volue

Technology for a sustainable tomorrow

Annual report 2022

Contents

Volue in brief

Volue was established in March 2020 as the result of the merger of four companies: Powel, Markedskraft, Scanmatic and Wattsight. Since listing, Likron was acquired in 2020 and ProCom in 2021. Volue transferred listing from Euronext Growth to Oslo Børs in May 2021.

Volue is a market leader in technologies and services that power the green transition. Based on 50 years of experience, Volue provides innovative solutions, systems and insights to industries critical to society. Over 770 employees work with around 2,500 customers across energy, Power Grid, water and infrastructure projects that ensure a sustainable, flexible and robust future. Volue is headquartered in Oslo, Norway and active in 40+ countries.

Volue operates in industry segments that offer critical infrastructure to society, including energy, water supply and infrastructure building. In addition, Volue delivers instrumentation and automation for transport, offshore, maritime and defence purposes. Volue is operating through three industry segments; Energy, Power Grid and Infrastructure, with eight product lines: Optimisation, Trading, Insight, Market Services, Power Grid, Industrial IoT, Water and Construction.

Volue's digital platforms and innovative solutions support digital water management and the automation of processes and machines for the construction industry. Our software suite, built on deep domain knowledge, enables customers across the clean energy value chain to provide services critical to society flexibly, reliably and efficiently, thereby accelerating the green energy transition.

Purpose

We realise the green transition

Mission

To build a global technology leader who provides innovative services ciritcal to society, unlocking a cleaner, better and more profitable future

Vision

To develop technology for a sustainable tomorrow

Volue by numbers

770+

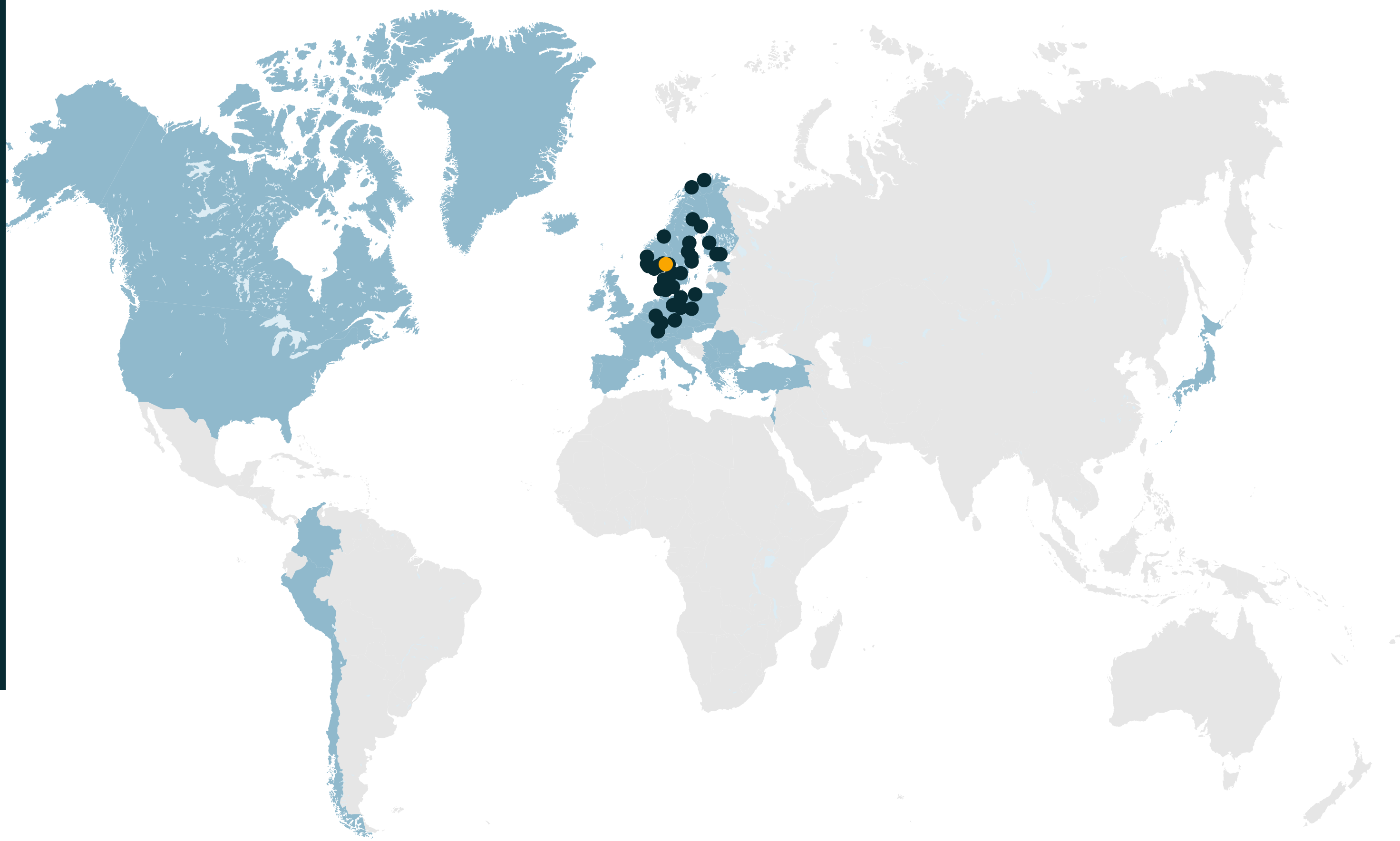
EMPLOYEES

2 500

CUSTOMERS
IN 40+ COUNTRIES

30+

OFFICES
IN 8 COUNTRIES



Where we are:

- Volue's HQ
- Volue's offices
- Countries where Volue has customers

Key figures

Amounts in NOK million and per cent

	2022	2021	2020
Operating revenues	1,217	1,039	892
Adjusted EBITDA	203	214	197
Adjusted EBITDA margin (%)	17%	21%	22%
EBITDA	147	138	148
Operating profit	40	45	82
Ordinary profit for continued operations	19	28	60
Operating cash flow	222	138	230
NIBD	-426	-382	-432
Equity	809	767	743
Equity ratio (%)	43%	44%	50%

Highlights 2022

- Operating revenues of NOK 1,217 million, 17 per cent overall growth
- Adjusted EBITDA of NOK 203 million with margin of 17 per cent
- EBITDA of NOK 147 million with a margin of 12 per cent
- Solid performance in ARR business, with steady growth in new SaaS business
- Strong sales performance with 3,300 deals closed in 2022
- Sales of strategic importance in all segments
- Expanded international activities and European footprint

Letter from the CEO

2022 was a strong year for Volue. We continued our growth path with operating revenues increasing by 17% and we also reported a 17% adjusted EBITDA. Out of the total revenues, 63% were recurring revenues, accounting for 15% growth.

I am impressed and humbled by what the Volue team has been able to achieve this past year. The pandemic was superseded by the war in Europe which injected unparalleled volatility to the European energy markets. In this period, Volue's efforts remained laser focused at serving our customers while investing in profitable growth, expanding Volue's footprint in Europe and beyond.

Every day our employees rise to the challenge of building technology for a sustainable tomorrow – a technology that has proven more vital than ever by the energy crisis of 2022. The market remains strong and attractive, and we believe that we have created an integrated company scaled for growth that will cement our position as the leading technology provider for the European energy industry, offering products and services along the entire clean energy value chain.

Validation to our ambitions

Today, a quarter of all trades on EPEX, the European Power Exchange, are executed on the Volue platform on behalf of our customers. Overall, we have around 2,500 customers, and in 2022 we closed 3,300 deals. These include some great contracts.

