
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
OF THE SECURITIES EXCHANGE ACT OF 1934**

For the month of July 2026

Commission File Number: 001-40401

Oatly Group AB (publ)

(Translation of registrant's name into English)

Ångfärjekajen 8

211 19 Malmö

Sweden

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F ☒ Form 40-F ☐

EXHIBIT INDEX

Exhibit No.	Description
101.INS	XBRL Instance Document.
101.SCH	XBRL Taxonomy Extension Schema Document.
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document.
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document.
101.LAB	XBRL Taxonomy Extension Label Linkbase Document.
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document.
104	Cover Page Interactive Data File (formatted as inline XBRL and contained in Exhibit 101).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Oatly Group AB (publ)

Date: July 22, 2026

By: /s/ Marie-José David
Name: Marie-José David
Title: Chief Financial Officer



Oatly Group AB (publ)

**Interim condensed consolidated financial statements
For the three and six months ended June 30, 2026**

Table of Contents

PART I – FINANCIAL INFORMATION

[Item 1. Financial Statements](#)

[Interim Condensed Consolidated Statement of Operations](#)

1

[Interim Condensed Consolidated Statement of Comprehensive Loss](#)

2

[Interim Condensed Consolidated Statement of Financial Position](#)

3

[Interim Condensed Consolidated Statement of Changes in Equity](#)

4

[Interim Condensed Consolidated Statement of Cash Flows](#)

5

[Notes to the Interim Condensed Consolidated Financial Statements](#)

6

[Item 2. Management’s Discussion and Analysis of Financial Condition and Results of Operations](#)

23

[Item 3. Quantitative and Qualitative Disclosures About Market Risk](#)

39

PART II – OTHER INFORMATION

[Item 1. Legal Proceedings](#)

39

[Item 1A. Risk Factors](#)

39

[Item 2. Unregistered Sales of Equity Securities and Use of Proceeds](#)

39

[Item 3. Defaults Upon Senior Securities](#)

39

[Signatures](#)

40

Part I – FINANCIAL INFORMATION

Item 1. Financial Statements

Interim Condensed Consolidated Statement of Operations

(Unaudited)		Three months ended June 30,		Six months ended June 30,	
	Note	2026	2025	2026	2025
(in thousands of U.S. dollars, except share and per share and ADS data)					
Revenue	5	240,095	208,354	468,420	405,884
Cost of goods sold		(158,731)	(140,729)	(310,716)	(275,929)
Gross profit		81,364	67,625	157,704	129,955
Research and development expenses		(4,634)	(4,605)	(9,510)	(8,996)
Selling, general and administrative expenses		(94,680)	(84,111)	(178,150)	(161,609)
Other operating income and (expenses), net		639	(1,025)	1,296	(57)
Operating loss		(17,311)	(22,116)	(28,660)	(40,707)
Finance income and (expenses), net	7	(13,394)	(31,916)	(14,298)	(22,505)
Loss before tax		(30,705)	(54,032)	(42,958)	(63,212)
Income tax expense	8	(631)	(1,914)	(507)	(5,265)
Loss for the period		(31,336)	(55,946)	(43,465)	(68,477)
Attributable to:					
Shareholders of the parent		(31,283)	(55,911)	(43,289)	(68,341)
Non-controlling interests		(53)	(35)	(176)	(136)
Loss per share, attributable to shareholders of the parent:					
Basic and diluted	23	(0.05)	(0.09)	(0.07)	(0.11)
Loss per ADS, attributable to shareholders of the parent					
(1 ADS representing 20 ordinary shares):					
Basic and diluted	23	(0.99)	(1.86)	(1.38)	(2.28)
Weighted average common shares outstanding:					
Basic and diluted	23	629,121,235	601,195,247	626,823,384	599,884,824

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

Interim Condensed Consolidated Statement of Comprehensive Loss

(Unaudited) (in thousands of U.S. dollars)	Three months ended June 30,		Six months ended June 30,	
	2026	2025	2026	2025
Loss for the period	(31,336)	(55,946)	(43,465)	(68,477)
Other comprehensive (loss)/income:				
Items that may be subsequently reclassified to the consolidated statement of operations (net of tax):				
Exchange differences from translation of foreign operations	(211)	27,330	(6,077)	52,027
Total other comprehensive (loss)/income for the period	(211)	27,330	(6,077)	52,027
Total comprehensive loss for the period	(31,547)	(28,616)	(49,542)	(16,450)
Attributable to:				
Shareholders of the parent	(31,507)	(28,583)	(49,398)	(16,318)
Non-controlling interests	(40)	(33)	(144)	(132)

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

Interim Condensed Consolidated Statement of Financial Position

(Unaudited) (in thousands of U.S. dollars)			
	Note	June 30, 2026	December 31, 2025
ASSETS			
Non-current assets			
Intangible assets	9	130,096	137,747
Property, plant and equipment	10	281,926	294,688
Right-of-use assets	11	33,152	37,907
Other non-current receivables	12,13	48,891	46,992
Deferred tax assets	8	4,755	4,676
Total non-current assets		498,820	522,010
Current assets			
Inventories	14	73,169	68,537
Trade receivables	15	96,312	103,522
Current tax assets		2,743	2,737
Other current receivables	16	16,066	17,438
Prepaid expenses		12,243	8,608
Cash and cash equivalents	17	44,647	64,345
Total current assets		245,180	265,187
TOTAL ASSETS		744,000	787,197
EQUITY AND LIABILITIES			
Equity			
	18		
Share capital		112	110
Treasury shares		(0)	(0)
Other contributed capital		1,641,601	1,641,601
Other reserves		(231,460)	(225,351)
Accumulated deficit		(1,434,724)	(1,397,805)
Equity attributable to shareholders of the parent		(24,471)	18,555
Non-controlling interests		972	1,116
Total equity		(23,499)	19,671
Liabilities			
Non-current liabilities			
Lease liabilities	11	19,265	24,729
Interest-bearing loans and borrowings	19	173,353	182,783
Provisions	20	—	2,697
Total non-current liabilities		192,618	210,209
Current liabilities			
Lease liabilities	11	12,029	12,457
Interest-bearing loans and borrowings	13,19	344,412	340,266
Trade payables		74,582	66,481
Current tax liabilities		1,121	1,642
Other current liabilities		10,783	11,176
Accrued expenses	21	119,350	107,932
Provisions	20	12,604	17,363
Total current liabilities		574,881	557,317
Total liabilities		767,499	767,526
TOTAL EQUITY AND LIABILITIES		744,000	787,197

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

Interim Condensed Consolidated Statement of Changes in Equity

(Unaudited) (in thousands of U.S. dollars)	Note	Share capital	Treasury shares	Other contributed capital	Other reserves	Accumulated deficit	Equity attributable to shareholders of the parent	Non- controlling interests	Total equity
Balance at December 31, 2025	18	110	(0)	1,641,601	(225,351)	(1,397,805)	18,555	1,116	19,671
Loss for the period		—	—	—	—	(12,006)	(12,006)	(123)	(12,129)
Other comprehensive (loss)/income		—	—	—	(5,885)	—	(5,885)	19	(5,866)
Total comprehensive loss for the period		—	—	—	(5,885)	(12,006)	(17,891)	(104)	(17,995)
Share-based compensation	6	—	—	—	—	2,869	2,869	—	2,869
Balance at March 31, 2026		110	(0)	1,641,601	(231,236)	(1,406,942)	3,533	1,012	4,545
Loss for the period		—	—	—	—	(31,283)	(31,283)	(53)	(31,336)
Other comprehensive loss		—	—	—	(224)	—	(224)	13	(211)
Total comprehensive loss for the period		—	—	—	(224)	(31,283)	(31,507)	(40)	(31,547)
Issue of shares		2	(0)	—	—	—	2	—	2
Share-based compensation	6	—	—	—	—	3,501	3,501	—	3,501
Balance at June 30, 2026		112	(0)	1,641,601	(231,460)	(1,434,724)	(24,471)	972	(23,499)

(Unaudited) (in thousands of U.S. dollars)	Note	Share capital	Treasury shares	Other contributed capital	Other reserves	Accumulated deficit	Equity attributable to shareholders of the parent	Non- controlling interests	Total equity
Balance at December 31, 2024	18	106	(0)	1,628,045	(274,160)	(1,249,303)	104,688	1,435	106,123
Loss for the period		—	—	—	—	(12,430)	(12,430)	(101)	(12,531)
Other comprehensive income		—	—	—	24,695	—	24,695	2	24,697
Total comprehensive income for the period		—	—	—	24,695	(12,430)	12,265	(99)	12,166
Share-based compensation	6	—	—	—	—	3,592	3,592	—	3,592
Balance at March 31, 2025		106	(0)	1,628,045	(249,465)	(1,258,141)	120,545	1,336	121,881
Loss for the period		—	—	—	—	(55,911)	(55,911)	(35)	(55,946)
Other comprehensive income		—	—	—	27,328	—	27,328	2	27,330
Total comprehensive loss for the period		—	—	—	27,328	(55,911)	(28,583)	(33)	(28,616)
Issue of shares		1	(0)	—	—	—	1	—	1
Share-based compensation	6	—	—	—	—	3,453	3,453	—	3,453
Balance at June 30, 2025		107	(0)	1,628,045	(222,137)	(1,310,599)	95,416	1,303	96,719

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

Interim Condensed Consolidated Statement of Cash Flows

(Unaudited)
(in thousands of U.S. dollars)

Operating activities			
Net loss		(43,465)	(68,477)
Adjustments to reconcile net loss to net cash flows			
—Depreciation of property, plant and equipment and right-of-use assets and amortization of intangible assets	9,10,11	25,481	23,475
—Write-downs of inventories	14	2,290	4,360
—Impairment loss/(gain) on trade receivables	15	169	(16)
—Share-based compensation	6	6,370	7,045
—Movements in provisions	20	(7,493)	(7,670)
—Finance (income) and expenses, net	7	14,298	22,505
—Income tax expense	8	507	5,265
—Loss on disposal of property, plant and equipment and intangible assets		(275)	—
—Other		(1,121)	(86)
Interest received		111	1,035
Interest paid		(11,458)	(11,829)
Income tax paid		(2,386)	(1,674)
Changes in working capital:			
—Increase in inventories	14	(8,254)	(959)
—Decrease in trade receivables, other current receivables, prepaid expenses	15,16	2,597	6,382
—Increase in trade payables, other current liabilities, accrued expenses	21	21,065	5,639
Net cash flows used in operating activities		(1,564)	(15,005)
Investing activities			
Purchase of intangible assets	9	(1,744)	(921)
Purchase of property, plant and equipment	10	(8,977)	(9,778)
Proceeds from sale of property, plant and equipment		310	70
Other		(72)	409
Net cash flows used in investing activities		(10,483)	(10,220)
Financing activities			
Repayment of liabilities to credit institutions	19	—	(1,320)
Proceeds from liabilities to credit institutions	19	1,448	—
Payment of loan transaction costs	7,19	(1,517)	(1,020)
Repayment of lease liabilities	11	(6,418)	(5,811)
Cash flows used in financing activities		(6,487)	(8,151)
Net decrease in cash and cash equivalents		(18,534)	(33,376)
Cash and cash equivalents at the beginning of the period		64,345	98,923
Exchange rate differences in cash and cash equivalents		(1,164)	2,384
Cash and cash equivalents at the end of the period	17	44,647	67,931

The accompanying notes are an integral part of these interim condensed consolidated financial statements.

Notes to the Interim Condensed Consolidated Financial Statements

(unaudited)

(in thousands of U.S. dollars unless otherwise stated)

Note 1. Corporate Information

Oatly Group AB (publ) (the “Company” or the “parent”) is a public limited company incorporated and domiciled in Sweden. The Company’s registered office is located at Ångfärjekajen 8, Malmö, Sweden.

Oatly Group AB (publ) and its subsidiaries (together, the “Group”) manufacture, distribute and sell oat-based products.

Note 2. Summary of Accounting Policies

The interim condensed consolidated financial statements of Oatly Group AB (publ) for the three and six months ended June 30, 2026 and 2025 have been prepared in accordance with IAS 34 *Interim Financial Reporting*. The Group has prepared the financial statements on the basis that it will continue to operate as a going concern, and there is a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future, and not less than 12 months from the end of the reporting period. In forming this judgment the Group has taken into consideration principal conditions, events and assumptions in relation to the Group’s ability to meet its financial covenants and other obligations. The accounting policies adopted are consistent with those of the previous financial year and corresponding interim reporting period.

The interim financial information reflects all normal recurring adjustments that are, in the opinion of management, necessary to fairly present the information set forth herein. The interim condensed consolidated financial statements should be read in conjunction with the Group’s consolidated financial statements for the year ended December 31, 2025, as they do not include all the information and disclosures required in the annual consolidated financial statements. Interim results are not necessarily indicative of the results for a full year. The interim condensed consolidated financial statements are presented in thousands of U.S. dollars, unless otherwise stated.

New and Amended Standards and Interpretations Issued but not yet Adopted

In February 2026, the European Union endorsed IFRS 18 Presentation and Disclosure in Financial Statements, which is effective for annual reporting periods beginning on or after January 1, 2027. During the first half of 2026, the Group continued to assess the potential impacts of the new standard. The assessment has primarily focused on the presentation of the statement of profit or loss, disclosures relating to management-defined performance measures, and the requirements for aggregation and disaggregation of information in the financial statements. The Group currently expects that IFRS 18 will primarily affect the presentation and disclosures in the financial statements.

There are no other IFRS® Accounting Standards as issued by the International Accounting Standards Board (“IFRS Accounting standards”) that are expected to have a material impact on the Group in the current or future reporting periods or on foreseeable future transactions, other than those included in the 2025 Annual Report.

Note 3. Significant Accounting Judgments, Estimates and Assessments

In preparing these interim condensed consolidated financial statements, the significant judgments made by management in applying the Group’s accounting policies and the key sources of estimation and uncertainty were the same as those applied to the consolidated financial statements for the year ended December 31, 2025.

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectation of future events.

Note 4. Seasonality

To date, we have not experienced pronounced seasonality, but such fluctuations may have been masked by our historical growth and macroeconomic trends, including higher inflation. As the Group continues to grow, including the relative size of our markets, we expect to see additional seasonality effects, especially within the food retail channel, with revenue contribution from this channel tending to be linked with holiday season periods. For example, the Lunar New Year one week celebration occurring in the first quarter of the calendar year has resulted in lower volumes sold in Greater China and the rest of the Asia business compared to the remaining quarterly periods of the year.

