Statements give a true and fair view of the financial position of the Group and the Parent Company at 31 December 2024, and of the results of the Group's and the Parent Company's operations as well as the consolidated cash flows for the financial year 1 January - 31 December 2024 in accordance with the Danish Financial Statements Act.

We have audited the Consolidated Financial Statements and the Parent Company Financial Statements of COWI Holding A/S for the financial year 1 January - 31 December 2024, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies, for both the Group and the Parent Company, as well as consolidated statement of cash flows ("financial statements").

Basis for Opinion
We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management's Review
Management is responsible for Management's Review.

Our opinion on the Financial Statements does not cover Management's Review, and we do not as part of the audit express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the Financial Statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

Moreover, we considered whether Management's Review includes the disclosures required by the Danish Financial Statements Act. This does not include the requirements in paragraph 99 a related to the sustainability statement covered by the separate auditor's limited assurance report hereon.

Based on the work we have performed, in our view, Management's Review is in accordance with the Consolidated Financial Statements and the Parent Company Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act, except for the requirements in paragraph 99 a related to the sustainability statement, cf. above. We did not identify any material misstatement in Management's Review.

Management's Responsibilities for the Financial Statements
Management is responsible for the preparation of Consolidated Financial Statements and Parent Company Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, Management is responsible for assessing the Group's and the Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the financial statements unless Management either intends to liquidate the Group or the Parent Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material mis-statement resulting from fraud is higher than for one resulting from error as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Parent Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.

- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Parent Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and the Parent Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the Consolidated Financial Statements and the Parent Company Financial Statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Hellerup, 27 February 2025

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

Rasmus Friis Jørgensen
State Authorised Public Accountant
mne28705

Søren Alexander
State Authorised Public Accountant
mne42824

Independent auditor's limited assurance report on the Sustainability Statement

To the stakeholders of COWI Holding A/S

Limited assurance conclusion
We have conducted a limited assurance engagement on the sustainability statement of COWI Holding A/S (the "Group") included in the Management review (the "Sustainability Statement"), p. 59–132, for the financial year 1 January – 31 December 2024.

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the Sustainability Statement is not prepared, in all material respects, in accordance with the Danish Financial Statements Act paragraph 99 a, including:

- compliance with the European Sustainability Reporting Standards (ESRS), including that the process carried out by the management to identify the information reported in the Sustainability Statement (the "Process") is in accordance with the description set out in the section titled Materiality assessment process; and

- compliance of the disclosures in the section titled EU Taxonomy of the Sustainability Statement with Article 8 of EU Regulation 2020/852 (the "Taxonomy Regulation").

Basis for conclusion
We conducted our limited assurance engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised), Assurance engagements other than audits or reviews of historical financial information ("ISAE 3000 (Revised)") and the additional requirements applicable in Denmark.
The procedures in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion. Our responsibilities under this standard are further described in the Auditor's responsibilities for the assurance engagement section of our report.

Our independence and quality management
We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

Our firm applies International Standard on Quality Management 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Management's responsibilities for the Sustainability Statement
Management is responsible for designing and implementing a process to identify the information reported in the Sustainability Statement in accordance with the ESRS and for disclosing this Process as included in the section titled Materiality assessment process of the Sustainability Statement. This responsibility includes:

- understanding the context in which the Group's activities and business relationships take place and developing an understanding of its affected stakeholders;

- the identification of the actual and potential impacts (both negative and positive) related to sustainability matters, as well as risks and opportunities that affect, or could reasonably be expected to affect, the Group's financial position, financial performance, cash flows, access to finance or cost of capital over the short-, medium-, or long-term;

- the assessment of the materiality of the identified impacts, risks and opportunities related to sustainability matters by selecting and applying appropriate thresholds; and

- making assumptions that are reasonable in the circumstances.

Management is further responsible for the preparation of the Sustainability Statement, which includes the information identified by the Process, in accordance with the Danish Financial Statements Act paragraph 99 a, including:

- compliance with the ESRS;

- preparing the disclosures as included in the section titled EU Taxonomy of the Sustainability Statement, in compliance with Article 8 of the Taxonomy Regulation;

- designing, implementing and maintaining such internal control that management determines is necessary to enable the preparation of the Sustainability Statement that is free from material misstatement, whether due to fraud or error; and

- the selection and application of appropriate sustainability reporting methods and making assumptions and estimates that are reasonable in the circumstances.