We celebrated a breakthrough contract with a German power major in the Energy segment. The customer has split its business into "Green" and "Brown" power production and chose a cross-portfolio platform of capabilities from Volue to digitise the entire value-chain of its renewable portfolio. The contract was signed less than five months after the first point of contact, which demonstrates that our customer-base is moving faster and perhaps becoming less conservative. This puts Volue in pole position for winning market-shares. Recurring revenues and Software-as-a-Service (Saas)-revenues make up 75% of the total contract value, which is a testament to our ongoing SaaS-journey. After conducting a comprehensive market analysis, the customer found Volue to be unmatched in the competitive landscape. Winning this breakthrough contract, brings validation to Volue's ambitions for continental Europe.

We also signed a transformative deal in the Power Grid segment. To meet the expectations of fast and efficient electrification of society, Volue and a major Nordic utility, have signed a strategic contract. Our joint goal is to launch a set of solutions that will enable the utility to digitise the end-to-end process of planning and constructing new grids. These solutions will be modular, targeting a wider European market, deployable across different geographical markets and regulations. By automating what is today manual work processes and enabling mobile access, the end result is a streamlined workflow and high efficiency improvements for electrical utilities. This will significantly strengthen Volue's offering in Europe.

In our Infrastructure segment, the Construction division reached 1,000 customers, of which 100 were added in 2022. Altogether, the division has grown its customer base in Sweden by more than 130% since 2020, highlighting the progress made in the expansion outside Norway. Infrastructure has made impressive progress in the SaaS transformation and all customers in the segment now has at least one SaaS element in their portfolio.

We are also very excited that our efforts in Japan are paying off in the form of an expanded business in the land of the rising sun.

Technology for a sustainable tomorrow

Climate change poses a major threat to our world, and global warming impacts everyone. In 2022, human behavioural patterns of mobility returned to normal while the war in Ukraine sent shockwaves through the western world and energy markets. With REPowerEU, the European Union is making a push for energy independence from Russia and moving away from gas as the bridge to renewable energy resources. With it comes stronger incentives to bring more renewables online and optimise utilisation of Power Grids. Both are factors playing into Volue's hand and increasing the need for sophisticated software in the markets we serve.

Only collaboration and dedicated efforts will help us achieve the change we need, and at Volue, we are set to take our part of this shared responsibility. Volue is now presenting its third annual ESG report. Our sustainability efforts are focused on four material topics: Environment, Great Place to Work, Ethical Business Conduct, and Secure Products and Operations.

Volue is continuously working to improve our sustainability efforts and stay transparent. In 2022 we reported according to the updated GRI standards and – for the first time – disclosed our climate-related risks in line with TCFDs recommendations. We also mapped our eligible and aligned activities in line with the EU Taxonomy, and in 2023 we will work to increase our EU Taxonomy alignment. Please refer to our 2022 ESG report to read more about what we have achieved within each material topic, and the targets we have set to increase our sustainability impacts.

The Volue Platform and our progress since listing

At the core of our value-offering is the Volue platform. We measure success by how the platform is utilised by our customers. Annually, our solutions optimise 480 TWH of power generation and we conduct more than 45 billion automated calculations in the cloud. Our market insight service for power professionals holds 150,000 price curves, accessed 650 billion times annually. Our sensor platform collects 120 trillion data points from our 4,500 installations.

Looking back at what we have achieved since we were listed in 2020, the number of algo-trades executed on the Volue platform has increased by 76%, from 21 million in 2020 to 37 million in 2022. In addition to our increased European footprint and our presence in Japan, we have acquired two strong competitors and created an integrated organisation scaled for growth. Our operating revenues have increased by 37%, our annual recurring revenues have increased by 34%, and SaaS revenues are up 93%. These are impressive numbers that serve as a testament of trust from our customers.

The numbers also prove that we are bringing more customers on the platform, and that customers keeps growing their activities in the short-term markets. Consequently, Volue's offering is critically embedded in our clients' day-to-day operations – which is at the core of our strategy.

Industry developments

For a century, the power industry has been widely recognised as stable, predictable, and conservative. The current power market volatility represents a paradigm shift. We find ourselves in a world ever more dependent on electricity. As we close coal and nuclear power plants to deliver on our sustainability goals, we rely more and more on new energy sources, such as the largely weather-dependent solar and wind assets. At the same time, gas prices

are skyrocketing as geopolitical challenges lead to a shortage of supply.

In many ways, our end markets are experiencing what we think is the perfect storm. A storm that is projected to last for decades.

In this, we see risks but also tremendous opportunities. To manage the green transition, our customers are asking us for wall-to-wall digitalisation across processes and disciplines – and our customer base is moving quicker than ever before.

In the Energy segment, we've worked to expand our platform into solar, wind, batteries, and more. This is important to our customers, as they continue to operate their existing assets while expanding capacity to new asset types.

Our Power Grid business has ready-made solutions for the European DSOs (Distribution System Operators) in terms of both the digitalisation of grid operations and distributed energy resources (DERs).

By 2030, we will have 200 million small-scale power assets in Europe, from rooftop solar, small wind, small hydro, biomass and geothermal power, to storage capacity in electric vehicles and residential electric water heaters. Volue is building tools that accelerate the integration of DERs in the power system. By forecasting where and when DERs are needed in the grid, we reduce the need for additional grid investment.

Priorities and ambitions for 2023 and beyond

Volue is here to deliver services critical to society for a cleaner, better, and more profitable future. We offer an unrivalled landscape of capabilities, allowing our customers to increase performance in a volatile market. Our unique coverage along the energy management value chain puts us in the best position to deliver game-changing services that help our customers increase their top-line, reduce risk, and protect profit margins. In 2022, we invested in growth outside our current home markets, and we will continue to do so in 2023. The Energy segment has expanded from the DACH area and grown a significant position in Iberia and Italy, as well as expanded its business in Japan.

The Power Grid segment has built a strong position in the Nordics. Our ambition is to build on the competence from serving what is probably the strongest grid in Europe and bring it to continental Europe. This ambition has caught tailwind the previous year during the energy crisis as optimisation of current grids can reduce the need for investments in additional infrastructure. Intermittent renewables are built where conditions are favourable, not necessarily where the energy is needed. Conventional energy resources have been built where the energy is needed and grids has followed. Consequently, there is a mismatch between where energy is produced and where it is needed, as plants for gas, coal and nuclear are being phased out. Our Power Grid offering is positioned extremely attractively and we are very excited about the journey ahead.

At the core of our growth strategy is a focus on recurring revenues through Volue's ongoing SaaS transformation. For that very reason we are very proud to have reached 82% in annual recurring revenue and 40% SaaS for the Infrastructure segment in 2022. We will continue this progress in 2023 and further build on our efforts in Sweden which accounted for 30% of the sales for our Construction business in 2022.

We continue to see a quite fragmented energy market, and we believe that there is an opportunity to take a leading position in a much-needed market consolidation. We did not close any transactions in 2022 but our team is hard at work going into 2023.

We operate in attractive end-markets undergoing transformation and growing revenues will continue to be our top priority in 2023. We will however increase our focus on profitability and have implemented measures that will put us in a stronger position going forward.

We continue to pursue synergies within the Volue group, and we see that there are many opportunities for increased operational efficiency.

With a successful 2022 behind us, we are enthusiastic about the future. We continue to work towards our goal of NOK 2 billion revenues in 2025.

We believe in growth first of all because our end market is growing. Our customers' spending on advanced software solutions is growing as a consequence of the green transition and market changes.

We also see opportunities for European expansion. We have a solid footprint in the European market, and we continue to invest in sales and marketing outside the Nordic region. Our experience also shows that Volue has a great opportunity to realise synergies by selling our expanded portfolio of offerings.