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

Note 5. Segment Information

5.1 Revenue, Adjusted EBITDA and EBITDA

Revenue, Adjusted EBITDA and EBITDA

Three months ended June 30, 2026	Europe & International	North America	Greater China	Corporate*	Eliminations**	Total
Revenue						
Revenue from external customers	143,067	66,919	30,109	—	—	240,095
Intersegment revenue	540	—	—	—	(540)	—
Total segment revenue	143,607	66,919	30,109	—	(540)	240,095
Adjusted EBITDA	24,994	735	(1,463)	(23,844)	—	422
Share-based compensation expense	(611)	(336)	(189)	(2,365)	—	(3,501)
Restructuring costs ⁽¹⁾	(6)	—	—	(729)	—	(735)
Strategic review of Greater China business ⁽²⁾	—	—	(817)	—	—	(817)
Non-controlling interests	—	—	(53)	—	—	(53)
EBITDA	24,377	399	(2,522)	(26,938)	—	(4,684)
Finance income and (expenses), net	—	—	—	—	—	(13,394)
Depreciation and amortization	—	—	—	—	—	(12,627)
Loss before tax	—	—	—	—	—	(30,705)

Three months ended June 30, 2025	Europe & International	North America	Greater China	Corporate*	Eliminations**	Total
Revenue						
Revenue from external customers	118,193	63,185	26,976	—	—	208,354
Intersegment revenue	455	—	—	—	(455)	—
Total segment revenue	118,648	63,185	26,976	—	(455)	208,354
Adjusted EBITDA	24,261	(2,369)	(636)	(24,819)	—	(3,563)
Share-based compensation expense	(515)	(328)	(334)	(2,276)	—	(3,453)
Restructuring costs ⁽¹⁾	(471)	(585)	(42)	(295)	—	(1,393)
Strategic review of Greater China business ⁽²⁾	—	—	(1,378)	—	—	(1,378)
Non-controlling interests	—	—	(35)	—	—	(35)
EBITDA	23,275	(3,282)	(2,425)	(27,390)	—	(9,822)
Finance income and (expenses), net	—	—	—	—	—	(31,916)
Depreciation and amortization	—	—	—	—	—	(12,294)
Loss before tax	—	—	—	—	—	(54,032)

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

Six months ended June 30, 2026	Europe & International	North America	Greater China	Corporate*	Eliminations**	Total
Revenue						
Revenue from external customers	279,863	129,109	59,448	—	—	468,420
Intersegment revenue	1,236	—	—	—	(1,236)	—
Total segment revenue	281,099	129,109	59,448	—	(1,236)	468,420
Adjusted EBITDA	56,562	1,394	(2,230)	(50,341)	—	5,385
Share-based compensation expense	(1,149)	(601)	(643)	(3,977)	—	(6,370)
Restructuring costs ⁽¹⁾	32	(106)	—	(997)	—	(1,071)
Strategic review of Greater China business ⁽²⁾	—	—	(947)	—	—	(947)
Non-controlling interests	—	—	(176)	—	—	(176)
EBITDA	55,445	687	(3,996)	(55,315)	—	(3,179)
Finance income and (expenses), net	—	—	—	—	—	(14,298)
Depreciation and amortization	—	—	—	—	—	(25,481)
Loss before tax	—	—	—	—	—	(42,958)

Six months ended June 30, 2025	Europe & International	North America	Greater China	Corporate*	Eliminations**	Total
Revenue						
Revenue from external customers	225,858	123,071	56,955	—	—	405,884
Intersegment revenue	1,144	—	—	—	(1,144)	—
Total segment revenue	227,002	123,071	56,955	—	(1,144)	405,884
Adjusted EBITDA	39,797	(1,240)	982	(46,833)	—	(7,294)
Share-based compensation expense	(983)	(686)	(723)	(4,653)	—	(7,045)
Restructuring costs ⁽¹⁾	(471)	(1,253)	(42)	(459)	—	(2,225)
Strategic review of Greater China business ⁽²⁾	—	—	(1,378)	—	—	(1,378)
Closure of production facility ⁽³⁾	846	—	—	—	—	846
Non-controlling interests	—	—	(136)	—	—	(136)
EBITDA	39,189	(3,179)	(1,297)	(51,945)	—	(17,232)
Finance income and (expenses), net	—	—	—	—	—	(22,505)
Depreciation and amortization	—	—	—	—	—	(23,475)
Loss before tax	—	—	—	—	—	(63,212)

* Corporate consists of general costs not allocated to the segments.

** Eliminations in 2026 refers to intersegment revenue for sales of products from Europe & International to Greater China and North America. Eliminations in 2025 refers to intersegment revenue for sales of products from Europe & International to Greater China.

(1) Relates primarily to severance costs as the Group adjusts its organizational structure.

(2) Relates to costs for the strategic review of the Greater China segment.

(3) Relates to reversal of previously recognized exit costs related to closure of the Group's production facility in Singapore.

5.2 Non-current Assets by Country

Non-current assets for this purpose consist of property, plant and equipment and right-of-use assets.

	June 30, 2026	December 31, 2025
Sweden	120,850	127,151
China	88,374	92,694
US	74,846	79,455
The Netherlands	29,512	32,002
Other	1,496	1,293
Total	315,078	332,595

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

5.3 Revenue From External Customers, Broken Down by Location of the Customers

The Group is domiciled in Sweden. The amount of its revenue from external customers, broken down by location of the customers, is shown in the table below.

	Three months ended June 30,		Six months ended June 30,	
	2026	2025	2026	2025
US	65,077	61,552	125,620	120,346
Germany	39,061	30,910	76,376	59,803
UK	36,889	36,788	73,241	68,601
China	29,869	26,595	59,092	56,234
Sweden	13,050	11,909	26,509	23,219
The Netherlands	7,773	6,943	15,963	13,909
Switzerland	5,258	3,803	10,787	7,593
Finland	4,240	4,638	8,876	9,135
Other	38,878	25,216	71,956	47,044
Total	240,095	208,354	468,420	405,884

There are no countries that individually make up greater than 10% of total revenue included in “Other”.

5.4 Revenue From External Customers, Broken Down by Channel and Segment

Revenue from external customers, broken down by channel and segment, is shown in the table below.

Three months ended June 30, 2026	Europe & International	North America	Greater China	Total
Retail	110,449	42,096	10,278	162,823
Foodservice	31,840	24,491	16,188	72,519
Other	778	332	3,643	4,753
Total	143,067	66,919	30,109	240,095
Three months ended June 30, 2025	Europe & International	North America	Greater China	Total
Retail	93,594	37,219	6,357	137,170
Foodservice	23,783	25,602	16,821	66,206
Other	816	364	3,798	4,978
Total	118,193	63,185	26,976	208,354
Six months ended June 30, 2026	Europe & International	North America	Greater China	Total
Retail	219,236	82,290	18,311	319,837
Foodservice	59,455	45,909	34,757	140,121
Other	1,172	910	6,380	8,462
Total	279,863	129,109	59,448	468,420
Six months ended June 30, 2025	Europe & International	North America	Greater China	Total
Retail	179,034	73,243	10,290	262,567
Foodservice	45,085	49,113	39,625	133,823
Other	1,739	715	7,040	9,494
Total	225,858	123,071	56,955	405,884

Other is primarily related to e-commerce, both direct-to-consumer and through third-party platforms.

Oatmilk accounted for 92% and 91% of the Group’s revenue in the six months ended June 30, 2026 and 2025, respectively.

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

Note 6. Share-based Compensation

During the year ended December 31, 2021, in connection with the initial public offering, the Company implemented an incentive award program, the 2021 Incentive Award Plan (“the 2021 Plan”). The principal purpose of the 2021 Plan is to attract, retain and motivate selected employees, consultants and members of the Board of Directors through the granting of share-based compensation awards and cash-based performance bonus awards from 2021 and onwards. On May 20, 2026, the annual general meeting of shareholders of the Company (the “2026 AGM”) resolved to increase the total number of ordinary shares reserved for grants under the 2021 Plan to 143,861,475 ordinary shares, which may be granted pursuant to a variety of share-based compensation awards, including, but not limited to, stock options and RSUs. To secure the future delivery of ordinary shares and ADSs under the 2021 Plan, the Company’s shareholders resolved to issue a total of 143,861,475 warrants. See Note 18 *Equity*.

During the six months ended June 30, 2026, the Company, under the 2021 Plan, granted 1,409,218 RSUs, of which 350,453 were granted to members of key management, including the executive officers, and the Board of Directors. 687,258 RSUs vested during the period, of which 235,450 were to key management. The RSUs are accounted for as equity-settled share-based compensation transactions. The RSUs are measured based on the fair market value of the underlying ADSs on the date of grant. The RSUs granted to employees under the 2021 Plan vest in equal installments on each of the first three anniversaries of the date of grant, subject to continued service. The RSUs granted to members of the Company’s Board of Directors vest on the date of the next annual general meeting of shareholders following the grant date, subject to continued service on the applicable vesting date. Notwithstanding the foregoing, and as approved by the 2026 AGM, 54,936 of the RSUs that the Company granted to members of the Company’s Board of Directors during the six months ended June 30, 2026, vested on May 31, 2026. These RSUs were granted as a one-time additional allocation to compensate certain members of the Board of Directors for a shortfall in equity-based awards in 2025.

Activity in the Group’s RSUs outstanding and related information is as follows:

	Number of RSUs	Weighted average grant date fair value (\$)
As of December 31, 2025	1,621,503	13.51
Granted during the period	1,409,218	10.05
Forfeited during the period	(106,200)	12.92
Vested during the period	(687,258)	14.89
As of June 30, 2026	2,237,263	10.94

During the six months ended June 30, 2026, the Company, under the 2021 Plan, granted 316,598 new stock options, all of which were granted to key management. 144,236 stock options vested during the period, of which 84,771 were to key management. The stock options are accounted for as equity-settled share-based compensation transactions. For stock options granted under the 2021 Plan, the exercise price is equal to the fair value of the ADSs on the date of grant. The stock options granted to participants under the 2021 Plan vest in equal installments on each of the first three anniversaries of the date of grant, subject to continued service. Stock options granted prior to 2026 expire five years after vesting in relation to each installment, corresponding to a total term of six, seven and eight years for the respective installment. Stock options granted during 2026 will expire seven years after the date of grant.

Activity in the Group’s stock options outstanding and related information is as follows:

	Number of stock options	Weighted average exercise price (\$)
As of December 31, 2025	464,838	26.81
Granted during the period	316,598	10.05
Forfeited during the period	(6,709)	23.03
Expired during the period	(17,811)	26.93
As of June 30, 2026	756,916	19.83
Vested and exercisable as of June 30, 2026	324,854	29.03

The fair value at grant date of the stock options granted during the financial year 2026 was \$5.68 for the May 2026 grant date. The fair value at grant date of the stock options granted during the financial year 2024 was \$13.4 for the May 2024 grant date and \$9.2 for the November 2024 grant date. The fair value at grant date of the stock options granted during the financial year 2023 was \$19.6 for the May 2023 grant date, \$21.8 for the July 2023 grant date and \$8.6 for the November 2023 grant date. The fair value at grant date of the stock options granted during the financial year 2022 was \$29.8 for the May 2022 grant date and \$17.2 for the November 2022 grant date. The fair value at grant date of the stock

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

options granted during the financial year 2021 was \$124.8 for the May 2021 grant date and \$73.4 for the November 2021 grant date. The fair value of the stock options at grant date has been determined using the Black-Scholes option-pricing model, which takes into account the exercise price, the expected term of the stock options, the ADS price at grant date, expected price volatility of the underlying ADS, the expected dividend yield, the risk-free interest rate for the term of the stock options and the correlations and volatilities of the peer group companies. The Company does not anticipate paying any cash dividends in the near future and therefore uses an expected dividend yield of zero in the option valuation model.

The following table lists the inputs to the Black-Scholes option-pricing model used for stock options granted during the six months ended June 30, 2026:

Expected term (years)	7
Weighted-average ADS price at grant date	10.05
Expected price volatility of the Company's ADSs (%)	50.0%
Risk-free interest rate (%)	4.27%

Each RSU or stock option entitles the holder to acquire, as determined by the Board of Directors, either twenty ordinary shares, twenty warrants or one ADS in the Company.

Share-based compensation expense was \$3.5 million for the three months ended June 30, 2026 (2025: \$3.5 million) and \$6.4 million for the six months ended June 30, 2026 (2025: \$7.0 million).

Note 7. Finance Income and Expenses

	Three months ended June 30,		Six months ended June 30,	
	2026	2025	2026	2025
Interest income	936	1,085	1,835	2,379
Other financial income	—	155	—	155
Net foreign exchange difference	(608)	(7,763)	1,064	(5,565)
Interest expenses on lease liabilities	(592)	(749)	(1,216)	(1,494)
Interest expenses on loans and borrowings	(14,264)	(15,195)	(27,985)	(29,335)
Fair value changes on derivatives	(548)	(504)	(1,204)	(199)
Fair value changes on Convertible Notes	2,287	(8,592)	14,558	13,506
Other financial expenses	(605)	(353)	(1,350)	(1,952)
Total finance income and expenses, net	(13,394)	(31,916)	(14,298)	(22,505)

Fair value changes on Convertible Notes contain the fair value changes less the coupon rate and changes in credit risk. The coupon rate on the Convertible Notes is 9.25%. Interest expenses on loan and borrowings for the three months ended June 30, 2026 and 2025 contain interest expense on Convertible Notes of \$9.1 million and \$9.2 million, respectively. Interest expenses on loan and borrowings for the six months ended June 30, 2026 and 2025 contain interest expense on Convertible Notes of \$17.8 million and \$18.1 million, respectively. See Note 13 *Fair Value of Financial Instruments* and Note 19 *Interest-bearing Loans and Borrowings*.

See Note 19 *Interest-bearing Loans and Borrowings* for further details on the Group's credit facilities.

Note 8. Income Tax

Total tax expense for the three and six months ended June 30, 2026 was \$0.6 million and \$0.5 million respectively. Total tax expense for each of the three and six months ended June 30, 2025 was \$1.9 million and \$5.3 million, respectively. The effective tax rate for the three and six months ended June 30, 2026 was 2.1% and 1.2%, respectively. The effective tax rate for three and six months ended June 30, 2025 was 3.5% and 8.3%, respectively. The main drivers of the effective tax rate relate to non-recognition of deferred tax assets on tax losses and tax effect relating to foreign exchange effects recognized in other comprehensive income. The Group operates in a global environment with significant operations in various jurisdictions outside Sweden. Accordingly, the consolidated income tax rate is a composite rate reflecting the Group's earnings and the applicable tax rates in the various jurisdictions where the Group operates, and whether or not deferred tax assets are able to be recognized.