Inherent limitations in preparing the Sustainability Statement
In reporting forward-looking information in accordance with ESRS, management is required to prepare the forward-looking information on the basis of disclosed assumptions about events that may occur in the future and possible future actions by the Group. Actual outcomes are likely to be different since anticipated events frequently do not occur as expected.

Auditor's responsibilities for the assurance engagement
Our responsibility is to plan and perform the assurance engagement to obtain limited assurance about whether the Sustainability Statement is free from material misstatement, whether due to fraud or error, and to issue a limited assurance report that includes our conclusion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence decisions of users taken on the basis of the Sustainability Statement as a whole.

As part of a limited assurance engagement in accordance with ISAE 3000 (Revised) we exercise professional judgement and maintain professional scepticism throughout the engagement. Our responsibilities in respect of the Process include:

- Obtaining an understanding of the Process, but not for the purpose of providing a conclusion on the effectiveness of the Process, including the outcome of the Process;
- Considering whether the information identified addresses the applicable disclosure requirements of the ESRS; and
- Designing and performing procedures to evaluate whether the Process is consistent with the Group's description of its Process, as disclosed in the section titled Materiality assessment process.

Our other responsibilities in respect of the Sustainability Statement include:

- Identifying where material misstatements are likely to arise, whether due to fraud or error; and
- Designing and performing procedures responsive to disclosures in the Sustainability Statement where material misstatements are likely to arise. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Summary of the work performed
A limited assurance engagement involves performing procedures to obtain evidence about the Sustainability Statement. The nature, timing and extent of procedures selected depend on professional judgement, including the identification of disclosures where material misstatements are likely to arise, whether due to fraud or error, in the Sustainability Statement.
In conducting our limited assurance engagement, with respect to the Process, we:

- Obtained an understanding of the Process by performing inquiries to understand the sources of the information used by management; and reviewing the Group's internal documentation of its Process; and
- Evaluated whether the evidence obtained from our procedures about the Process implemented by the Group was consistent with the description of the Process set out in Materiality assessment process.

In conducting our limited assurance engagement, with respect to the Sustainability Statement, we:

- Obtained an understanding of the Group's reporting processes relevant to the preparation of its Sustainability Statement including the consolidation processes by obtaining an understanding of the Group's control environment, processes and information systems relevant to the preparation of the Sustainability Statement but not evaluating the design of particular control activities, obtaining evidence about their implementation or testing their operating effectiveness;
- Evaluated whether the information identified by the Process is included in the Sustainability Statement;
- Evaluated whether the structure and the presentation of the Sustainability Statement are in accordance with the ESRS;
- Performed inquiries of relevant personnel and analytical procedures on selected information in the Sustainability Statement;
- Performed substantive assurance procedures on selected information in the Sustainability Statement;
- Where applicable, compared disclosures in the Sustainability Statement with the corresponding disclosures in the financial statements and management's review;
- Evaluated the methods, assumptions and data for developing estimates and forward-looking information; and
- Obtained an understanding of the Group's process to identify taxonomy-eligible and taxonomy-aligned economic activities and the corresponding disclosures in the Sustainability Statement.

Hellerup, 27 February 2025

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
CVR No 33 77 12 31

Rasmus Friis Jørgensen
State Authorised Public Accountant
mne28705

Søren Alexander
State Authorised Public Accountant
mne42824

COWI Holding A/S company information

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cowi@cowi.com

Company registration number
32 89 29 73

Board of Directors
Jukka Pertola
Carsten Bjerg
Anne Harris
Pierre Olofsson
Jeanette Fangel Løgstrup
Ivor Catto
René Carlsbæk Gundersen
Annette Andersen
Ingrid Gabrielsen Klokk

Executive Board
Jens Højgaard Christoffersen, Chief Executive Officer
Natalie G. Shaverdian Riise-Knudsen, Chief Financial Officer
Marius Weydahl Berg, Chief Business Development Officer

External auditors
PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab

Strandvejen 44
2900 Hellerup
Denmark

Annual general meeting
The annual general meeting will be held on 27 March 2025 at the company address and online.