Looking at our recurring revenues, we see that SaaS contracts hold double the amount of recurring revenues, compared to traditional contracts. This is because we take a larger responsibility when operating the software with an associated Service Level Agreement.

We see this in our infrastructure business, which is very much focused on SaaS transformation in our home market, where we have more than 1,000 customers in the infrastructure construction business and where we cover 85% of the Norwegian population with our water and wastewater business.

As we progress with our SaaS transformation, we believe in an uptick in margins and improved profitability in 2023 compared to 2022.

Less than three years ago, Volue comprised four companies with separate management teams, a fragmented customer approach, no common R&D or product development strategies, and a mostly Nordic footprint. The company grew through the acquisitions of Likron and ProCom and, today, the six companies have joined forces behind one brand and in one organisation. We believe that Volue with its size and market reach can bring value to the industry by acting as a consolidator.

Entering 2023, we have created a robust organisation ready to support the digital transformation of the industries we work in. I am convinced that the efforts of our people will enable us to successfully execute our strategy.

In closing, I would like to extend a big thank you to our customers, partners, and shareholders for your continued trust and support!

Board of Directors' report

Volue reported solid performance and strong growth for the full year 2022. The Group delivered operating revenues of NOK 1,217 million (1,039 million) and adjusted EBITDA of NOK 203 million (214 million) with an adjusted EBITDA margin of 17 per cent. The Group delivered EBITDA of NOK 147 million (138 million) with an EBITDA margin of 12 per cent.

All product lines delivered strong operational performance, and good order intake with 3,300 deals closed during the year. The Group is continuing the build-up of a highly sticky customer base and has since 2018 reported an average yearly churn well below 2 per cent. Growth and scalability are core for improving margins over time, and Volue continues to strategically invest to scale for further growth.

The growth in operating revenues of 17 per cent year on year was mainly driven by the Energy Segment, increasing by 28% from NOK 595 million in 2021 to NOK 762 million in 2022. Expansion of European footprint and growing international activities are the main drivers for growth through new markets and solution such as trading, optimalisation, forecast and analyses. Annual recurring revenues reached NOK 765 million, a 15 per cent growth from 2021, while SaaS revenues showed a 28 per cent growth year on year.

The market remains strong and attractive as the shift towards green, non-controllable energy sources drives increased volatility and complexity for customers, requiring dynamic and cloud-based software solutions. During 2022, Volue has completed the integration of ProCom and Likron, thus creating an integrated organisation capable of cementing its position as the leading provider in Europe.

Business and location

Volue's business model is to supply software and technology solutions for the energy, Power Grid and infrastructure markets, serving over 2,500 customers in 40+ countries. Based on 50 years of green technology expertise, Volue offers software solutions, systems and market insight that optimise production, trading, distribution and consumption of energy, as well as infrastructure and construction projects. As one of Norway's leading software companies, Volue has unrivalled coverage along the clean-energy value- chain, from monitoring using sensors to realising cash in trading. Volue's technology secures availability of the core services society relies on – energy, water and infrastructure.

Volue is headquartered in Oslo, Norway, with teams based across 30 offices all over Europe, thereby enabling the Group to be closely connected to its customers, markets, and industries.

Industry segments

The business is organised into three industry segments: Energy, Power Grid and Infrastructure, with eight product lines. The Energy segment delivers solutions that help customers master the energy transition by enabling wall-to-wall digitalisation of the green energy value chain. The Power Grid segment enables power distributors to support electrification of society by unlocking flexibility and digital management of the Power Grid. The Infrastructure segment offers customers flexible capabilities for digital water management and helps automate processes and machines for the construction industry.

Energy Segment

Operating revenue in the Energy segment increased by 28 per cent to NOK 762 million in 2022 (595 million in 2021), representing 63 per cent (57 per cent in 2021) of the Group's operating revenues. Adjusted EBITDA rose to NOK 158 million in 2022 (124 million in 2021) with an adjusted EBITDA margin of 21 per cent in 2022, compared to 21 per cent in 2021. EBITDA rose to NOK 116 million in 2022 (86 million in 2021) with an EBITDA margin of 15 per cent, compared to 14 per cent in 2021.

The Energy Segment delivered very strong results and increased profit due to scalable growth as well as tail-winds from Energy Market Operations. The adjusted EBITDA and EBITDA margins improved following strong uplift in SaaS and overall sales.

Volue sees high volatility in the power market, which creates tail-wind for the trading advisory part of the portfolio as well as increasing demand for the Group's services. Volue's business outside the Nordic is growing rapidly and in the home market where Volue is leading, there is a strong development within portfolio management as a service. Combined, this results in strong growth in SaaS revenues. Expansion of European footprint and growing international activities are the main drivers for further growth through new markets and solution such as trading, optimalisation, forecast and analyses.

Part of Volue's initial focus was the most complex optimisation challenges for hydropower. Since then, the Group has expanded its platform into thermal, solar, wind and batteries, which is important to Volue's customers as they continue to operate existing assets, while at the same time expanding capacity in new asset types. Trading solutions is a growing part of the portfolio and the integrated business of Likron and ProCom is core as part of Volue's offering across the value chain.

CAPEX levels in the Energy segment represents approximately 9 per cent of operating revenues, which is mainly composed of by R&D investments. Going forward, significant investments into new products related to optimisation and trading solutions are planned.

Power Grid Segment

Operating revenue in the Power Grid segment increased by 2 per cent to NOK 254 million in 2022 (249 million in 2021), representing 21 per cent (24 percent in 2021) of the Group's operating revenues. Adjusted EBITDA decreased to NOK 12 million in 2022 (32 million in 2021) with an adjusted EBITDA margin of 5 per cent, compared with 12 per cent in 2021. EBITDA decreased to NOK 3 million (7 million in 2021) with an EBITDA margin of 1 per cent, compared with 3 per cent in 2021.

Within Power Grid, Volue holds a strong market position in the Nordics. The segment delivered strong sales and good progress on project deliveries, resulting in solid uplift in ARR level. The weaker profit in Power Grid is due to investments in new scalable products for further growth, both in home market and for preparation for European growth.

With decades of experience supporting customers, the Nordic region has built one of the strongest grids in Europe, which is now being put under pressure by the enormous growth in power supply assets that will start playing an active role in the energy system. The electrification of the society is growing, creating new challenges and opportunities and Volue is in a strong position to capitalize on this growth through its 50 years' of asset and vendor independent experience.

Volue aims to further expand its footprint in the Power Grid segment through its market position in the Energy segment.

CAPEX levels in the Power Grid segment represented approximately 13 per cent of operating revenues in 2022 and are related to R&D. CAPEX levels are expected to increase over the next 12 months due to ongoing investments in new product development such as Distributed Energy Resources.

Infrastructure Segment
Operating revenue in the Infrastructure segment increased to NOK 201 million in 2022, from NOK 197 million in 2021, representing 17 per cent of the Group's operating revenues. Adjusted EBITDA decreased to NOK 34 million in 2022 (57 million in 2021), with an adjusted EBITDA margin of 17 percent, down from 28 per cent in 2021. EBITDA decreased to NOK 27 million (45 million in 2021), with an EBITDA margin of 13 per cent, compared with 23 per cent in 2021.

For the Infrastructure segment, the shift in business models towards SaaS progressed well in 2022. This gave an expected short term revenue- and profitability impact. Volue will continue to invest in market expansions and with the majority of the shift in business models completed, profitability is expected to improve going forward.

Volue has so far focused on SaaS transformation in its home market. Volue forecasts further increased profitable growth in Scandinavia, driven by the on-going expansion to Sweden and Denmark.