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

Note 9. Intangible Assets

A summary of the intangible assets as at June 30, 2026 and December 31, 2025 is as follows:

	Goodwill	Capitalized software	Other intangible assets	Ongoing development costs	Total
Cost					
At December 31, 2025	128,489	18,656	10,830	1,906	159,881
Additions	—	115	589	1,141	1,845
Reclassifications	—	783	—	(783)	—
Exchange differences	(7,020)	(1,038)	(524)	(138)	(8,720)
At June 30, 2026	121,469	18,516	10,895	2,126	153,006
Accumulated amortization					
At December 31, 2025	—	(14,752)	(7,107)	(275)	(22,134)
Amortization charge	—	(1,220)	(808)	—	(2,028)
Exchange differences	—	865	371	16	1,252
At June 30, 2026	—	(15,107)	(7,544)	(259)	(22,910)
Cost, net accumulated amortization					
At December 31, 2025	128,489	3,904	3,723	1,631	137,747
At June 30, 2026	121,469	3,409	3,351	1,867	130,096

Amortization expense for the three months ended June 30, 2026 was \$0.9 million (2025: \$1.1 million). Amortization expense for the six months ended June 30, 2026 was \$2.0 million (2025: \$2.1 million).

Note 10. Property, Plant and Equipment

A summary of property, plant, and equipment as at June 30, 2026 and December 31, 2025 is as follows:

	Land and buildings	Plant and machinery	Construction in progress	Total
Cost				
At December 31, 2025	113,151	313,567	32,415	459,133
Additions	281	4,064	6,245	10,590
Disposals	(30)	(921)	(391)	(1,342)
Reclassifications	1,267	2,867	(4,134)	—
Exchange differences	(2,789)	(4,256)	(116)	(7,161)
At June 30, 2026	111,880	315,321	34,019	461,220
Accumulated depreciation and impairment				
At December 31, 2025	(26,039)	(120,016)	(18,390)	(164,445)
Depreciation charge	(3,638)	(14,302)	—	(17,940)
Disposals	28	677	—	705
Exchange differences	713	2,133	(460)	2,386
At June 30, 2026	(28,936)	(131,508)	(18,850)	(179,294)
Cost, net accumulated depreciation and impairment				
At December 31, 2025	87,112	193,551	14,025	294,688
At June 30, 2026	82,944	183,813	15,169	281,926

Depreciation expense for the three months ended June 30, 2026 was \$8.9 million (2025: \$8.4 million). Depreciation expense for the six months ended June 30, 2026 was \$17.9 million (2025: \$15.8 million).

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

Note 11. Leases

Lease terms for production facilities are generally between 10 and 20 years, and lease terms for other properties (i.e., offices) are generally between one and 15 years. Lease terms for production equipment are generally between one and five years. The Group also has leases with a shorter lease term than 12 months and leases pertaining to assets of low value, such as office equipment. For these, the Group has chosen to apply the exemption rules in IFRS 16 Leases, meaning the value of these contracts is not part of the right-of-use asset or lease liability.

Below is the roll-forward of lease right-of-use assets:

	Land and buildings	Plant and machinery	Total
Cost			
At December 31, 2025	54,852	27,054	81,906
Increases	1,047	146	1,193
Decreases	(1,047)	(1,047)	(2,094)
Exchange differences	(433)	(257)	(690)
At June 30, 2026	54,419	25,896	80,315
Accumulated depreciation			
At December 31, 2025	(28,260)	(15,739)	(43,999)
Depreciation	(3,700)	(1,813)	(5,513)
Decreases	729	1,132	1,861
Exchange differences	178	310	488
At June 30, 2026	(31,053)	(16,110)	(47,163)
Cost, net accumulated depreciation			
At December 31, 2025	26,592	11,315	37,907
At June 30, 2026	23,366	9,786	33,152

Depreciation expense for the three months ended June 30, 2026 was \$2.7 million (2025: \$2.9 million). Depreciation expense for the six months ended June 30, 2026 was \$5.5 million (2025: \$5.6 million)

Below is the maturity analysis of lease liabilities:

	June 30, 2026
Lease liabilities	
Maturity Analysis	
Less than 3 months	3,096
Between 3 months and 1 year	9,287
Between 1 and 2 years	7,166
Between 2 and 5 years	11,524
After 5 years	9,749
Total lease commitments	40,822
Impact of discounting remaining lease payments	(9,528)
Total lease liabilities at June 30, 2026	31,294
Lease liabilities included in the condensed consolidated statement of financial position at June 30, 2026	
Non-current	19,265
Current	12,029
Total	31,294

The Group has the following lease agreements, which had not commenced as of June 30, 2026, but to which the Group is committed:

- One lease agreement regarding production equipment in Ma'anshan, China, under which the Group's obligations collectively amount to \$3.7 million for a term of six years.

Note 12. Other Non-current Receivables

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

	June 30, 2026	December 31, 2025
Promissory note	29,714	27,990
Long-term prepaid expenses	14,279	13,485
Derivatives	3,745	4,375
Deposits	854	1,007
Other receivables	299	135
Total	48,891	46,992

The promissory note is part of the purchase price from selling the manufacturing facilities in Ogden, Utah and Dallas-Fort Worth, Texas during 2023. The note has a maturity date of May 31, 2028. The nominal interest rate is 8% for the first year and then increases by 200 basis points each year. The interest is capitalized semi-annually, and the effective interest rate is 12.56%.

Long-term prepaid expenses consist primarily of a credit toward future use of shared assets at the manufacturing facility in Ogden.

Derivatives consist of interest rate cap and embedded derivatives related to the Company's Nordic Bonds. See Note 19 *Interest-bearing Loans and Borrowings* for further details on the Nordic Bonds.

Note 13. Fair Value of Financial Instruments

This note explains the judgments and estimates made in determining the fair values of the financial instruments that are recognized and measured at fair value in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1: The fair value of financial instruments traded in active markets (such as publicly traded derivatives and equity securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in Level 1.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques, which maximize the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.

Specific valuation techniques used in Level 2 to value financial instruments include:

- for foreign currency forwards, the present value of future cash flows based on the forward exchange rates at the balance sheet date
- for interest rate caps – option pricing models (e.g. Black-Scholes model)

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3. This is the case for unlisted equity securities.

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

Recurring fair value measurements at June 30, 2026	Level 1	Level 2	Level 3
Financial assets			
Derivatives (part of Other non-current receivables)	—	3,745	—
Total financial assets	—	3,745	—
Financial liabilities			
Convertible Notes (part of Current interest-bearing loans and borrowings)	—	—	336,364
Derivatives (part of Other current liabilities)	—	434	—
Total financial liabilities	—	434	336,364
Recurring fair value measurements at December 31, 2025	Level 1	Level 2	Level 3
Financial assets			
Derivatives (part of Other non-current receivables)	—	4,375	—
Derivatives (part of Other current receivables)	—	129	—
Total financial assets	—	4,504	—
Financial liabilities			
Convertible Notes (part of Current interest-bearing loans and borrowings)	—	—	333,145
Total financial liabilities	—	—	333,145

There were no transfers between the levels during the six months ended June 30, 2026 and the year ended December 31, 2025.

The carrying amount of the promissory note is a reasonable approximation of fair value. See Note 12 *Other Non-current Receivables*.

The carrying amount of the Nordic Bonds in the Group is a reasonable approximation of fair value. See Note 19 *Interest-bearing Loans and Borrowings*.

The carrying amount of current liabilities to credit institutions and other financial instruments in the Group is a reasonable approximation of fair value since they are short-term, and the discount effect is not significant.

Convertible Notes

	Convertible Notes
At January 1, 2025	324,395
Fair value changes (including interest expenses) recognized in the consolidated statement of operations	30,739
Change in fair value recognized in consolidated statement of comprehensive (loss)/income	16,355
Repurchase of U.S. Notes	(38,344)
At December 31, 2025	333,145
Fair value changes (including interest expenses) recognized in the consolidated statement of operations	3,219
At June 30, 2026	336,364

	June 30, 2026	December 31, 2025
Carrying amount	336,364	333,145
Amount the Company is contractually obligated to pay to holders of the Convertible Notes at maturity	490,873	490,873
Difference between carrying amount and the amount the Company is contractually obligated to pay to holders of Convertible Notes at maturity	(154,509)	(157,728)

The Group determines the amount of fair value changes which are attributable to credit risk by first determining the changes due to market conditions which give rise to market risk, and then deducting those changes from the total change in fair value of the Convertible Notes. Market conditions which give rise to market risk include changes in the benchmark interest rate. Fair value movements on the conversion option embedded derivative are included in the assessment of market risk fair value changes.

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

The fair value of the instrument in its entirety has been determined by using a combination of a Monte Carlo simulation and a discounted cash flow analysis.

The following table lists the key inputs and assumptions used in the valuation model as of June 30, 2026:

	June 30, 2026	December 31, 2025
Conversion price per ADS (\$) ⁽¹⁾	27.2-28.2	27.2-28.2
ADS price at valuation date (\$)	9.35	10.69
Expected price volatility of the Company ADS (%)	60.00	60.00
Risk-free interest rate (%)	4.14	3.53
Market interest rate (%)	20.60	18.00

(1) The U.S. Notes (as defined below) are convertible at the option of each holder at a conversion price of \$27.20 per ADS, subject to customary anti-dilution adjustments. The HH Notes (as defined below) are convertible at the option of each holder at a conversion price of \$28.20 per ADS, subject to customary anti-dilution adjustments. The Swedish Notes (as defined below) are convertible at the option of each holder at a conversion price of \$1.36 per ordinary share, subject to customary anti-dilution adjustments. For further details on the Convertible Notes, see Note 19 *Interest-bearing Loans and Borrowings*.

The market interest rate has been assessed based on the observed range of yields on corporate bonds with comparable terms and comparable credit ratings to that of the Group.

The following table shows the impact of the key inputs and assumptions on the fair value of the Convertible Notes:

	June 30, 2026	December 31, 2025
ADS price decrease 30%	328,990	322,377
ADS price increase 30%	346,719	346,524
Volatility decrease 10 percentage points	331,748	327,779
Volatility increase 10 percentage points	340,401	336,942
Risk-free interest rate decrease 1 percentage point	335,980	332,581
Risk-free interest rate increase 1 percentage point	336,752	333,707
Market interest rate decrease 1 percentage point	342,389	340,451
Market interest rate increase 1 percentage point	330,498	326,065

For further information on the Convertible Notes, see Note 19 *Interest-bearing Loans and Borrowings*.

Note 14. Inventories

	June 30, 2026	December 31, 2025
Raw materials and consumables	14,284	12,326
Finished goods	58,885	56,211
Total	73,169	68,537

Inventories recognized as an expense for the three months ended June 30, 2026 amounted to \$149.0 million (2025: \$133.2 million). Inventories recognized as an expense for the six months ended June 30, 2026 amounted to \$290.8 million (2025: \$260.8 million). The expenses were included in cost of goods sold.

Write-downs of inventories to net realizable value for the three months ended June 30, 2026 amounted to \$1.6 million (2025: \$0.8 million). Write-downs of inventories to net realizable value for the six months ended June 30, 2026 amounted to \$2.3 million (2025: \$4.4 million). The write-downs were recognized as an expense for each period and included in cost of goods sold.

Note 15. Trade Receivables

	June 30, 2026	December 31, 2025
Trade receivables	97,424	104,817
Less: allowance for expected credit losses	(1,112)	(1,295)
Trade receivables—net	96,312	103,522

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

Carrying amounts, by currency, for the Group's trade receivables are as follows:

	June 30, 2026	December 31, 2025
EUR	32,190	30,788
GBP	18,676	21,155
USD	17,258	20,116
CNY	14,617	17,956
SEK	2,480	4,430
Other	11,091	9,077
Total	96,312	103,522

The maximum exposure to credit risk on the date of the statement of financial position is the carrying amounts according to the above.

Note 16. Other Current Receivables

	June 30, 2026	December 31, 2025
Value added tax	6,243	7,604
Advance payments to vendors	6,850	2,201
Derivatives	—	129
Other	2,973	7,504
Total	16,066	17,438

Note 17. Cash and Cash Equivalents

	June 30, 2026	December 31, 2025
Cash at bank and on hand	44,647	64,345
Total	44,647	64,345

Note 18. Equity***Share Capital and Treasury Shares***

In May 2021 and May 2026, the shareholders resolved to issue 69,496,515 and 74,364,960 warrants, respectively, to secure the future delivery of ordinary shares under the 2021 Plan. During May and June 2026, the Company exercised 13,757,320 warrants (May 2025: 8,452,360 warrants, May 2024: 3,667,255 warrants, May 2023: 2,882,164 warrants, and May 2022: 650,000 warrants). As of June 30, 2026 and December 31, 2025, there were 114,452,376 and 53,844,736 warrants outstanding, respectively.

Upon exercise of the warrants in May and June 2026, 13,757,320 ordinary shares were allotted and issued. During the six months ended June 30, 2026, the equivalent of 13,745,160 ordinary shares have been delivered to participants under the 2021 Incentive Award Plan in the form of ADSs. The remaining balance is held as treasury shares to enable the Company's timely delivery of ordinary shares upon the exercise of outstanding stock options and to meet future vesting of the RSUs.

As of June 30, 2026 and December 31, 2025, 638,245,161 and 624,500,001 ordinary shares, respectively were outstanding, and the par value per share was \$0.00018 (SEK 0.0015). The Company had 903,619 and 891,459 treasury shares as of June 30, 2026 and December 31, 2025, respectively.

Other Contributed Capital

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

As of June 30, 2026 and December 31, 2025 other contributed capital of \$1,641.6 million, respectively, consists of share premium, shareholders contribution and proceeds from warrant issues and exercise of stock options.

Other Reserves

As of June 30, 2026 other reserves of \$(231.5) million consists of fair value reserve of \$(80.0) million related to fair value gains and losses on the Convertible Notes attributable to changes in the Group's credit risk, and foreign currency translation reserve of \$(151.5) million primarily related to the exchange differences occurring from the translation of foreign operations in another currency than the reporting currency of the Group (USD).

As of December 31, 2025 other reserves of \$(225.4) million consists of fair value reserve of \$(80.0) million related to fair value gains and losses on the Convertible Notes attributable to changes in the Group's credit risk, and foreign currency translation reserve of \$(145.4) million primarily related to the exchange differences occurring from the translation of foreign operations in another currency than the reporting currency of the Group (USD).

Accumulated Deficit

As of June 30, 2026 and December 31, 2025, accumulated deficit of \$(1,434.7) million and \$(1,397.8) million, respectively, consists of accumulated losses and share-based compensation.

Non-controlling Interest

On July 27, 2023, one of the Group's subsidiaries in China carried out a share issue. Prior to the share issue the Group owned 100 percent of the share capital in the subsidiary. Xiangpiaopiao Food Co., Ltd. subscribed for a part of the new issued shares and owns 40 percent of the share capital after the transaction, whereas the Group recognized a non-controlling interest. As of June 30, 2026 and December 31, 2025, non-controlling interests amounted to \$1.0 million and \$1.1 million, respectively.