CAPEX levels in the Infrastructure segment represented approximately 17 per cent of revenues in 2022 and are expected to remain at this level in the near term. The ongoing investments are made to increase offerings on Volue's SaaS platform as well as additions to the current product range addressing innovative solutions for the water industry.

Important events in 2022

New products and initiatives
The Group is working on several new initiatives such as Spark which is Volue's effort addressing Distributed Energy Resources. Additionally, new products related to optimisation and trading solutions will require investments going forward.

The way societies produce, distribute and consume energy will change dramatically. By 2030, there will be more than 200 million Distributed Energy Resources such as electrical vehicles, rooftop solar and heat pumps in Europe, needing cost efficient and digital value chains. The SaaS market potential is significant and Volue is well positioned to build the tools necessary to solve these complex challenges for the next generation power market optimisation.

Geopolitical ripple effects
The green transition is upon us with full force, and the growing reliance on weather-dependant energy resource has increased volatility in European energy markets. Volatility however reached unparalleled hights after the start of the war in Ukraine in the end of February 2022. This has in turn created ripple effects through European energy markets.

Energy security has risen to the top of agenda's across Europe and governments are ready to intervene in power markets to an extent unseen for a long time. REPowerEU is the European commission moving away from gas as the bridge to renewables and a push for energy independence from Russia. A push that is likely to carry with it increased incentives for intermittent and renewable energy resources in western Europe which will bring sustained volatility for decades to come.

Important wins in all segments

In 2022, the Energy segment signed a breakthrough contract with a German power major. The customer has split its business into renewable and non-renewable power production, and chose a cross-portfolio platform of capabilities from Volue to digitise the entire value chain of its renewable portfolio. Time from first point of contact to a signed contract was less than five months and the customer found Volue to be unmatched in the competitive landscape. Volue's efforts in Japan also paid off in the form of the first customer.

The Power Grid segment signed a transformative and strategic deal with a major Nordic utility. The joint goal is to launch a set of solutions that will enable the utility to digitise the end-to-end process of planning and constructing new grids. By automating manual work processes and enabling mobile access, the end result is a streamlined workflow and high efficiency improvements for electrical utilities. The solutions will be modular, targeting a wider European market, deployable across different geographical markets and regulations.

In the Infrastructure segment, the Construction division reached 1,000 customers and added 100 in 2022. All of them were SaaS contracts and 30 were in Sweden.

Financial statements

The Board of Directors believes that the annual financial statements provide a true and fair view of the net assets, financial position and result of Volue ASA for the year. The Group's consolidated financial statements are presented in compliance with International Financial Reporting Standards (IFRS) as adopted by the EU.

Profit and loss

Operating revenue was NOK 1,217 million, up from NOK 1,039 million in 2021, which represents 17 per cent growth. EBITDA was NOK 147 million compared with NOK 138 million in 2021. Volue had a profit for the period of NOK 19 million compared to NOK 28 million in 2021. Earnings per share were NOK 0,13 in 2022, compared to 0,19 in 2021.

Cash flow

Net cash from operating activities was NOK 222 million in 2022 compared with NOK 138 million in 2021. The increase in cash flow from operating revenues is related to a decrease in trade and other receivables, while cash flow from net income has decreased compared to 2021. Net cash used for investing activities in 2022 was NOK -140 million. Net cash from financing activities was NOK -45 million.

Financial position

The Board considers the Group's cash and financial position to be strong. The Group had a debt/equity ratio of 1,2 at year-end which is in line with 2021.

Net interest-bearing debt was NOK -426 million at year end, while total assets were NOK 1 861 million. Total equity attributable to shareholders of the parent company as of 31 December 2022 amounted to NOK 806 million. At the end of 2022, Volue had NOK 446 million in cash and cash equivalents.

According to section 3–3 of the Norwegian Accounting Act, we confirm that the consolidated financial statements and the financial statements of the parent company have been prepared based on the going concern assumption, and that it is appropriate to make that assumption.

Volue ASA

The parent company Volue ASA is a holding company, with very limited activity and a few corporate functions. Loss for the year was NOK 310 million in 2022. The 2022 net loss includes NOK 283 million of losses on financial assets due to the impairment of Volue ASA's investment in its subsidiary Volue Technology AS (See note 14 to the Financial Statements for the parent company). Net cash flow was NOK -79 million and the equity ratio was 96 per cent at year end 2022.

Risk factors and risk management

Risk factors:

Volue operates on an international level and provides software solutions, platforms and related services within various market segments, including energy and electricity, infrastructure and construction, water supply and the government/municipalities. The Group's operations may consequently be affected by global economic and political conditions in the markets in which it operates, especially in the Nordics which the Group considers as its most important markets. The outlook for the world economy remains subject to uncertainty. Downturns in general economic conditions, whether globally or in the specific region or end markets segments in which the Group operates, can result in reduced demand for the Group's software solutions and platforms, or lead to less competence and manpower being available; both which could have a material negative impact on the Group's revenues, profitability and growth prospects.

Both the technology market and the energy market are highly competitive, especially in relation to software solutions and investment services offered to participants within the energy markets. Some of the Group's competitors are large, sophisticated and well-capitalised technology and software companies that may have greater financial, technical and marketing resources than the Group. Furthermore, these competitors may have larger research and development expenditures, and thereby have a greater ability to fund product and system research, thus, can respond more quickly to new or emerging technologies or trends in the energy market or changes in customer demands. Increased competition in the energy market could result in price reductions, loss of market share, reduced margins and fewer customer orders. Moreover, in the 'war for talent' the Group could lose competent personnel to its competitors.

The Group's software solutions, platforms, analyses and trading and management services are based on complex software technology. The Group sets high-quality and security standards for its products and services, but it is possible that software solutions and platforms nevertheless may contain errors or defects or otherwise not perform as expected. Although the Group carries out control procedures for testing, monitoring, securing and developing its solutions and platforms, there is a risk that these procedures may fail to test for all possible conditions for use, or identify all defects or errors in the specific software used in its solutions and platforms. Defects or other errors or failures could occur in the actual solutions or within the software or platform in which the solutions and related services are based. Such defects may result in claims against the Group, as well as significant costs for the Group. Additionally, errors or defects in the Group's software solutions and platforms may lead to significant reputational damage for the Group, which could result in loss of customers, loss of good will and consequently reduced future sales.

The Group's software solutions and platforms are subject to substantial external threats associated with data security, such as risk of virus attacks, attempts at hacking, social manipulation and phishing scams. Furthermore, there is a risk that the data and systems delivered to the Group by third parties and in which the Group base the development and the functionality of its software solutions and platforms on are incorrect or inadequate, that the rights to such third party data is not secured sufficiently, or that such data and systems contain failures, viruses or other defects or errors, which could materially affect the quality, functionality and use of the Group's products and services. Moreover, the Group's business includes also processing of sensitive information on behalf of the Group's customers such as critical infrastructure data or personal data. Any failure to comply with the applicable laws and regulations with regards to processing of such data as well as the contractual obligations towards the customers can lead to significant financial implications such as customers' indemnification claims, fines from public authorities, etc.

The foreign exchange rate risk for the Group relates to the fact that the Group's business transactions and operations are made in several currencies, including the Norwegian krone, euro and U.S dollar. Unfavourable fluctuations in exchange rates of especially the Norwegian Krone, the Euro or the U.S. dollar could have an adverse effect on the Group's business, financial positions and profits.

Risk management:

Volue's Board of Directors and Executive Management conduct periodic risk assessments relating to various dimensions and aspects of operations, to verify that adequate risk management systems are in place. The Group's financial risk is predominantly controlled by the finance departments in the Group companies, under policies approved by the Board of Directors. Financial risks are identified, evaluated, and hedged in close co-operation with the Group's operating units. The Board provides written principles for overall risk management, as well as policies covering specific areas, such as currency risk, interest rate risk and credit risk.