Note 19. Interest-bearing Loans and Borrowings

	June 30, 2026	December 31, 2025
Non-current interest-bearing loans and borrowings		
Nordic Bonds	173,353	182,783
Total non-current interest-bearing loans and borrowings	173,353	182,783
Current interest-bearing loans and borrowings		
Convertible Notes	336,364	333,145
Nordic Bonds	3,647	4,276
Liabilities to credit institutions	4,401	2,845
Total current interest-bearing loans and borrowings	344,412	340,266
Total	517,765	523,049

As of June 30, 2026, interest-bearing loans and borrowing amounted to \$517.8 million and was related to the Nordic Bonds, the Convertible Notes, and utilized amounts on the CMB Credit Facility (each as defined below). As of December 31, 2025, interest-bearing loans and borrowing amounted to \$523.0 million and was related to the Nordic Bonds, the Convertible Notes, and utilized amounts on the CMB Credit Facility (each as defined below).

Nordic Bonds

On September 30, 2025, the Company issued SEK denominated senior secured floating rate bonds (the "Nordic Bonds") under the terms and conditions entered into by the Company with Nordic Trustee & Agency AB (publ) on September 29, 2025. The Nordic Bonds had an initial issue amount of SEK 1,700 million (equivalent of \$180.9 million) and a tenor of four years, subject to certain early redemption features. Following the satisfaction of certain conditions, the proceeds from the Nordic Bonds were released to the Company from escrow on October 3, 2025, and

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

used to prepay the Term Loan B Credit Agreement in full, repurchase and cancel certain of the U.S. Notes (as defined below) and pay related transaction costs. The Nordic Bonds accrue interest at an interest rate equal to 3-month STIBOR plus 7.00 per cent. per annum applied to the nominal amount of the Nordic Bonds. The material terms of the Nordic Bonds include, among other things, (i) a mandatory total redemption of the Nordic Bonds on or before June 14, 2028 unless certain thresholds in respect of repurchase of Convertible Notes have been met prior to March 14, 2028, (ii) a requirement to maintain cash and cash equivalent investments equal to the interest payable under the Nordic Bonds for the next three interest periods, (iii) a debt incurrence test which applies in respect of any subsequent tap issues under the terms of the Nordic Bonds or other indebtedness which ranks pari passu with the Nordic Bonds or is subordinated to the Nordic Bonds, (iv) a distribution incurrence test (total net leverage ratio of the Group shall be equal to or less than 2.75:1, pro forma for the payment) which applies in respect of certain distributions by the Company to its shareholders, including dividends, and (v) other negative covenants such as restrictions on indebtedness, liens and asset disposals. As of June 30, 2026, the Group had SEK 1,719 million (equivalent of \$176.9 million) outstanding under the Nordic Bonds, including accrued interest. As of December 31, 2025, the Group had SEK 1,716 million (equivalent of \$187.1 million) outstanding under the Nordic Bonds, including accrued interest.

Currency Risk (Transaction Risk)

The Nordic Bonds are denominated in SEK and the issuer within the Group is Oatly Group AB (publ) with a functional currency of USD. The Group is therefore exposed to currency risk USD/SEK and if the rate would increase/decrease by 10% the impact on loss before tax for six months ended June 30, 2026, would be \$15.8 million.

Interest Rate Risk

The Group is exposed to interest rate risk that arises from the Nordic Bonds that carry an interest of STIBOR 3M. To manage the risk the Group has entered into interest rate cap for a partial amount of SEK 850 million of the Nordic Bonds. The cap is 1.95% and has a maturity of 3 years (September 2028). The effect from increase in basis points is limited due to the cap that economically hedges the Nordic Bonds. If variable interest increased by 100 basis points the impact on loss before tax for six months ended June 30, 2026, would be \$0.4 million. If variable interest decreased by 100 basis points the impact on loss before tax for the six months ended June 30, 2026, would be \$0.9 million.

Liabilities to Credit Institutions

On March 19, 2025, the Group's indirect subsidiary Oatly Shanghai Co., Ltd. entered into a new RMB 30.0 million (equivalent of \$4.2 million) working capital credit facility with China Merchants Bank Co., Ltd. Shanghai Branch (the "CMB Credit Facility"). Individual utilizations under the CMB Credit Facility are subject to the lender's approval, and are available for one year, are unsecured, and includes creditor protection in the form of, among other things, representations, covenants (including negative pledge, restrictions on borrowings, investments and dispositions by Oatly Shanghai Co., Ltd., distributions by Oatly Shanghai Co., Ltd. and entry into transactions with its affiliates) and events of default. As of June 30, 2026, the Group had utilized loan amounts of RMB 30.0 million (equivalent of \$4.4 million) under the CMB Credit Facility. As of December 31, 2025, the Group had utilized loan amounts of RMB 20.0 million (equivalent of \$2.8 million) under the CMB Credit Facility.

On September 30, 2025, the Company entered into a SEK 750 million (equivalent to \$79.8 million) super senior revolving credit facility agreement with JP Morgan, Nordea and Rabobank (the "SSRCF"), which came into effect on October 3, 2025. The existing Sustainable Revolving Credit Facility Agreement (the "SRCF") was cancelled, terminated and replaced by the SSRCF. The SSRCF has a committed tenor of two years and six months, with an uncommitted option to extend by an additional 15 months, and an initial margin of 4.00% p.a. (subject to leverage-based adjustments). Furthermore, it includes the following financial covenants: (i) tangible solvency ratio, (ii) minimum EBITDA (which ceases to apply following the third quarter of 2027), (iii) minimum liquidity (which ceases to apply following the third quarter of 2027), and (iv) total net leverage ratio (which commences to apply in respect of the LTM period ending on 30 September 2027). Moreover, the terms and conditions of the SSRCF contain certain negative covenants such as restrictions on dividends, indebtedness, liens, investments, acquisitions and asset disposals. Subject to certain exceptions, the payment of dividends by the Company generally requires that the total net leverage ratio of the Group is equal to or less than 3.50:1 (pro forma for the payment). The SSRCF is sustainability-linked and the margin is subject to certain adjustments based on performance against three key performance indicators: (i) reduction of greenhouse gas emissions in production, (ii) reduction of water withdrawal in production and (iii) increase of percentage of women in team manager positions. As of June 30, 2026, the Group had access to \$74.4 million in undrawn SSRCF commitments.

Convertible Notes

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

On March 23, 2023 and April 18, 2023, the Company issued \$300 million aggregate principal amount of 9.25% Convertible Senior PIK Notes due 2028 (the notes issued on March 23, 2023, the “U.S. Notes” and the notes issued on April 18, 2023, the “Swedish Notes” and, together with the U.S. Notes, the “Original Convertible Notes” and the Original Convertible Notes, together with the HH Notes (as defined below), the “Convertible Notes”). The U.S. Notes and the Swedish Notes have substantially identical economic terms.

Certain of the Company’s existing shareholders, Nativus Company Limited, Verlinvest S.A. (“Verlinvest”) and Blackstone Funds, purchased \$200.1 million aggregate principal amount of the Swedish Notes and other institutional investors purchased \$99.9 million aggregate principal amount of the U.S. Notes. The investors paid an aggregate purchase price of \$291 million, reflecting an original issue discount of 3%.

The Convertible Notes bear interest at a rate of 9.25% per annum, payable semi-annually in arrears in cash or in payment-in-kind, at the Company’s option, on April 15 and October 15 of each year, beginning on October 15, 2023. The Convertible Notes will mature on September 14, 2028, unless earlier converted by the holders or required to be converted, repurchased or redeemed by the Company. The Original Convertible Notes were convertible at the option of each holder at an initial conversion price of \$2.41 per ordinary share or per ADS, subject to customary anti-dilution adjustments and conversion rate resets. On March 23, 2024, the conversion price of the Original Convertible Notes was reset to \$1.81 in accordance with the terms thereof.

On February 18, 2025, the Company completed a ratio change whereby the ratio of the Company’s ADSs to ordinary shares was changed from one ADS representing one ordinary share to one ADS representing twenty ordinary shares (the “ADS Ratio Change”). As a result of the ADS Ratio Change, the conversion price of the U.S. Notes was proportionately adjusted from \$1.81 to \$36.20. The conversion price of the U.S. Notes was reset again on March 23, 2025, to \$27.20.

Because the Swedish Notes are convertible into ordinary shares rather than ADSs, the ADS Ratio Change did not affect the conversion price and conversion rate of the Swedish Notes. In order to ensure that the holders of the Swedish Notes remain in the same economic position as before the ADS Ratio Change and to preserve economic equivalency of the Swedish Notes with the U.S. Notes and the HH Notes, the Company, in accordance with the terms and conditions of the Swedish Notes (the “Swedish Terms”), will interpret the definition of “Daily VWAP” therein to assume the trading price of 1/20 of an ADS. The conversion price of the Swedish Notes was reset again on March 23, 2025, to \$1.36.

The Company may require conversion of the Convertible Notes if the last reported sale price of the Company’s ADSs equals or exceeds 200% of the applicable conversion price (in the case of the Swedish Notes, the definition of “Last Reported Sale Price” is interpreted to equal 1/20 of an ADS) on any 45 trading days during any 90 consecutive day period beginning on or after the third anniversary of the issuance of the U.S. Notes (with respect to the U.S. Notes and the HH Notes) and the Swedish Notes (with respect to the Swedish Notes).

On April 18, 2023, the Company, Oatly AB, Oatly Inc. and other parties entered into an intercreditor agreement (the “Prior Intercreditor Agreement”) which includes customary ranking, enforcement and turnover provisions intended to govern the relationship between the creditor groups and which affects the Convertible Notes. On September 30, 2025, the parties to the Prior Intercreditor Agreement entered into the New Intercreditor Agreement which replaced the Prior Intercreditor Agreement. The New Intercreditor Agreement contains substantially similar ranking, enforcement and turnover provisions as the Prior Intercreditor Agreement in relation to the Convertible Notes.

On May 9, 2023, the Company entered into an agreement with an affiliate of Hillhouse Investment Management Ltd. (“Hillhouse”) to sell an additional \$35 million in Convertible Senior PIK Notes due 2028 (the “HH Notes”), resulting in approximately \$34 million in financing after reflecting an original issue discount of 3%. The economic terms of the HH Notes are substantially identical to the economic terms of the U.S. Notes, except (i) that the HH Notes were convertible at Hillhouse’s option at an initial conversion price of \$2.52 per ADS, representing an approximate 17% premium to the last reported sale price of the Company’s ADSs on the Nasdaq Global Market on May 8, 2023, and (ii) with respect to the specified prices in connection with the conversion rate resets of the HH Notes. On March 23, 2024, the conversion price of the HH Notes was reset to \$1.89 in accordance with the terms thereof. As a result of the ADS Ratio Change, the conversion price of the HH Notes was proportionately adjusted from \$1.89 to \$37.80. The conversion price of the HH Notes was reset again on March 23, 2025, to \$28.20.

In addition, on May 9, 2023, one of the existing holders of Swedish Notes and an affiliate of one of the Company’s shareholders, Verlinvest, agreed to sell and Hillhouse agreed to purchase from Verlinvest \$15 million aggregate principal amount of Swedish Notes (the “Resale Notes”). The purchase and sale of the HH Notes and the Resale Notes closed on May 31, 2023. The HH Notes are also subject to the New Intercreditor Agreement.

The terms of the Convertible Notes contain covenants limiting the Company’s ability to incur additional debt other than certain debt permitted under the original form of the terms and conditions of the Nordic Bonds, issue preferred stock, and incur convertible debt or subordinated debt, in each case without the consent of the holders of a majority of the Convertible Notes (as determined pursuant to the terms of the applicable Convertible Notes).

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

On October 3, 2025, the Company completed a series of privately negotiated repurchases and cancellations of an aggregate amount of \$42.9 million U.S. Notes in exchange for \$24.6 million in cash and 898,134 ADSs.

For details on the fair value on Convertible Notes, see Note 13 *Fair Value of Financial Instruments*.

Note 20. Provisions

	Restructuring
At December 31, 2025	20,060
Charged to the consolidated statement of operations:	
- Additional provisions recognized	1,543
- Unwinding of discount effect	181
- Reversal of non-utilized amounts	(35)
Amounts used during the year	(9,182)
Charged to other comprehensive loss:	
- Exchange differences	37
At June 30, 2026	12,604
Non-current	—
Current	12,604

Restructuring

The restructuring provisions are primarily related to exit costs for the closure of the production facility in Singapore in 2024. The remaining amounts relating to the closure of the facility are expected to be paid throughout 2026 and into the first quarter of 2027.

The Group has also recorded provisions related to organizational restructuring.

During the six months ended June 30, 2026, the Group had \$1.9 million in cash outflows relating to organizational restructuring and \$6.9 million in cash outflows relating to the closure of the production facility in Singapore.

Note 21. Accrued Expenses

	June 30, 2026	December 31, 2025
Accrued variable consideration	34,224	32,322
Accrued personnel expenses	29,881	28,709
Accrued logistic expenses	14,870	10,940
Accrued production expenses	9,495	7,797
Accrued marketing and sales expenses	7,560	6,739
Other accrued expenses	23,320	21,425
Total	119,350	107,932

Note 22. Related Party Disclosures

Share-based Compensation to Related Parties

Information about share-based compensation to related parties is found in Note 6 *Share-based Compensation*.

Transactions With Related Parties

On April 18, 2023 the Company issued Convertible Notes to related parties, Nativus Company Limited and Verlinvest, with a fair value of \$174.0 million. As of June 30, 2026, the fair value of the outstanding Convertible Notes to related parties amounted to \$183.8 million. The Convertible Notes were issued with the terms and conditions described in Note 19 *Interest-bearing Loans and Borrowings*.

Notes to the interim condensed consolidated financial statements

(in thousands of U.S. dollars unless otherwise stated)

Note 23. Loss per Share

The Company calculates loss per share by dividing loss for the period attributable to the shareholders of the parent by the weighted average number of ordinary shares outstanding during the period (net of treasury shares).