With regards to the legal and compliance risk, the Group's management has approved several policies and internal quality routines, including a legal policy, which shall ensure that the Group is sufficiently informed about the nature of any legal and compliance risks in all markets or countries it operates. In addition to the framework of management procedures and policies, internal guidelines and standard contracts, the Group's Legal, Compliance and Quality team supports the organization proactively in order to minimize the Group's risk of being exposed to any breach of applicable laws and regulations, or contractual obligations towards its customers. Furthermore, the Group's quality team conducts regular internal audits for ensuring compliance with the internal management framework and is also responsible for handling external audits such as ISO certification audit, etc.

During the last year, the Group demonstrated its commitment to effective risk management through a series of strategic initiatives. These efforts included the appointment of the Group's first Chief Information Security Officer, a move aimed at strengthening the cybersecurity posture and ensuring the protection of sensitive data. Additionally, the Group started the review of its enterprise risk framework, which serves to embed risk management practices throughout the organization's operations and processes. These initiatives represent significant progress towards the goal of maintaining a robust risk management system that supports long-term success.

Research and development

Research and development Investments into research and development (R&D) has been an important part of Volue's strategy to develop new and innovative technological solutions and is expected to remain an important part of the Group's strategy going forward. Volue has a long-term ambition to invest significantly in R&D, with approximately 10-12 per cent of its annual revenue being capitalised in balance sheet, to secure long-term growth. For 2022, the Group capitalized invested a total of NOK 136 million in R&D, up from NOK 104 million in 2021, representing 11 per cent of the revenues for the year.

Sustainability

Volue sets high ethical standards, and communication should be open, clear and honest. The Group is responsible for ensuring safe and good workplaces where it is present and seeks to create value for society, customers, employees and shareholders.

Volue's expertise within energy production, optimisation, trading and distribution allows energy companies to get the most out of their resources and can play an important role in enabling a future with a greener, yet more volatile, energy mix and increased electrification. Further, by providing instrumentation and automation for hydropower producers, Volue improves the accuracy in the monitoring of hydropower dams including production predictions, planning and sustainable governance of regulated water courses.

In 2022, Volue is publishing its third sustainability report. The report is prepared in accordance with the Global Reporting Initiative (GRI) Standards framework, in addition to Section 3-3 of the Norwegian Accounting Act regarding corporate social responsibility and the Euronext Guidelines for sustainability reporting.

The sustainability report describes Volue's performance in areas defined as material to the Group, based on systematic stakeholder dialogue and a materiality assessment conducted in 2021. Focus areas for Volue includes Great place to work, Ethical business conduct, Environment, and Secure products and operations. In addition to disclosing how the Group performs within each area, the report also discusses improvements and lists ambitions and targets going forward.

In 2021, Volue became a signatory of the UN Global Compact (UNGC) – a voluntary initiative based on CEO commitments to implement universal sustainability principles and to take steps to support UN goals. As a signatory, Volue actively engages with the UN Global Compact and make an annual financial contribution, based on the annual gross sales or revenue. Volue reports on the communication on progress (COP) annually, and the next report will be published in UNGC's database in 2023.

The next section provides a summary of the sustainability work and results in 2022. For further information, refer to the ESG report 2022.

Organisation and equal opportunities

Recruiting and retaining top talent and ensuring a diverse workforce is a prerequisite for future value creation. At the end of 2022 the Group employed a total of 778 people, and adjusting for part- time and temporarily hired employees, this translates to 736 full-time equivalents.

Volue will cultivate a company culture characterised by respect, inclusion, equality, and diversity. The Group prohibits discrimination in any form and shall comply with internationally accepted guidelines and conventions regarding worker's rights, gender equality and anti-discrimination.

In Norway, Volue operates according to the Norwegian Working Environment Act and the Equality and Anti-Discrimination Act, which aims to promote equality and prevent discrimination on the basis of gender, ethnicity, religion, political beliefs, disability, sexual orientation and/or age. The Group also complies with similar laws in other countries where it is present.

Volue aspires to substantially increase the share of non-Nordic employees and is working throughout the employee lifecycle to see where measures can be implemented to enhance diversity across the organisation. To date, Volue's workforce comprises several different nationalities, of which 67.5% are Nordic and 32.5% are non-Nordic employees.

Women represented 25% of Volue's workforce (permanent employees) in 2022. The executive leadership team (ELT) had at year-end 2022 nine male and one female members. The Board of directors had five male and five female members. In 2022, Volue launched a Diversity & Inclusion initiative, including a diversity policy. The focus areas of the initiative is to recruit, retain and develop a diverse workforce, with an aim of a spread in gender, age and geography. Volue has reached the target of 25% females by the end of 2023 and continue to work towards the goal of 30% by 2025. To achieve this, Volue is part of several diversity initiatives, including the ODA Network and Kraftkvinnene. Additionally, the Group regularly conduct development talks, has introduced training programmes for employees and carry out several engagement surveys throughout the year.

The average pay for men and women varies due to differences in job categories and seniority. Guidelines for remuneration of the ELT was approved by the Extraordinary General Meeting in December 2021 and a full disclosure can be found in the separate Remuneration report. Guidelines for remuneration of leading persons are available in the Guidelines for remuneration of leading persons and the remuneration report will be available on the Groups website under reports and presentations.

Further details about organisation and Volue's statements on equality and anti-discrimination are available in the Group's ESG report.

Health, safety, security and environment (HSSE)

Absence due to illness in 2022 is 2.66%, and Volue's goal is to keep absence at a minimum and to not exceed a 3% absence rate. The labour turnover rate was 12.1%, with 90 employees voluntary leaving the Group in 2022. There were no work-related injuries in 2022.

In 2023, Volue will increase effort and focus on systematic HSSE work, risk assessment and reporting of occupational incidents.

Business ethics and human rights

Volue aspires to build a strong company culture, where ethical behaviour, transparency and openness are values that employees and business partners adheres to. In addition to ensuring that the work is carried out safely this involves respecting the freedom of association and not accepting any form of forced labour, child labour or work-related discrimination.

Volue will always align its conduct with internationally renowned standards for human and worker's rights, such as the Human Rights Act and OECD guidelines for multinational enterprises. The Group established a new Code of Conduct in 2021 which includes rules with regards to business conduct, values, and ethics. The legal team has conducted training in the Code of Conduct to a selection of employees in 2022, and the rest of the organisation will be trained through an online course in 2023. The Code of Conduct is available on Volue's website. In addition thereto, the Group has introduced a Supplier Code of Conduct which includes the aforementioned rules and ethics and which is mandatory to be signed by any new supplier to the Group. In accordance to the Norwegian Transparency Act, Volue will focus on mapping its business partners in regards of risk for breaches of human rights and compliance to the Supplier Code of Conduct in 2023, and the results will be made public on the Group's website.

An external whistleblower channel was established in 2021, which allows all employees and stakeholders of Volue as well as any externals such as suppliers etc to report any potential or actual breach of the Group's Code of Conduct, both through internal channels and the Group's website. The whistleblower channel is operated by a neutral third party and any whistleblower has the option to be anonymous.

Climate

Volue's environmental impact is two-fold. First, the Group has an impact through developing products and services which enable a green transition for customers. Second, the Group has an environmental impact from internal business operations such as emissions from employee business travels, energy consumption at the Group's office locations and waste generation.

Volue is in a position where impacts of climate changes and subsequently the energy transition represents business opportunities rather than risks. The opportunities are connected to customers within the Energy, Power Grid and Infrastructure market segments and includes their operation of existing physical assets and to their transition plans.