	Three months ended June 30,		Six months ended June 30,	
	2026	2025	2026	2025
Loss for the year, attributable to the shareholders of the parent	(31,283)	(55,911)	(43,289)	(68,341)
Weighted average number of ordinary shares	629,121,235	601,195,247	626,823,384	599,884,824
Basic and diluted loss per share, U.S. \$	(0.05)	(0.09)	(0.07)	(0.11)
Weighted average number of ADSs (1 ADS representing 20 ordinary shares)	31,456,062	30,059,762	31,341,169	29,994,241
Basic and diluted loss per ADS, U.S. \$	(0.99)	(1.86)	(1.38)	(2.28)

Potential dilutive securities that were not included in the diluted loss per share calculations because they would be anti-dilutive were as follows:

	Three months ended June 30,		Six months ended June 30,	
	2026	2025	2026	2025
Restricted stock units representing ordinary shares	44,745,260	34,611,500	44,745,260	34,611,500
Stock options representing ordinary shares	15,138,320	10,573,080	15,138,320	10,573,080
Convertible Notes ⁽¹⁾	359,462,635	400,616,344	359,462,635	400,616,344

(1) The number of potential dilutive shares from the Convertible Notes are calculated assuming the most advantageous conversion price from the standpoint of the holder and assuming all capitalized interest at maturity will be settled with shares or ADSs, and after considering the repurchases and cancellations of an aggregate amount of \$42.9 million Convertible Notes that occurred on October 3, 2025. For further details on the Convertible Notes, the conversion price reset mechanism and the repurchases and cancellations see Note 19 *Interest-bearing Loans and Borrowings*.

Note 24. Commitments and Contingencies

Commitments

Minimum Purchase Commitments

The Group has several supplier contracts primarily for production and packaging services where minimum purchase commitments exist in the contract terms. The commitments are associated with contracts that are enforceable and legally binding and that specify significant terms, including fixed or minimum services to be purchased and fixed, minimum or variable price provisions. For the six months ended June 30, 2026, volume adjustments related to co-packer arrangements in Europe & International and North America resulted in volume shortfall expenses of \$4.8 million. The shortfall expenses are presented in cost of goods sold in the consolidated statement of operations.

Leases

The future cash outflows relating to leases that have not yet commenced are disclosed in Note 11 *Leases*.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

Special Note Regarding Forward-Looking Statements

This Report on Form 6-K (the "Report") contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 that relate to our current expectations and views of future events. These forward-looking statements are contained principally in this Item 2. "Management's Discussion and Analysis of Financial Condition and Results of Operations." These statements relate to events that involve known and unknown risks, uncertainties and other factors, including those listed under Item 3.D. "Risk Factors" of our Annual Report on Form 20-F for the year ended December 31, 2025 (our "2025 Annual Report"), those listed under Part II, Item 1A of this Report and other filings with the SEC, which may cause our actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements.

All statements contained in this Report that do not relate to matters of historical fact should be considered forward-looking statements, including, without limitation, statements regarding our future results of operations and financial position, industry and business trends, business strategy, market growth, and anticipated cost savings. In some cases, these forward-looking statements can be identified by words or phrases such as "forecast", "project", "should", "may", "will", "expect", "anticipate", "aim", "estimate", "intend", "plan", "believe", "potential", "continue", "is/are likely to" or other similar expressions.

These forward-looking statements are subject to risks, uncertainties and assumptions, some of which are beyond our control. In addition, these forward-looking statements reflect our current views with respect to future events and are not a guarantee of future performance. Actual outcomes may differ materially from the information contained in the forward-looking statements as a result of a number of factors, including, without limitation, the risk factors set forth in our 2025 Annual Report, the risk factors set forth in this Report on Form 6-K and the following:

- We have a history of losses, and we may be unable to achieve or sustain profitability, including due to elevated inflation and increased costs for transportation, energy, and materials;
- Our future business, financial condition and results of operations may be adversely affected by reduced or limited availability of oats and other raw materials and ingredients, which meet our quality standards, that our limited number of suppliers are able to sell to us;
- A failure to obtain necessary capital when needed on acceptable terms, or at all, may force us to delay, limit, reduce or terminate our product manufacturing and development and other operations.
- The primary components of all our products are manufactured in our production facilities, and damage or disruption at these facilities has in the past harmed, and may in the future harm, our business;
- Our brand or reputation may be harmed due to real or perceived quality, food safety, nutrition or sustainability issues with our products, which could have an adverse effect on our business, reputation, financial condition and results of operations;
- Food safety and food-borne illness incidents or other safety concerns have led to product recalls, and may materially adversely affect our business, financial condition and results of operations by exposing us to lawsuits or regulatory enforcement actions in the future, increasing our operating costs and reducing demand for our product offerings;
- Failure by our suppliers of raw materials or co-manufacturers to comply with food safety, environmental or other laws and regulations, or with the specifications and requirements of our products, may disrupt our supply of products and adversely affect our business;
- We may not be able to compete successfully in our highly competitive markets;
- Consolidation of customers, the loss of a significant customer or the decrease of sales from a significant customer, could negatively impact our sales and profitability;
- Sales of our oatmilk varieties contribute a significant portion of our revenue and a reduction in such sales would have an adverse effect on our business, financial condition and results of operations;
- We continue to pursue largely an asset-light business model, blending a heavy reliance on our co-manufacturing partners in addition to in house capacity expansions where appropriate;
- Our strategic partnerships with our co-manufacturers may not be successful, which could adversely affect our operations and manufacturing strategy;
- Failure by our logistics providers to deliver our products on time, or at all, could result in lost sales;
- We may not successfully ramp up operations at any of our or our co-manufacturing partners' facilities, or these facilities may not operate in accordance with our expectations;

- If we fail to effectively expand our processing, manufacturing and production capacity through existing facilities or acceptable co-manufacturing partners as we continue to grow and scale our business to a steady operating level, our business, financial condition, results of operations and our brand reputation could be harmed;
- If we fail to develop and maintain our brand, our business could suffer;
- Failure to develop or introduce new products or successfully improve existing products may adversely affect our ability to continue to grow;
- If we fail to cost-effectively acquire new customers and consumers or retain our existing customers and consumers, or if we fail to derive revenue from our existing customers consistent with our historical performance, our business could be materially adversely affected;
- Consumer preferences for our products are difficult to predict and may change, and, if we are unable to respond quickly to new trends, our business may be adversely affected;
- If we fail to manage our future growth effectively, including maintenance of our workforce, our business, financial condition and results of operations could be materially adversely affected;
- We have recognized impairment charges for long-lived assets and other exit costs in connection with our production facilities, and we may need to recognize further costs in the future, which could adversely impact our business, financial condition and results of operations;
- We are subject to risks related to sustainability (including environmental, climate change and broader corporate social responsibility matters), which may materially adversely affect our business as a result of lawsuits, regulatory investigations and enforcement actions, complaints concerning our disclosures, impacts on our operations and supply chain (particularly in connection with the physical impacts of climate change), and impacts on our brand and reputation;
- We rely on information technology systems and any inadequacy, failure or interruption of, or cybersecurity incidents affecting, those systems may harm our reputation and ability to effectively operate our business;
- A cybersecurity incident or other technology disruptions could negatively impact our business and our relationships with customers;
- To remain competitive, we believe we will need to adopt artificial intelligence and other machine learning technologies;
- Our customer agreements do not contain long-term commitments and do not require our customers to continue purchasing products from us and this may negatively impact our business or financial condition;
- We may face difficulties as we expand our operations into countries in which we have no prior operating experience;
- The strategic review of our Greater China business may not be successful;
- Our operations in China could expose us to substantial business, regulatory, political, financial and economic risks;
- The international nature of our business subjects us to additional global economic and geopolitical risks;
- If we fail to comply with trade compliance and economic sanctions laws and regulations of the United States, the EU and other applicable international jurisdictions, it could materially adversely affect our reputation and results of operations;
- Some of our debt agreements contain a floating interest rate component and as a result, an increase in market interest rates will increase our future interest payments under such agreements;
- Our international operations expose us to the risk of fluctuations in currency exchange rates;
- We maintain cash and cash equivalents at financial institutions, often in amounts exceeding insured limits, and the failure of one or more of these institutions could result in a loss of deposits and adversely affect our liquidity or ability to raise capital;
- Packaging costs are volatile and may rise significantly, which may negatively impact the profitability of our business;
- Fluctuations in our results of operations may impact, and may have a disproportionate effect on, our overall financial condition and results of operations;
- Litigation or legal proceedings could expose us to significant liabilities or costs and have a negative impact on our reputation or business;
- Our estimates of market opportunity and forecasts of market growth may prove to be inaccurate, and even if the market in which we compete achieves the forecasted growth, our business could fail to grow at similar rates, if at all;

- Failure to retain our senior management or to attract, train and retain qualified employees may adversely affect our operations or our ability to grow successfully;
- If we cannot maintain our company culture or focus on our mission as we grow, our success and our business and competitive position may be harmed;
- Our insurance may not provide adequate levels of coverage against claims or we may be unable to find insurance with sufficient coverage at a reasonable cost;
- Disruptions in the worldwide economy may adversely affect our business, financial condition and results of operations;
- Our business is affected by macroeconomic conditions, including international tariffs and trade wars, rising inflation, interest rates and supply chain constraints;
- We are subject to risks inherent to organizations with international operations, which could harm our business, and global conflicts, including the ongoing conflict in the Middle East;
- Legal claims, government investigations or other regulatory enforcement actions could subject us to civil and criminal penalties;
- Our operations are subject to U.S., EU, China and other laws and regulations, and there is no assurance that we will be in compliance with all applicable laws and regulations;
- Changes in existing laws or regulations, or the adoption of new laws or regulations may increase our costs and otherwise adversely affect our business, financial condition and results of operations;
- We are subject to stringent environmental regulation and potentially subject to environmental litigation, proceedings and investigations;
- We may not be able to protect, enforce or defend our intellectual property and other proprietary rights adequately, which may impact our commercial success;
- We have previously identified material weaknesses in our internal control environment. Although we have remediated these material weaknesses, if other material weaknesses in internal controls are identified, we may not be able to report our financial results accurately, prevent fraud or file our periodic reports as a public company in a timely manner;
- Our largest shareholder has significant influence over us, including significant influence over decisions that require the approval of shareholders;
- Our results of operations and the market price of our ADSs have been, and may be, volatile, and you may lose all or part of your investment;
- Although as a foreign private issuer we are exempt from certain corporate governance standards applicable to U.S. issuers, if we cannot satisfy, or continue to satisfy, the continued listing requirements of Nasdaq it could result in a delisting of our securities;
- As a foreign private issuer, we are not subject to U.S. proxy rules and are subject to Exchange Act reporting obligations that, to some extent, are more lenient and less frequent than those of a U.S. domestic public company, however the U.S. SEC is re-evaluating its disclosure rules for foreign private issuers;
- We may lose our foreign private issuer status in the future, or future changes to the U.S. SEC's rules and regulations may change the reporting requirements for foreign private issuers, which could result in significant additional costs and expenses;
- As we are a "foreign private issuer" and follow certain home country corporate governance practices, our shareholders may not have the same protections afforded to shareholders of companies that are subject to all Nasdaq corporate governance requirements;
- You may not be able to exercise your right to vote the ordinary shares underlying your ADSs;
- Purchasers of ADSs may be subject to limitations on transfer of their ADSs;
- ADS holders may not be entitled to a jury trial with respect to claims arising under the deposit agreement, which could result in less favorable outcomes to the plaintiff(s) in any such action;
- Holders of our ADSs or ordinary shares have limited choice of forum, which could limit your ability to obtain a favorable judicial forum for complaints against us, the depository or our respective directors, officers or employees;
- The Company may be subject to securities litigation, which is expensive and could divert management attention;
- A significant portion of our total issued and outstanding ADSs are eligible to be sold into the market, which could cause the market price of our ADSs to drop significantly, even if our business is doing well;

- We may not pay dividends on our ADSs in the future and, consequently, your ability to achieve a return on your investment will depend on the appreciation in the price of our ADSs;
- Our shareholders may face difficulties in protecting their interests because we are a Swedish company;
- There may be difficulties in enforcing foreign judgments against us, and our directors or our management;
- Oatly Group AB (publ) is a holding company with no operations of its own and, as such, it depends on its subsidiaries for cash to fund its operations and expenses, including future dividend payments, if any;
- If we are treated as a passive foreign investment company, U.S. holders of our ordinary shares or ADSs subject to U.S. federal income tax may suffer material adverse tax consequences;
- If a United States person is treated as owning at least 10% of our shares, such holder may be subject to adverse U.S. federal income tax consequences;
- Changes in our tax rates or exposure to additional tax liabilities or assessments could affect our profitability, and audits by tax authorities could result in additional tax payments;
- We have incurred substantial indebtedness that may decrease our business flexibility, access to capital, and/or increase our future borrowing costs;
- We may not be able to generate sufficient cash flows to service our outstanding debt and fund operations and may be forced to take other actions to satisfy our obligations under such debt;
- Covenants in our debt agreements may restrict our operating activities and adversely affect our financial condition;
- The fundamental change provisions of the Convertible Notes may delay or prevent an otherwise beneficial asset disposition or takeover attempt of us;
- Transactions relating to the Convertible Notes may dilute the ownership interests of holders of our ADSs or ordinary shares and may adversely impact the value of such securities;
- Potential arbitrage or hedging strategies by purchasers of the Convertible Notes may affect the value of our ordinary shares and the conversion price for the Convertible Notes may negatively impact the value of our ADSs;
- We cannot assure you that an active or liquid market for our ADSs will be sustained, and volatility in the public trading markets could prevent investors from reselling their ADSs at or above the price they paid;
- If securities or industry analysts cease publishing research or reports about us, our business or our market, or if they change their recommendations regarding our ADSs adversely, the price and trading volume of our ADSs could decline; and
- We continue to incur increased costs as a result of operating as a public company, and our management is required to devote substantial time to new compliance initiatives and corporate governance practices.

The forward-looking statements made in this Report relate only to events or information as of the date on which the statements are made in this Report. Except as required by law, we undertake no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise, after the date on which the statements are made or to reflect the occurrence of unanticipated events. You should read this Report and the documents that we reference in this Report and have filed as exhibits to this Report completely and with the understanding that our actual future results or performance may be materially different from what we expect.

Overview

We are the world's original and largest oat drink company. For over 30 years, we have exclusively focused on developing expertise around oats: a global power crop with inherent properties suited for sustainability and human health. Our commitment to oats has resulted in core technical advancements that enabled us to unlock the breadth of the dairy portfolio, including milks, ice creams, yogurts, cooking creams, spreads and on-the-go drinks. Since our founding, we have had a bold vision for a food system that is better for people and the planet. We believe that transforming the food industry is necessary to face humanity's greatest challenges across climate, environment, health and lifestyle and have not only positioned our brand to capitalize on the growing consumer interest in sustainable, plant-based foods and dairy alternatives, but we have become a driving force behind increased consumer awareness and transition from traditional dairy consumers to Oatly.

Recent Developments, Trends and Other Factors Affecting our Business

Strategic Actions on Organizational Structure

We continue to execute on our strategic priorities focused on achieving profitable growth. These actions are aimed at setting clear priorities for our teams, reducing complexity to increase organizational agility, and executing a more asset-light supply chain strategy.

In executing these actions, we simplified our organizational structure. We reviewed the organizational structure to adjust the fixed cost base globally, including employee-related costs, professional services, and other related costs.

Strategic Review of Greater China Business

During 2025, we initiated a strategic review of our Greater China business. The review is considering a range of options, including a potential carve-out of the Greater China segment, with the goal of accelerating growth and maximizing the value of the business. We continue to operate in the Greater China market, including operating our production facility, and we remain committed to our customers, consumers, and employees as we look to maximize the value of this part of the business. While there is no definitive timetable for completing the strategic review, we expect to complete the strategic review within 2026. We do not intend to provide further updates unless and until the Board of Directors approves a specific course of action or determines that additional disclosure is appropriate or required. We caution that there can be no assurances that the process will result in any transaction or strategic change.

Impact of the Current Macroeconomic Environment on our Results

Our business continues to be exposed to the effects of the current global macroeconomic environment, including consumer spending, inflationary pressures, geopolitical tensions, tariffs and the current trade war, and foreign exchange impacts, as exemplified by the ongoing conflict in the Middle East. We continue to maintain a global focus on the controllable aspects of the business, and will continue to actively monitor and respond accordingly to the macroeconomic environment.

For further information refer to Part I, Item 3.D. "Risk Factors" of our 2025 Annual Report.

Revenue

We generate revenue primarily from sales of our oatmilk and other oat-based products across our three segments: Europe & International, North America and Greater China. Our customers include retailers, coffee shops, e-commerce channels, and other specialty providers within the foodservice industry.

Europe & International is our largest revenue-producing segment, followed by the North America and Greater China segments. Currently, our primary markets in Europe & International are the United Kingdom, Germany and Sweden. In North America, substantially all of our revenue to date can be attributed to the United States, and in Greater China, the majority of our revenue is generated in China. The channel and product mix vary by country, where our more mature markets, such as Sweden and Finland, have a broader product portfolio available to customers and consumers. For the six months ended June 30, 2026, on a consolidated level, oatmilk accounted for 92% of our revenue as compared to 91% for the same period in 2025.

We routinely offer sales discounts and promotions through various programs to customers. These programs include rebates, temporary on-shelf price reductions, retail advertisements, product coupons and other trade activities. The expense associated with these discounts and promotions is estimated and recorded as a reduction in total gross revenue in order to arrive at reported revenue. These promotional activities impact our revenue and changes in such activities could impact period-over-period results.

The following factors and trends in our business have driven revenue growth over prior periods and are expected to be key drivers of our revenue growth going forward:

- Continue to expand household reach to attract new consumers and increase the repeat purchase rates of existing consumers by continuing to invest in advertising and marketing to increase awareness of our brand and products.
- Expand our presence across channels:
 - o Grow within food retail channels by increasing our distribution points with existing and new customers, capturing greater shelf space and continuing to drive strong velocities.
 - o Expand footprint across the foodservice channel, including independent coffee shops, branded foodservice restaurant chains, and other foodservice customers such as universities and offices.
- Extend product offerings through new product development within existing and new product categories to capture the market-specific consumer needs in each of the regions in which we operate.
- Enter new international markets through our proven foodservice-led strategy.

Cost of Goods Sold

Cost of goods sold consists primarily of the cost of oats and other raw materials, product packaging, co-manufacturing fees, direct labor and associated overhead costs and property, plant and equipment depreciation. Our cost of goods sold also includes warehousing and transportation of inventory. We expect our cost of goods sold to increase in absolute dollars to support our growth. However, we expect that, over time, cost of goods sold will decrease as a percentage of revenue, as a result of the scaling of our business and optimizing our production footprint.

Gross Profit and Margin

Gross profit consists of our revenue less costs of goods sold. We have scaled our production capacity significantly over the past couple of years. Our gross profit margin has benefited from dilution of fixed costs, supply chain efficiencies and the localization of production capacity closer to our customers and consumers. Over time, we expect to further improve our manufacturing operational performance and leverage the cost of our fixed production and staff costs, including a higher focus on procurement efficiencies through scale of purchasing and diversification of suppliers.

Operating Expenses

Research and development expenses consist primarily of personnel-related expenses for our research and development staff, including salaries, benefits and bonuses, but also third-party consultancy fees and expenses incurred related to product trial runs. Our research and development efforts are focused on enhancements to our existing product formulations and production processes in addition to the development of new products.

Selling, general and administrative expenses include primarily personnel-related expenses for our sales, general and administrative staff, brand awareness and advertising costs, costs associated with consumer promotions, product samples and sales aids. These also include customer distribution costs, i.e., outbound shipping and handling costs for finished goods, and other functional related selling and marketing expenses, depreciation and amortization expense on non-manufacturing assets and other miscellaneous operating items. Selling, general and administrative expenses also include auditor fees and other third-party consultancy fees, expenses related to management, finance and accounting, information technology, human resources and other office functions.

Other operating income and (expenses), net, consists primarily of impacts related to the strategic review of the Greater China segment, closure of production facility, discontinued construction of certain production facilities and net foreign exchange gains (losses) on operating related activities.

Other

Finance income and (expenses), net, primarily consists of fair value changes on Convertible Notes, transaction costs relating to our financing arrangements, interest expenses related to interest-bearing loans and borrowings, interest expenses on lease liabilities, interest income and foreign exchange gains and losses attributable to our external and internal financing arrangements.

Income tax expense represents both current and deferred income tax expenses. Current tax expenses primarily represent income taxes based on income in multiple foreign jurisdictions.

Results of Operations

The following table sets forth the interim condensed consolidated statements of operations in U.S. dollars and as a percentage of revenue for the periods presented.

	Three months ended June 30,				Six months ended June 30,			
	2026		2025		2026		2025	
	(in thousands)	% of revenue	(in thousands)	% of revenue	(in thousands \$)	% of revenue	(in thousands \$)	% of revenue
Revenue	240,095	100.0%	208,354	100.0%	468,420	100.0%	405,884	100.0%
Cost of goods sold	(158,731)	(66.1)%	(140,729)	(67.5)%	(310,716)	(66.3)%	(275,929)	(68.0)%
Gross profit	81,364	33.9%	67,625	32.5%	157,704	33.7%	129,955	32.0%
Research and development expenses	(4,634)	(1.9)%	(4,605)	(2.2)%	(9,510)	(2.0)%	(8,996)	(2.2)%
Selling, general and administrative expenses	(94,680)	(39.4)%	(84,111)	(40.4)%	(178,150)	(38.0)%	(161,609)	(39.8)%
Other operating income and (expenses), net	639	0.3%	(1,025)	(0.5)%	1,296	0.3%	(57)	(0.0)%
Operating loss	(17,311)	(7.2)%	(22,116)	(10.6)%	(28,660)	(6.1)%	(40,707)	(10.0)%
Finance income and (expenses), net	(13,394)	(5.6)%	(31,916)	(15.3)%	(14,298)	(3.1)%	(22,505)	(5.5)%
Loss before tax	(30,705)	(12.8)%	(54,032)	(25.9)%	(42,958)	(9.2)%	(63,212)	(15.6)%
Income tax expense	(631)	(0.3)%	(1,914)	(0.9)%	(507)	(0.1)%	(5,265)	(1.3)%
Loss for the period	(31,336)	(13.1)%	(55,946)	(26.9)%	(43,465)	(9.3)%	(68,477)	(16.9)%
Attributable to:								
Shareholders of the parent	(31,283)	(13.0)%	(55,911)	(26.8)%	(43,289)	(9.2)%	(68,341)	(16.8)%
Non-controlling interests	(53)	(0.0)%	(35)	(0.0)%	(176)	(0.0)%	(136)	(0.0)%

For the three and six months ended June 30, 2026

Revenue

Revenue increased \$31.7 million, or 15.2%, to \$240.1 million for the three months ended June 30, 2026, net of sales discounts, rebates and trade promotions, compared to \$208.4 million for the three months ended June 30, 2025. Excluding a foreign currency exchange tailwind of \$5.2 million, revenue for the second quarter was \$234.9 million, or an increase of 12.7% compared to the prior year period (refer to Non-IFRS Financial Measures section below for tables reconciling revenue as reported to revenue on a constant currency basis by segment). The growth in constant currency revenue was driven by another quarter of accelerating growth in Europe & International, a subsequent quarter of accelerating growth in North America driven mainly by the retail channel, and volume growth in Greater China despite competition in the foodservice channel. Sold volume for the three months ended June 30, 2026 amounted to 156.1 million liters compared to 140.4 million liters for the three months ended June 30, 2025. Produced finished goods volume for the second quarter of 2026 amounted to 153.6 million liters compared to 142.8 million liters for the same period last year.

We continued to experience revenue growth in the retail channel of 18.7% for the three months ended June 30, 2026 compared to the prior year period. In the three months ended June 30, 2026 and 2025, the retail channel accounted for 67.8% and 65.8% of our revenue, respectively, the foodservice channel accounted for 30.2% and 31.8% of our revenue, respectively, and the other channel, comprised primarily of e-commerce sales, accounted for 2.0% and 2.4% of our revenue, respectively.

Europe & International, North America and Greater China accounted for 59.6%, 27.9% and 12.5% of our total revenue in the three months ended June 30, 2026, respectively, as compared to 56.7%, 30.3% and 13.0% of our total revenue in the three months ended June 30, 2025, respectively.

Revenue increased \$62.5 million, or 15.4%, to \$468.4 million for the six months ended June 30, 2026, net of sales discounts, rebates and trade promotions, compared to \$405.9 million for the six months ended June 30, 2025. Excluding a foreign currency exchange tailwind of \$20.2

million, revenue was \$448.2 million, or an increase of 10.4% compared to the prior year period (refer to Non-IFRS Financial Measures section below for tables reconciling revenue as reported to revenue on a constant currency basis by segment). The revenue growth was primarily driven by volume growth across the Europe & International and North America segments, partially offset by volume decline in Greater China. Sold volume for the six months ended June 30, 2026 amounted to 308.7 million liters compared to 284.9 million liters for the six months ended June 30, 2025. Produced finished goods volume for the six months ended June 30, 2026 amounted to 311.0 million liters compared to 285.8 million liters for the same period last year.

We continued to experience revenue growth in the retail channel of 21.8% for the six months ended June 30, 2026 compared to the prior year period. In the six months ended June 30, 2026 and 2025, the retail channel accounted for 68.3% and 64.7% of our revenue, respectively, the foodservice channel accounted for 29.9% and 33.0% of our revenue, respectively, and the other channel, comprised primarily of e-commerce sales, accounted for 1.8% and 2.3% of our revenue, respectively.

Europe & International, North America and Greater China accounted for 59.7%, 27.6% and 12.7% of our total revenue in the six months ended June 30, 2026, respectively, as compared to 55.7%, 30.3% and 14.0% of our total revenue in the six months ended June 30, 2025, respectively.

The increase in sold volume growth in Europe & International was driven by continued expansion in core markets, as well as incremental contributions from new markets. The revenue growth was assisted by positive price/mix impact as well as foreign exchange tailwinds. In North America, our sold volume and revenue increased primarily due to growth in the retail channel and in foodservice excluding that channel's largest customer. Finally, Greater China revenue increase was explained mainly by growth in the retail channel, offset by decline in the foodservice channel because of increased competition.

As a result of the strategic actions and restructuring activities we have undertaken to simplify our organizational structure, our number of employees has decreased by 22 employees, to 1,404 employees as of June 30, 2026 from 1,426 employees as of June 30, 2025. The average number of full-time consultants decreased by 7 consultants to 81 consultants for the six months ended June 30, 2026 from 88 consultants for the six months ended June 30, 2025.

Cost of Goods Sold

Cost of goods sold increased by \$18.0 million, or 12.8%, to \$158.7 million for the three months ended June 30, 2026, from \$140.7 million for the three months ended June 30, 2025.

Cost of goods sold increased by \$34.8 million, or 12.6%, to \$310.7 million for the six months ended June 30, 2026, from \$275.9 million for the six months ended June 30, 2025.

The increase for the three and six months ended June 30, 2026 was primarily driven by a growth in volumes and foreign exchange headwinds, partially offset by supply chain efficiencies.

Gross Profit and Margin

Gross profit increased by \$13.8 million, or 20.3%, to \$81.4 million for the three months ended June 30, 2026, from \$67.6 million for the three months ended June 30, 2025. Gross profit margin increased by 1.4 percentage points, to 33.9% for the three months ended June 30, 2026, from 32.5% for the three months ended June 30, 2025.

Gross profit increased by \$27.7 million, or 21.4%, to \$157.7 million for the six months ended June 30, 2026, from \$130.0 million for the six months ended June 30, 2025. Gross profit margin increased by 1.6 percentage points, to 33.7% for the six months ended June 30, 2026, from 32.0% for the six months ended June 30, 2025.

The increase for the three and six months ended June 30, 2026 was explained by improvements in supply chain efficiency, channel mix in North America, market and product mix in Europe & International, partially offset by the impact of the conflict on the Middle East as well as the increased competition in the foodservice channel in Greater China

Research and Development Expenses

Research and development expenses was \$4.6 million for the three months ended June 30, 2026, which was flat compared to the prior year period. Research and development expenses decreased as a share of revenues to 1.9% from 2.2%, respectively.

Research and development expenses increased by \$0.5 million, or 5.7%, to \$9.5 million for the six months ended June 30, 2026, from \$9.0 million for the six months ended June 30, 2025 and decreased as a share of revenues to 2.0% from 2.2%, respectively.

Selling, General and Administrative Expenses

Selling, general and administrative expenses increased by \$10.6 million, or 12.6%, to \$94.7 million for the three months ended June 30, 2026 compared to \$84.1 million for the three months ended June 30, 2025 and decreased as a share of revenue to 39.4% from 40.4%, respectively. The increase was driven by foreign currency exchange headwinds, increased branding and advertising spend, higher customer distribution costs due to increased sold volumes, and increased inflation driven by the conflict in the Middle East, partially offset by continued actions to reduce general and administrative expenses. Customer distribution expense increased as a share of revenue to 7.8% from 6.3%.

Selling, general and administrative expenses increased by \$16.5 million, or 10.2%, to \$178.2 million for the six months ended June 30, 2026 compared to \$161.6 million for the six months ended June 30, 2025 and decreased as a share of revenue to 38.0% from 39.8%, respectively. The increase was primarily driven by foreign exchange headwinds, higher customer distribution costs linked to increased volumes, branding and advertising spend, partially offset by the continued cost savings initiatives. Customer distribution expense increased as a share of revenue to 7.5% from 6.5%.

Other Operating Income and (Expenses), net

Other operating income and (expenses), net for the three months ended June 30, 2026 was an income of \$0.6 million comprised primarily of net foreign exchange gains and grants, offset by \$0.8 million in costs for our strategic review of the Greater China segment. Other operating income and (expenses), net for the three months ended June 30, 2025 was an expense of \$1.0 million comprised primarily of \$1.4 million in costs for our strategic review of our Greater China segment.