Volue started climate accounting in 2020 and is in the process of setting targets for reducing energy consumption and GHG emissions from its business operations. Volue's Scope 1 emissions comes from company cars and shows an emission of 17 tCO_2 in 2022. Volue's emissions from Scope 2 come from electricity and district heating from the offices and show an emission of 110.5 tCO_2 in 2022. Volue has included emissions from flights, mileage allowance and train travel, as well as emissions from waste in its Scope 3 calculations for 2022. This shows emissions of 372.1 tCO_2e in 2022, where 356.3 tCO_2e comes from business travel and 15.8 tCO_2 is from waste. The climate accounting was updated in 2022 using CEMAsys' digital solution, and a full overview can be found in the ESG report. All Volue's business locations have a waste management system to facilitate recycling according to local regulations.

In 2021, Volue reported on eligible activities for the EU Taxonomy, and in 2022, Volue reported on both eligible and aligned activities for the EU Taxonomy. 39.2% the turnover is eligible of which 21% of the turnover is aligned. In 2023, Volue will work to increase the share of aligned activities through improved documentation.

Corporate governance

Volue's Board of Directors has the overall responsibility for ensuring that the Group has a high standard of corporate governance. The Group's corporate governance model is designed to provide a foundation for long-term value creation and to ensure good control.

The Board has adopted a corporate governance policy to safeguard the interests of the Group's owners, employees and other stakeholders. The policy describes the Group's main principles for corporate governance and addresses the framework of guidelines and principles regulating the interaction between the Group's shareholders, the Board of Directors, the CEO and the Executive Leadership Team. These principles and associated rules and practices are intended to increase predictability and transparency, and thus reduce uncertainties related to the business.

The Group complies with the Norwegian Code of Practice for Corporate Governance. The Board's Corporate Governance report is available on the Group's website under the Investor section.

Share capital and the Volue stock

Volue ASA is listed on Oslo Børs under the ticker "VOLUE". The Group's share capital was NOK 57,547,885.60 divided on 143,869,714 shares at year end 2022, each with a nominal value of NOK 0.40. All shares are of the same class and with equal voting and dividend rights. Per 31 December 2022, the number of shareholders were 4,023. Refer to the notes to the financial statements for further information. Volue aims at informing all interested parties about important events and the Group's developments through annual reports and quarterly financial presentations, stock exchange notices and other Group updates. Further information can be found in the investor section of Volue's website.

Liability insurance

Volue holds a liability insurance for its Board of directors and ELT under Arendals Fossekompani's policy at the same conditions as Arendals Fossekompani. The territory covered is worldwide.

Going concern

There have been no events to date in 2023 that significantly affect the result for 2022 or valuation of the Group's assets and liabilities at the balance sheet date. The Board confirms that the conditions for the going concern assumption have been satisfied and that the financial statements for 2022 have been prepared on the basis of this assumption.

Outlook

In 2022, Volue continued delivering on its strategy of international expansion, and closed 3,300 deals.

The market remains strong and attractive, and Volue is hard at work towards the goal of being the leading provider in Europe.

Volue sees large opportunities to secure continued profitable growth and aims to develop its business both organically and structurally and the key drivers for further growth are:

- A growing end-market: Customers' spend on advanced software solutions is growing as a consequence of the green transition and market changes.
- European growth: Volue has a solid foot-print in the European market, and continue to invest outside the Nordic region - still representing the largest source of revenue.
- Increasing synergies: Volue sees good opportunities to realise further synergies between the various Volue companies by selling the expanded portfolio of offerings across the clean energy value chain.

Volue has a strong foundation for continued profitable growth and expansion. For 2023, the Group has outlined the following priorities and ambitions:

- Top line growth remains the priority and 2025 target of 2 billion inclusive M&A remains intact
- Continue to grow ARR and SaaS business in line with 2022 performance
- Long-term growth target of 15% reiterated, whilst lower 2023 non-recurring revenues may limit growth from 2022
- Focus on profitability initiatives following a more normalised European energy market
- Structural growth through M&A

The Board wishes to thank all of Volue's employees for their continued dedicated efforts, contributing to Volue's strong growth and achievements in 2022.

Oslo, Norway, 30 March 2023
The Board of Directors and CEO
Volue ASA

Ørjan Svanevik
Chairman of the Board

Lars Peder Fensli
Board Member

Ingunn Ettestøl
Board Member

Henning Hansen
Board Member

Christine Grabmair
Board Member

Knut Ove Stenhagen
Board Member

Kjetil Kvamme
Board Member

Annette Maier
Board Member

Anja Schneider
Board Member

Vija Pakalkaite
Board Member

Trond Straume
Chief Executive Officer

Consolidated financial statements

Notes to the Consolidated Financial Statements

Consolidated statement of income

For the year ended 31 December

Amounts in NOK 1000	Note	2022	2021
Operating revenues	3,4	1 216 896	1 039 075
Other revenues	26	2 572	21 603
Revenues		**1 219 468**	**1 060 678**
Materials and consumables used	3	206 982	159 075
Employee benefit expenses	3,5	632 543	549 310
Other operating expenses	3,6	233 320	196 863
Other gain/losses	21	-	17 305
Operating expenses		**1 072 845**	**922 553**
EBITDA		**146 623**	**138 125**
Depreciation and amortisation	11,12	106 470	91 317
Impairment loss from PPE	11,12		1 780
Net operating income/(loss)		**40 154**	**45 028**
Finance income	18	15 938	18 373
Finance costs	18	19 847	23 898
Profit/(loss) before income tax		**36 244**	**39 503**
Income tax expense	7	17 078	11 884
Profit/(loss) for the period		**19 166**	**27 619**
Attributable to equity holders of the company		19 343	27 825
Attributable to non-controlling interests		-177	-205
Basic earnings per share	20	0.13	0.19
Diluted earnings per share	20	0.13	0.19

Consolidated statement of other comprehensive income

For the year ended 31 December

Amounts in NOK 1000	Note	2022	2021
Items that may be reclassified to statement of income			
Exchange differences on translation of foreign operations		13 916	-12 851
Changes on cash flow hedges		-	2 208
Income tax related to these items		-	-
Items that may be reclassified to statement of income		**13 916**	**-10 643**
Items that will not be reclassified to statement of income			
Remeasurements of post-employment benefit obligations	5	-1 920	2 633
Income tax relating to these items		422	-564
Items that will not be reclassified to statement of income		**-1 498**	**2 070**
Other comprehensive income/(loss) for the period, net of tax		**12 418**	**-8 574**
Total comprehensive income/(loss) for the period		**31 584**	**19 046**
Attributable to equity holders of the company		31 837	19 169
Attributable to non-controlling interests		-253	-123

Consolidated balance sheet

For the year ended 31 December

Amounts in NOK 1000	Note	2022	2021
Assets			
Non-current assets			
Property, plant and equipment	11	123 852	140 975
Intangible assets	12	623 364	542 528
Pension assets	5	5 879	7 648
Non-current receivables and investments	13	34 600	39 715
Deferred tax assets	7	0	4 709
Total non-current assets		**787 695**	**735 577**
Current assets			
Inventories	8	29 488	19 895
Contract assets	4,16	54 181	65 595
Trade and other receivables	9,16	542 850	519 858
Other current assets	16	-	922
Cash and cash equivalents	10	446 350	404 390
Total Current assets		**1 072 870**	**1 010 659**
Total assets		**1 860 565**	**1 746 235**