Other operating income and (expenses), net for the six months ended June 30, 2026 was an income of \$1.3 million comprised primarily of net foreign exchange gains and grants, offset by \$0.9 million in costs for our strategic review of the Greater China segment. Other operating income and (expenses), net for the six months ended June 30, 2025 was an expense of \$0.1 million comprised primarily of \$1.4 million in costs for our strategic of our Greater China segment, offset by mainly \$0.8 in reversal of other exit costs related to the closure of the production facility in Singapore.

Finance Income and (Expenses), net

Finance income and (expenses), net for the three months ended June 30, 2026 was an expense of \$13.4 million comprised primarily of net interest expenses of \$13.9 million, offset by fair value gain on Convertible Notes of \$2.3 million. The finance income and (expenses), net for the three months ended June 30, 2025 was an expense of \$31.9 million comprised primarily of net interest expenses of \$14.9 million, fair value losses on Convertible Notes of \$8.6 million, and net foreign exchange loss of \$7.8 million.

Finance income and (expenses), net for the six months ended June 30, 2026 was an expense of \$14.3 million comprised primarily of net interest expenses of \$27.4 million, offset by fair value gains on Convertible Notes of \$14.6 million. The finance income and (expenses), net for the six months ended June 30, 2025 was an expense of \$22.5 million comprised primarily of net interest expenses of \$28.5 million and net foreign exchange loss of \$5.6 million, offset by fair value gains on Convertible Notes of \$13.5 million.

Income Tax Benefit/(Expense)

Income tax expense decreased to \$0.6 million for the three months ended June 30, 2026 compared to \$1.9 million for the three months ended June 30, 2025. The effective tax rates for the three months ended June 30, 2026 was 2.1%. The main drivers of the effective tax rate relate to non-recognition of deferred tax assets on tax losses and tax effect relating to foreign exchange effects recognized in other comprehensive income. The effective tax rate for the three months ended June 30, 2025 was 3.5%, with non-recognition of deferred tax assets on tax losses being the main driver of the effective tax rate.

Income tax expense decreased to \$0.5 million for the six months ended June 30, 2026 compared to \$5.3 million for the six months ended June 30, 2025. The effective tax rates for the six months ended June 30, 2026 was 1.2%. The main drivers of the effective tax rate relate to non-recognition of deferred tax assets on tax losses and tax effect relating to foreign exchange effects recognized in other comprehensive income. The effective tax rate for the six months ended June 30, 2025 was 8.3%, with non-recognition of deferred tax assets on tax losses being the main driver of the effective tax rate.

Liquidity and Capital Resources

Since our inception, we have financed our operations primarily through cash generated by the issuance of equity, Convertible Notes and Nordic Bonds, and from borrowings under our credit facilities. Our primary requirements for liquidity and capital are to finance working capital, make capital expenditures, invest in our organizational capabilities to support profitable growth and for general corporate purposes. We are using this combination of financing to fund our business. We expect our capital expenditures for 2026 to be in the range of \$20 million to \$30 million, related primarily to investments in our production facilities. The amount and allocation of our future capital expenditures depend on several factors, and our strategic investment priorities may change. We believe that our sources of liquidity and capital will be sufficient to meet our existing business needs for at least the next 12 months. See the Risk Factor entitled “*A failure to obtain necessary capital when needed on acceptable terms, or at all, may force us to delay, limit, reduce or terminate our product manufacturing and development and other operations*” under Part I, Item 3.D. “*Risk Factors*” of our 2025 Annual Report.

Our primary sources of liquidity are cash and cash equivalents on hand and availability under our credit facilities. As of June 30, 2026, we had cash and cash equivalents of \$44.6 million, consisting of cash in bank accounts.

We had access to \$74.4 million in undrawn SSRCF commitments as of June 30, 2026.

CMB Credit Facility and Super Senior Revolving Credit Facility Agreement (SSRCF)

On March 19, 2025, the Group’s indirect subsidiary, Oatly Shanghai Co., Ltd., entered into a new RMB 30.0 million (equivalent of \$4.2 million) working capital credit facility with China Merchants Bank Co., Ltd. Shanghai Branch (the “CMB Credit Facility”). Individual utilizations under the CMB Credit Facility are subject to the lender’s approval and are available for one year, are unsecured, and include creditor protection in the form of, among other things, representations, covenants (including negative pledge, restrictions on borrowings, investments and dispositions by Oatly Shanghai Co., Ltd., distributions by Oatly Shanghai Co., Ltd. and entry into transactions with its affiliates) and events of default. As of June 30, 2026, we had utilized loan amounts of RMB 30.0 million (equivalent of \$4.4 million) under the CMB Credit Facility.

On September 30, 2025, we entered into a SEK 750 million (equivalent to \$79.8 million) super senior revolving credit facility agreement with JP Morgan, Nordea and Rabobank (the “SSRCF”), which came into effect on October 3, 2025. The existing Sustainable Revolving Credit Facility Agreement (the “SRCF”) was cancelled, terminated and replaced by the SSRCF. The SSRCF has a committed tenor of two years and six months, with an uncommitted option to extend by an additional 15 months, and an initial margin of 4.00% p.a. (subject to leverage-based adjustments). Furthermore, it includes the following financial covenants: (i) tangible solvency ratio, (ii) minimum EBITDA (which ceases to apply following the third quarter of 2027), (iii) minimum liquidity (which ceases to apply following the third quarter of 2027), and (iv) total net leverage ratio (which commences to apply in respect of the LTM period ending on September 30, 2027). Moreover, the terms and conditions of the SSRCF contain certain negative covenants such as restrictions on dividends, indebtedness, liens, investments, acquisitions and asset disposals. Subject to certain exceptions, the payment of dividends by the Company generally requires that the total net leverage ratio of the Group is equal to or less than 3.50:1 (pro forma for the payment). The SSRCF is sustainability-linked and the margin is subject to certain adjustments based on performance against three key performance indicators: (i) reduction of greenhouse gas emissions in production, (ii) reduction of water withdrawal in production and (iii) increase of percentage of women in team manager positions. As of June 30, 2026, we had access to \$74.4 million in undrawn SSRCF commitments.

Convertible Notes

On March 23, 2023 and April 18, 2023, we issued \$300 million aggregate principal amount of 9.25% Convertible Senior PIK Notes due 2028 (the notes issued on March 23, 2023, the “U.S. Notes” and the notes issued on April 18, 2023, the “Swedish Notes” and, together with the U.S. Notes, the “Original Convertible Notes” and the Original Convertible Notes, together with the HH Notes (as defined below), the “Convertible Notes”). The U.S. Notes and the Swedish Notes have substantially identical economic terms.

Certain of our existing shareholders, Nativus Company Limited, Verlinvest S.A (“Verlinvest”) and Blackstone Funds, purchased \$200.1 million aggregate principal amount of the Swedish Notes and other institutional investors purchased \$99.9 million aggregate principal amount of the U.S. Notes. The investors paid an aggregate purchase price of \$291 million, reflecting an original issue discount of 3%.

The Convertible Notes bear interest at a rate of 9.25% per annum, payable semi-annually in arrears in cash or in payment-in-kind, at our option, on April 15 and October 15 of each year, beginning on October 15, 2023. The Convertible Notes will mature on September 14, 2028, unless earlier converted by the holders or required to be converted, repurchased or redeemed by us. The Original Convertible Notes were convertible at the option of each holder at an initial conversion price of \$2.41 per ordinary share or per ADS, subject to customary anti-dilution adjustments and conversion rate resets. On March 23, 2024, the conversion price of the Original Convertible Notes was reset to \$1.81 in accordance with the terms thereof.

On February 18, 2025, we completed a ratio change whereby the ratio of our ADSs to ordinary shares was changed from one ADS representing one ordinary share to one ADS representing twenty ordinary shares (the “ADS Ratio Change”). As a result of the ADS Ratio Change, the conversion price of the U.S. Notes was proportionately adjusted from \$1.81 to \$36.20. The conversion price of the U.S. Notes was reset again on March 23, 2025, to \$27.20.

Because the Swedish Notes are convertible into ordinary shares rather than ADSs, the ADS Ratio Change did not affect the conversion price and conversion rate of the Swedish Notes. In order to ensure that the holders of the Swedish Notes remain in the same economic position as before the ADS Ratio Change and to preserve economic equivalency of the Swedish Notes with the U.S. Notes and the HH Notes, we, in accordance with the terms and conditions of the Swedish Notes (the “Swedish Terms”), will interpret the definition of “Daily VWAP” therein to assume the trading price of 1/20 of an ADS. The conversion price of the Swedish Notes was reset again on March 23, 2025, to \$1.36.

We may require conversion of the Convertible Notes if the last reported sale price of our ADSs equals or exceeds 200% of the applicable conversion price (in the case of the Swedish Notes, the definition of “Last Reported Sale Price” is interpreted to equal 1/20 of an ADS) on any 45 trading days during any 90 consecutive day period beginning on or after the third anniversary of the issuance of the U.S. Notes (with respect to the U.S. Notes and the HH Notes) and the Swedish Notes (with respect to the Swedish Notes).

On April 18, 2023, we, Oatly AB, Oatly Inc. and other parties entered into an intercreditor agreement (the “Prior Intercreditor Agreement”) which includes customary ranking, enforcement and turnover provisions intended to govern the relationship between the creditor groups and which affects the Convertible Notes. On September 30, 2025, the parties to the Prior Intercreditor Agreement entered into the New Intercreditor Agreement which replaced the Prior Intercreditor Agreement. The New Intercreditor Agreement contains substantially similar ranking, enforcement and turnover provisions as the Prior Intercreditor Agreement in relation to the Convertible Notes.

On May 9, 2023, we entered into an agreement with an affiliate of Hillhouse Investment Management Ltd. (“Hillhouse”) to sell an additional \$35 million in Convertible Senior PIK Notes due 2028 (the “HH Notes”), resulting in approximately \$34 million in financing after reflecting an original issue discount of 3%. The economic terms of the HH Notes are substantially identical to the economic terms of the U.S. Notes, except (i) that the HH Notes were convertible at Hillhouse’s option at an initial conversion price of \$2.52 per ADS, representing an approximate 17% premium to the last reported sale price of our ADSs on the Nasdaq Global Market on May 8, 2023, and (ii) with respect to the specified prices in connection with the conversion rate resets of the HH Notes. On March 23, 2024, the conversion price of the HH Notes was reset to \$1.89 in accordance with the terms thereof. As a result of the ADS Ratio Change, the conversion price of the HH Notes was proportionately adjusted from \$1.89 to \$37.80. The conversion price of the HH Notes was reset again on March 23, 2025, to \$28.20.

In addition, on May 9, 2023, one of the existing holders of Swedish Notes and an affiliate of one of our shareholders, Verlinvest, agreed to sell and Hillhouse agreed to purchase from Verlinvest \$15 million aggregate principal amount of Swedish Notes (the “Resale Notes”). The purchase and sale of the HH Notes and the Resale Notes closed on May 31, 2023. The HH Notes are also subject to the New Intercreditor Agreement.

The terms of the Convertible Notes contain covenants limiting our ability to incur additional debt other than certain debt permitted under the original form of the terms and conditions of the Nordic Bonds, issue preferred stock, and incur convertible debt or subordinated debt, in each case without the consent of the holders of a majority of the Convertible Notes (as determined pursuant to the terms of the applicable Convertible Notes).

On October 3, 2025, we completed a series of privately negotiated repurchases and cancellations of an aggregate amount of \$42.9 million U.S. Notes in exchange for \$24.6 million in cash and 898,134 ADSs.

Nordic Bonds

On September 30, 2025, we issued SEK denominated senior secured floating rate bonds (the “Nordic Bonds”) under the terms and conditions entered into by us with Nordic Trustee & Agency AB (publ) on September 29, 2025. The Nordic Bonds have an initial issue amount of SEK 1,700 million (equivalent of \$180.9 million) and a tenor of five years, subject to certain early redemption features. Following the satisfaction of certain conditions, the proceeds from the Nordic Bonds were released to us from escrow on October 3, 2025, and used to prepay the Term Loan B Credit Agreement in full, repurchase and cancel certain of the U.S. Notes and pay related transaction costs. The Nordic Bonds accrue interest at an interest rate equal to 3-month STIBOR plus 7.00 per cent. per annum applied to the nominal amount of the Nordic Bonds. The material terms of the Nordic Bonds include, among other things, (i) a mandatory total redemption of the Nordic Bonds on or before June 14, 2028 unless certain thresholds in respect of repurchase of Convertible Notes have been met prior to March 14, 2028, (ii) a requirement to maintain cash and cash equivalent investments equal to the interest payable under the Nordic Bonds for the next three interest periods, (iii) a debt incurrence test which applies in respect of any subsequent tap issues under the terms of the Nordic Bonds or other indebtedness which ranks pari passu with the Nordic Bonds or is subordinated to the Nordic Bonds, (iv) a distribution incurrence test (total net leverage ratio of the Group shall be equal to or less than 2.75:1, proforma for the payment) which applies in respect of certain distributions by us to our shareholders, including dividends, and

(v) other negative covenants such as restrictions on indebtedness, liens and asset disposals. As of June 30, 2026, we had SEK 1,719 million (equivalent of \$176.9 million) outstanding under the Nordic Bonds, including accrued interest.

The debt under the Nordic Bonds and the SSRCF share in the same security and guarantees from material companies in the Group by way of an intercreditor agreement entered into by us on September 30, 2025 (the “New Intercreditor Agreement”), which replaced the Prior Intercreditor Agreement. The security provided for the SSRCF and the Nordic Bonds include share pledges, security over material intra-group loans, security over material bank accounts, security over material intellectual property, New York law all-asset security, English law debentures, Swedish business mortgages and Swedish real estate mortgage.

Cash Flows

The following table presents the summary consolidated cash flow information for the periods presented.

(Unaudited) (in thousands of U.S. dollars)	Six months ended June 30,	
	2026	2025
Net cash flows used in operating activities	(1,564)	(15,005)
Net cash flows used in investing activities	(10,483)	(10,220)
Cash flows used in financing activities	(6,487)	(8,151)

Net Cash Used in Operating Activities

Net cash flows used in operating activities decreased by \$13.4 million, to \$1.6 million for the six months ended June 30, 2026 from \$15.0 million for the six months ended June 30, 2025, which was primarily driven by improved operating result and improvements in net working capital.

Net Cash Used in Investing Activities

Net cash flows used in investing activities increased by \$0.3 million, to \$10.5 million for the six months ended June 30, 2026 from \$10.2 million for the six months ended June 30, 2025. During the six months ended June 30, 2026 our investments in property, plant and equipment amounted to \$9.0 million. For the six months ended June 30, 2025 our investments in property plant and equipment amounted to \$9.8 million.