Amounts in NOK 1000	Note	2022	2021
Equity and liabilities			
Equity			
Share capital and share premium		4 498 184	4 498 115
Own shares		-127	-92
Other reserves		-3 691 918	-3 733 989
Capital and reserves attributable to holders of the company		**806 138**	**764 035**
Non-controlling interests		2 587	2 842
Total equity	19,20	**808 725**	**766 876**
Non-current liabilities			
Lease liabilities	14	77 492	87 495
Employee benefits		-	560
Other non-current liabilites		14 999	-
Provisions		300	14 505
Deferred tax liabilities	7	22 874	29 200
Total non-current liabilities		**115 664**	**131 760**
Current liabilities			
Borrowings	17	6 892	17 529
Lease liabilities	14	18 970	27 675
Trade and other payables	15	397 362	350 686
Current tax liabilities	7	23 678	18 584
Contract liabilities	4	31 411	48 688
Provisions	4, 15, 21	77 394	88 371
Other current liabilities	4, 15	380 469	296 066
Total current liabilities		**936 175**	**847 599**
Total liabilities and equity		**1 860 565**	**1 746 235**

Oslo, Norway, 30 March 2023
The Board of Directors and CEO Volue ASA

Ørjan Svanevik
Chairman of the Board

Lars Peder Fensli
Board Member

Ingunn Ettestøl
Board Member

Henning Hansen
Board Member

Christine Grabmair
Board Member

Knut Ove Stenhagen
Board Member

Kjetil Kvamme
Board Member

Annette Maier
Board Member

Anja Schneider
Board Member

Vija Pakalkaite
Board Member

Trond Straume
Chief Executive Officer

Consolidated statement of changes in equity

For the year ended 31 December

		Attributable to equity holders of the company					
Amounts in NOK 1000	Note	Share capital and share premium	Own Shares	Other reserves	Total	Non-controlling interests	Total equity
Balance at 1 January 2021		**4 492 332**	-	**-3 752 655**	**739 676**	**3 411**	**743 087**
Profit/(loss) for the period		-	-	27 825	27 825	-205	27 619
Other comprehensive income/(loss)		-	-	-8 656	-8 656	83	-8 574
Transaction with owners							
Acquisition of non-controlling interest	21	-	-	-3 998	-3 998	-446	-4 445
Shares issued as consideration in business combinations	21	14 174	-	-	14 174	-	14 174
Reclassifications		-	-	3 496	3 496	-	3 496
Own shares		-8 390	-92		- 8 482	-	-8 482
Balance at 31 December 2021		**4 498 115**	**-92**	**-3 733 989**	**764 035**	**2 842**	**766 876**
Balance at 1 January 2022		**4 498 115**	-92	**-3 733 989**	**764 035**	**2 842**	**766 876**
Profit for the period		-	-	19 343	19 343	-177	19 166
Other comprehensive income		-	-	12 494	12 494	-76	12 418
Other changes from subsidiaries		-	-	1 134	1 134	-0	1 134
Own shares		68	-36	-	33	-	33
Share based renumeration scheme	5	-	-	9 100	9 100	-	9 100
Balance at 31 December 2022		**4 498 184**	**-127**	**-3 691 918**	**806 138**	**2 587**	**808 725**

Consolidated statement of cash flows

For the year ended 31 December

Amounts in NOK 1000	Note	2022	2021
Cash flow from operating activities			
Profit/(loss) before income tax		**36 244**	**39 503**
adjustments for:			
Depreciation, amortisation and impairment	11,12	106 470	93 097
Net financial items	18	3 861	5 532
(Gain)/Loss from sales of assets		775	
Tax on transaction costs related to share issue		-	-
Total after adjustments to profit before income tax		**147 350**	**138 132**
Change in Inventories		-9 651	-6 905
Change in other current assets		-25 096	-232 666
Change in other current liabilities		125 744	270 717
Change in other provisions		414	-28 541
Change in employee benefits		-717	-744
Total after adjustments to net assets		**238 043**	**139 993**
Change in tax paid		-16 477	-1 571
Net cash flow from operating activities		**221 566**	**138 422**
Cash flow from investing activities			
Interest received		4 449	2 806
Proceeds from the sales of PPE		-	-
Purchase of PPE and intangible assets	11,12	-152 181	-118 251
Proceeds from sales of financial assets		3 827	10 000
Purchase of other investments		-	-824
Loans to employees	13	4 033	
Proceed from sale of other investments		-	-
Purchase of shares in subsidiaries	21	-53	-13 720
Proceeds from the sales of shares in subsidiaries			
Net cash flow from investing activities		**-139 925**	**-119 989**

Amounts in NOK 1000	Note	2022	2021
Cash flow from financing activities			
Proceeds from issue of shares		-	-
New long-term borrowings	17	4 083	5 640
Repayment of long-term borrowings		-3 031	-
Movement in short term borrowings	17	-10 736	3 636
Repayment of lease liabilities	17	-26 046	-30 940
Interest paid etc.		-9 223	-8 212
Dividend paid		-	-
Acquisition of non-controlling interests	21	-	-5 527
Cash Flow from Own Shares		33	-5 209
Net cash flow from financing activities		**-44 921**	**-40 614**
Net increase in cash and cash equivalents		**36 720**	**-22 181**
Cash and cash equivalents at the beginning of the financial year		404 390	433 527
Effects of exchange rate changes on cash and cash equivalents		5 241	-6 956
Cash and cash equivalents at end of year		**446 350**	**404 390**

Notes to the Consolidated Financial Statements

For the year ended 31 December

Note 1 Accounting principles

Organisation

Volue ASA is domiciled in Norway, and with headquarters in Oslo. The consolidated financial statements for financial year 2022 include the company and its subsidiaries (as a whole, referred to as "the Group"). Information about the companies included in the scope of consolidation is disclosed in note 22 in Volue ASA financial statements.

Significant accounting policies

This note provides a list of the significant accounting policies adopted in the preparation of these consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis for preparation

The annual and consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) adopted by the European Union and associated interpretations, as well as Norwegian disclosure requirements pursuant to the Norwegian Accounting Act applicable as of 31 December 2022.

The Company was established in 2020 by Arendals Fossekompani ASA ("AFK") for the purpose of being the new holding company for four of AFK's subsidiaries. AFK transferred its shareholdings in four subsidiaries through contributions in kind to Volue. AFK transferred the shareholdings to Volue.

The financial statements are presented in Norwegian kroner (NOK), which is the functional currency of the parent company. All amounts disclosed in the financial statements and notes have been rounded off to the nearest thousand NOK units unless otherwise stated. The financial statements have been prepared using the historical cost principle, except for the following assets, which are presented at fair value: Financial instruments at fair value through profit or loss and financial instruments at fair value through other comprehensive income.

The Group recognizes changes in equity arising from transactions with owners in the statement of changes in equity. Other changes in equity are presented in the statement of comprehensive income (total return).

Preparation of financial statements in accordance with IFRS requires the use of assessments, estimates and assumptions that influence which accounting policies shall be applied, and influence recognized amounts for assets and liabilities, revenues, and costs. Actual amounts can deviate from estimated amounts. Estimates and underlying assumptions are reviewed on an ongoing basis. Changes in accounting estimates are recognized in the period in which they arise if they only apply to that period. If the changes also apply to subsequent periods, the effect is allocated over the current and subsequent periods. Areas with significant estimation uncertainties, and where assumptions and assessments may have significantly influenced the application of the accounting policies, are disclosed in Note 2.

Accounting policies

The accounting policies applied in the preparation of the annual and consolidated financial statements are described below. In case that subsidiaries have used other principles to prepare their separate annual financial statements, adjustments have been made so the consolidated financial statements are prepared according to common policies.