Net Cash Used in Financing Activities

Net cash flows used in financing activities decreased by \$1.7 million, to \$6.5 million for the six months ended June 30, 2026 from \$8.2 million for the six months ended June 30, 2025, which was primarily driven by proceeds from liabilities to credit institutions in 2026.

Contractual Obligations and Commitments

For information regarding our contractual commitments and contingencies, see Note 24 *Commitments and Contingencies* to our interim condensed consolidated financial statements, which are included elsewhere in this Report.

Non-IFRS Financial Measures

We use EBITDA, Adjusted EBITDA, Constant Currency Revenue as non-IFRS financial measures in assessing our operating performance and Free Cash Flow as a non-IFRS liquidity measure, and each in our financial communications.

“EBITDA” is defined as loss for the period adjusted to exclude, when applicable, income tax expense, finance expenses, finance income and depreciation and amortization expense.

“Adjusted EBITDA” is defined as loss for the period adjusted to exclude, when applicable, income tax expense, finance expenses, finance income, depreciation and amortization expense, share-based compensation expense, restructuring costs, costs related to the strategic review of the Greater China business, impacts related to the closure of production facility and non-controlling interests.

Adjusted EBITDA should not be considered as an alternative to loss for the period or any other measure of financial performance calculated and presented in accordance with IFRS. There are a number of limitations related to the use of Adjusted EBITDA rather than loss for the period, which is the most directly comparable IFRS measure. Some of these limitations are:

- Adjusted EBITDA excludes depreciation and amortization expense and, although these are non-cash expenses, the assets being depreciated may have to be replaced in the future increasing our cash requirements;
- Adjusted EBITDA does not reflect interest expense, or the cash required to service our debt, which reduces cash available to us;
- Adjusted EBITDA does not reflect income tax payments that reduce cash available to us;
- Adjusted EBITDA does not reflect recurring share-based compensation expense and, therefore, does not include all of our compensation costs;
- Adjusted EBITDA does not reflect restructuring costs that reduce cash available to us in future periods;
- Adjusted EBITDA does not reflect costs related to the strategic review of the Greater China business that reduce cash available to us;
- Adjusted EBITDA excludes impacts related to the closure of production facility, although some of these may reduce cash available to us in future periods;
- Other companies, including companies in our industry, may calculate Adjusted EBITDA differently, which reduces its usefulness as a comparative measure.

Adjusted EBITDA should not be considered in isolation or as a substitute for financial information provided in accordance with IFRS. Below we have provided a reconciliation of EBITDA and Adjusted EBITDA to loss for the period, the most directly comparable financial measure calculated and presented in accordance with IFRS, for the periods presented.

(Unaudited) (in thousands of U.S. dollars)	Three months ended June 30,		Six months ended June 30,	
	2026	2025	2026	2025
Loss for the period	(31,336)	(55,946)	(43,465)	(68,477)
Income tax expense	631	1,914	507	5,265
Finance (income) and expenses, net	13,394	31,916	14,298	22,505
Depreciation and amortization expense	12,627	12,294	25,481	23,475
EBITDA	(4,684)	(9,822)	(3,179)	(17,232)
Share-based compensation expense	3,501	3,453	6,370	7,045
Restructuring costs ⁽¹⁾	735	1,393	1,071	2,225
Strategic review of Greater China business ⁽²⁾	817	1,378	947	1,378
Closure of production facility ⁽³⁾	—	—	—	(846)
Non-controlling interests	53	35	176	136
Adjusted EBITDA	422	(3,563)	5,385	(7,294)

(1)Relates primarily to severance costs as the Group adjusts its organizational structure.

(2)Relates to costs for the strategic review of the Greater China segment.

(3)Relates to reversal of previously recognized exit costs related to closure of the Group's production facility in Singapore.

"Constant Currency Revenue" is calculated by translating the current year reported revenue amounts into comparable amounts using the prior year reporting period's average foreign exchange rates which have been provided by a third party. Constant Currency Revenue is a non-IFRS measure and is not a substitute for IFRS measures in assessing our overall financial performance.

Constant currency revenue is used to provide a framework in assessing how our business and geographic segments performed excluding the effects of foreign currency exchange rate fluctuations and we believe this information is useful to investors to facilitate comparisons and better identify trends in our business.

The table below reconciles revenue as reported to revenue on a constant currency basis by segment for the three and six months ended June 30, 2026 and 2025.

(Unaudited) (in thousands of U.S. dollars)	Three months ended June 30,		\$ Change			% Change		Volume	Constant currency price/mix
	2026	2025	As reported	Foreign exchange impact	In constant currency	As reported	In constant currency		
Europe & International	143,067	118,193	143,067		139,504	21.0%	18.0%	16.9%	1.1%
North America	66,919	63,185	66,919	(4)	66,923	5.9%	5.9%	1.9%	4.0%
Greater China	30,109	26,976	30,109	1,633	28,476	11.6%	5.6%	5.5%	0.1%
Total revenue	240,095	208,354	240,095	5,192	234,903	15.2%	12.7%	11.2%	1.5%

(Unaudited) (in thousands of U.S. dollars)	Six months ended June 30,		\$ Change			% Change		Volume	Constant currency price/mix
	2026	2025	As reported	Foreign exchange impact	In constant currency	As reported	In constant currency		
Europe & International	279,863	225,858	279,863	17,227	262,636	23.9%	16.3%	14.8%	1.5%
North America	129,109	123,071	129,109	61	129,048	4.9%	4.9%	1.7%	3.2%
Greater China	59,448	56,955	59,448	2,915	56,533	4.4%	-0.7%	-2.4%	1.7%
Total revenue	468,420	405,884	468,420	20,203	448,217	15.4%	10.4%	8.3%	2.1%

“Free Cash Flow” is defined as net cash flows used in operating activities less capital expenditures. We believe Free Cash Flow is a useful supplemental financial measure for us and investors in assessing our ability to pursue business opportunities and investments. Free Cash Flow is not a measure of our liquidity under IFRS and should not be considered as an alternative to net cash flows used in operating activities.

Free Cash Flow is a non-IFRS measure and is not a substitute for IFRS measures in assessing our overall financial liquidity. Because Free Cash Flow is not a measurement determined in accordance with IFRS, and is susceptible to varying calculations, it may not be comparable to other similarly titled measures presented by other companies. Free Cash Flow should not be considered in isolation, or as a substitute for an analysis of our results as reported on our interim condensed consolidated financial statements appearing elsewhere in this document. Below we have provided a reconciliation of Free Cash Flow to net cash flows used in operating activities for the periods presented.

(Unaudited) (in thousands of U.S. dollars)	Three months ended June 30,		Six months ended June 30,	
	2026	2025	2026	2025
Net cash flows used in operating activities	3,637	(1,447)	(1,564)	(15,005)
Capital expenditures	(4,229)	(3,748)	(10,721)	(10,699)
Free Cash Flow	(592)	(5,195)	(12,285)	(25,704)

Free cash flow was an outflow of \$12.3 million for the six months ended June 30, 2026 compared to an outflow of \$25.7 million during the prior year period. The improvement in free cash flow was driven by decreased net cash flows used in operating activities.

Segment Information

Revenue, Adjusted EBITDA and EBITDA

Three months ended June 30, 2026

(Unaudited) (in thousands of U.S. dollars)	Europe & International	North America	Greater China	Corporate*	Eliminations**	Total
Revenue						
Revenue from external customers	143,067	66,919	30,109	—	—	240,095
Intersegment revenue	540	—	—	—	(540)	—
Total segment revenue	143,607	66,919	30,109	—	(540)	240,095
Adjusted EBITDA	24,994	735	(1,463)	(23,844)	—	422
Share-based compensation expense	(611)	(336)	(189)	(2,365)	—	(3,501)
Restructuring costs ⁽¹⁾	(6)	—	—	(729)	—	(735)
Strategic review of Greater China business ⁽²⁾	—	—	(817)	—	—	(817)
Non-controlling interests	—	—	(53)	—	—	(53)
EBITDA	24,377	399	(2,522)	(26,938)	—	(4,684)
Finance income and (expenses), net	—	—	—	—	—	(13,394)
Depreciation and amortization	—	—	—	—	—	(12,627)
Loss before tax	—	—	—	—	—	(30,705)

Three months ended June 30, 2025

(Unaudited) (in thousands of U.S. dollars)	Europe & International	North America	Greater China	Corporate*	Eliminations**	Total
Revenue						
Revenue from external customers	118,193	63,185	26,976	—	—	208,354
Intersegment revenue	455	—	—	—	(455)	—
Total segment revenue	118,648	63,185	26,976	—	(455)	208,354
Adjusted EBITDA	24,261	(2,369)	(636)	(24,819)	—	(3,563)
Share-based compensation expense	(515)	(328)	(334)	(2,276)	—	(3,453)
Restructuring costs ⁽¹⁾	(471)	(585)	(42)	(295)	—	(1,393)
Strategic review of Greater China business ⁽²⁾	—	—	(1,378)	—	—	(1,378)
Non-controlling interests	—	—	(35)	—	—	(35)
EBITDA	23,275	(3,282)	(2,425)	(27,390)	—	(9,822)
Finance income and (expenses), net	—	—	—	—	—	(31,916)
Depreciation and amortization	—	—	—	—	—	(12,294)
Loss before tax	—	—	—	—	—	(54,032)

Six months ended June 30, 2026 (in thousands of U.S. dollars)	Europe & International	North America	Greater China	Corporate*	Eliminations**	Total
Revenue						
Revenue from external customers	279,863	129,109	59,448	—	—	468,420
Intersegment revenue	1,236	—	—	—	(1,236)	—
Total segment revenue	281,099	129,109	59,448	—	(1,236)	468,420
Adjusted EBITDA	56,562	1,394	(2,230)	(50,341)	—	5,385
Share-based compensation expense	(1,149)	(601)	(643)	(3,977)	—	(6,370)
Restructuring costs ⁽¹⁾	32	(106)	—	(997)	—	(1,071)
Strategic review of Greater China business ⁽²⁾	—	—	(947)	—	—	(947)
Non-controlling interests	—	—	(176)	—	—	(176)
EBITDA	55,445	687	(3,996)	(55,315)	—	(3,179)
Finance income and (expenses), net	—	—	—	—	—	(14,298)
Depreciation and amortization	—	—	—	—	—	(25,481)
Loss before tax	—	—	—	—	—	(42,958)

Six months ended June 30, 2025 (in thousands of U.S. dollars)	Europe & International	North America	Greater China	Corporate*	Eliminations**	Total
Revenue						
Revenue from external customers	225,858	123,071	56,955	—	—	405,884
Intersegment revenue	1,144	—	—	—	(1,144)	—
Total segment revenue	227,002	123,071	56,955	—	(1,144)	405,884
Adjusted EBITDA	39,797	(1,240)	982	(46,833)	—	(7,294)
Share-based compensation expense	(983)	(686)	(723)	(4,653)	—	(7,045)
Restructuring costs ⁽¹⁾	(471)	(1,253)	(42)	(459)	—	(2,225)
Strategic review of Greater China business ⁽²⁾	—	—	(1,378)	—	—	(1,378)
Closure of production facility ⁽³⁾	846	—	—	—	—	846
Non-controlling interests	—	—	(136)	—	—	(136)
EBITDA	39,189	(3,179)	(1,297)	(51,945)	—	(17,232)
Finance income and (expenses), net	—	—	—	—	—	(22,505)
Depreciation and amortization	—	—	—	—	—	(23,475)
Loss before tax	—	—	—	—	—	(63,212)

* Corporate consists of general costs not allocated to the segments.

** Eliminations in 2026 and 2025 refer to intersegment revenue for sales of products from Europe & International to Greater China and North America.

(1) Relates primarily to severance costs as the Group adjusts its organizational structure.

(2) Relates to costs for the strategic review of the Greater China segment.

(3) Relates to reversal of previously recognized exit costs related to closure of the Group's production facility in Singapore.

Off-Balance Sheet Arrangements

We did not have during the period presented, and we do not currently have, any off-balance sheet financing arrangements or any relationships with unconsolidated entities or financial partnerships, including entities sometimes referred to as structured finance or special purpose entities, that were established for the purpose of facilitating off-balance sheet arrangements or other contractually narrow or limited purposes.

Critical Accounting Policies and Significant Judgments and Estimates

We prepare our interim condensed consolidated financial statements in accordance with IAS 34 *Interim Financial Reporting*. Preparing these financial statements requires us to make estimates and assumptions that affect the reported amounts of assets, liabilities, equity, revenue, expenses, and related disclosures. We evaluate our estimates and assumptions on an ongoing basis. Our estimates are based on historical experience and various other assumptions that we believe to be reasonable under the circumstances. Our actual results may differ from these estimates. Other companies in similar businesses may use different estimation policies and methodologies, which may impact the comparability of our financial condition, results of operations and cash flows to those of other companies.

Our critical accounting policies are described under the heading "Critical Accounting Estimates" in our 2025 Annual Report and the notes to the audited financial statements in our 2025 Annual Report. Our critical accounting policies and estimates are the same as those discussed in our 2025 Annual Report.

Recent Accounting Pronouncements

Refer to Note 2 *Summary of accounting policies* to our interim condensed consolidated financial statements appearing elsewhere in this Report.

Item 3. Qualitative and Quantitative Disclosures about Market Risk

We are exposed to certain market risks in the ordinary course of our business. These risks primarily consist of foreign exchange risk, interest rate risk, credit risk, liquidity risk and commodity price risk. For further discussion and sensitivity analysis of these risks, see Note 3 *Financial Risk Management* to our audited consolidated financial statements for the year ended December 31, 2025 included in our 2025 Annual Report.

Part II – OTHER INFORMATION

Item 1. Legal Proceedings

From time to time, we may be involved in various claims and legal proceedings related to claims arising out of our operations. We are not currently a party to any material legal proceedings, including any such proceedings that are pending or threatened, of which we are aware.

Item 1A. Risk Factors

There have been no material changes to our risk factors since those reported in Part I, Item 3.D. “*Risk Factors*” of our 2025 Annual Report.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

Use of Proceeds

The information contained in Item 2 in Part II of the Company’s Report on Form 6-K filed on November 15, 2021 is incorporated by reference herein.

Item 3. Defaults Upon Senior Securities

None.

For further information:

Contact person

John Baumgartner, CFA, Vice President, Investor Relations

E-mail: investors@oatly.com, press@oatly.com

This information is information that Oatly Group AB (publ) is obliged to make public pursuant to the EU Market Abuse Regulation. The information was submitted for publication, through the agency of the contact person set out above, at 07:00 ET on July 22, 2026.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Oatly Group AB (publ)

Date: July 22, 2026

By: /s/ Marie-José David
Name: Marie-José David
Title: Chief Financial Officer