Principles of consolidation

Business combinations

The acquisition method of accounting is used to account for the acquisition of shares that lead to control over another company. The Group's consideration is allocated to identifiable assets and liabilities. These are recognized in the consolidated financial statements at fair value at the date when control is obtained. Goodwill is calculated when the consideration exceeds identifiable assets and liabilities:

- The consideration transferred; plus
- Any non-controlling interest in the acquired entity; plus any gradual acquisition, the fair value of existing shareholdings in the acquired entity; less
- Net value (normally fair value) of identifiable net assets included in the transaction

If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognized directly in profit or loss as a bargain purchase. If the business combination is achieved in stages, the investment changes classification from associated company to subsidiary, the upward adjustment of the existing shareholding at fair value is recognized as a gain in the income statement. A buyout of non-controlling interests is considered a transaction with owners and does not require a calculation of goodwill. Non-controlling interests for such transactions are adjusted based on a proportionate share of the subsidiary's equity. When an investment is reclassified from fair value through other comprehensive income to subsidiary or associated company, the investment's carrying amount at the time control or significant influence is obtained is used as recognized cost.

Subsidiaries
Subsidiaries are all entities over which the Group has control. Control exists when the investor is exposed or has rights to variable returns from its investment in the company and when it has the ability to influence the return through its power over the company. To determine the level of control, the potential voting rights that can be exercised or converted must be considered. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

Associated companies
Associated companies are entities where the company and/or the Group has significant influence, but not control over financial and operational management. Significant influence is assumed to exist when the Group has between 20 % to 50 % of the voting rights in a company. The consolidated financial statements include the Group's share of the profits/losses from associated companies are accounted for using the equity method, from the date significant influence was achieved until it ceases.

Elimination of intercompany transactions
Intercompany transactions, balances and unrealized gains and losses on transactions between group companies are eliminated.

Discontinued operations
A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single coordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of profit or loss.

Segment reporting
Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The board of Volue ASA has appointed a Group management which assesses the financial performance and position of the group and makes strategic decisions. The Group management, which has been identified as being the chief operating decision maker, consists of the chief executive officer and the chief financial officer.

Foreign currency translation
Functional and presentation currency Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Norwegian kroner (NOK), which is Volue ASA's functional and presentation currency.

Transactions and balances
Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions, and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates, are generally recognized in profit or loss. They are deferred in equity if they relate to qualifying cash flow hedges and qualifying net investment hedges or are attributable to part of the net investment in a foreign operation.

Foreign exchange gains and losses that relate to borrowings are presented in the statement of profit or loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit or loss on a net basis within other gains/(losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. For example, translation differences on non-monetary assets and liabilities such as equities held at fair value through profit or loss are recognized in profit or loss as part of the fair value gain or loss, and translation differences on non-monetary assets such as equities classified as at fair value through other comprehensive income are recognized in other comprehensive income.

Group companies
The results and financial position of foreign operations that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet,
- income and expenses for each statement of profit or loss and statement of comprehensive income are translated at average exchange rates, and
- all resulting exchange differences are recognized in other comprehensive income.

On consolidation, exchange differences arising from the translation of any net investment in foreign entities, and of borrowings and other financial instruments designated as hedges of such investments, are recognized in other comprehensive income. When a foreign operation is sold or any borrowings forming part of the net investment are repaid, the associated exchange differences are reclassified to profit or loss, as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

Revenue recognition

Revenues from contracts with customers
Under IFRS 15, Volue recognises as revenue the agreed transaction price in a contract with a customer at the time when the Group transfers the control of a distinct product or service to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods and services.

For each performance obligation identified at the inception of the contract, it is separately determined if those performance obligations are satisfied at a point in time or on an over-time basis. Revenue regarding each performance obligation is recognised when that performance obligation is satisfied. Consequently, revenue is recognised in full upon completion of a contract if it includes only one performance obligation or more than one performance obligations that are satisfied at the same time.

The Group's main revenues come from the sale of software as a service (SaaS), maintenance, licenses, consulting, and other revenue. There are several types of customer contracts depending on what the customer needs. Some contracts may include only one type of service while other contracts include two or more types of services, hence the transaction price will be allocated between different types of revenue depending on the performance obligation. Some of the revenue stream has a substantial part of annual recurring revenue (ARR), which is one of the key performance indicators in the Group. Below is more information about the different types of revenues and related contract types.

License fee
Infinity software licenses are classified as software licenses where the customer is provided with a right to use the software as it exists when made available to the customer. Revenue from distinct software licenses is recognised when the license key is made available to the customer and the customer can start to use the software. License fees are non-recurring revenues which only occurs once during the contract period. License fees relates to contracts with either consultancy services or maintenance, or both in addition to the fixed license fee. Invoices are generated when the license key is made available to the customers (at a point in time) and most invoices are payable within 30 days. For larger contracts invoices are based on deliveries on agreed milestones.

Software as a service (Saas)
Software as a service is primarily delivered as a cloud-based solution, which entitles the customers to use the software together with the Group's network, data base and systems over the contract period. Revenues from sale of Cloud Services are recognised from go-live over time on a straight-line basis over the contract period. The revenue recognition is accrued at a monthly basis. Invoices are generated on a monthly or yearly basis and most invoices are payable within 30 days. The type of contract is subscription to a software or a service. Most SaaS contracts are automatic renewed every year for one more year if not one part terminate the contract. This type of revenue is defined as annual recurring revenue. In combination with delivery

of a software as a service contract consulting services can be delivered, and revenue recognition occurs as described under consulting revenues.

Maintenance revenues

Maintenance services related to software are typically a service that is needed throughout the contract period and are typically delivered together with a software license. Revenue recognition from maintenance occurs after the software has been installed and is accrued at a monthly basis. Maintenance services may also be delivered together with a third-party software solution, and revenue recognition occurs from go-live on a monthly linear basis. Most contract are automatic renewed every year for one more year if not one part terminate the contract. This type of revenue is defined as annual recurring revenue.

Consulting revenues

Consulting services is typically revenue related to project implementation, assisting the customer to start using the software solutions. Consulting services may also relate to value added services or technical support paid by the hour. The performance obligations related to consulting and support services are satisfied on an ongoing basis, and revenue related to the sales of services are thus recognised at the time of delivery.

Transactions price

The Group determines the transaction price to be the amount of consideration which it expects to be entitled in exchange for transferring the promised goods and services to the customer, net of discounts and sales related taxes. Sales related taxes are regarded as collected on behalf of the authorities. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated.

Fix price contracts

For fixed-price contracts, revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided, because the customer receives and uses the benefits simultaneously. This is determined based on the actual labour hours spent relative to the total expected labour hours.

Contract balances

Contract balances consist of client-related assets and liabilities. Contract assets relate to consideration for work complete, but not yet invoiced at the reporting date. The contract assets are transferred to trade receivables when the right to payment has become unconditional, which usually occurs when invoices are issued to the customers. When a client pays consideration in advance, or an amount of consideration is due contractually before transferring of the license or service, then the amount received in advance presented as a liability. Contract liabilities represent mainly prepayments from clients for unsatisfied or partially satisfied performance obligations in relation to licenses and services. Contract assets are within the scope of impairment requirements in IFRS 9. For contract assets the simplified approach is applied, and the expected loss provision is measured at the estimate of the lifetime expected credit losses.

Income tax

Income tax on the profit for the period consists of current and deferred tax. Income tax is recognised in the income statement with the exception of tax on items that are recognised directly in equity or in other comprehensive income. The tax effect of the latter items is recognised directly in equity or in other comprehensive income.

Current tax is the forecast tax payable on the year’s taxable income at current tax rates at the balance sheet date, and any adjustments of tax payable for previous years less tax paid in advance. Deferred tax liabilities are calculated based on the balance sheet-oriented liability method considering temporary differences between the carrying amount of assets and liabilities for financial reporting and tax values.

The following temporary differences are not considered: goodwill not deductible for income tax purposes, the initial recognition of assets or liabilities that affect neither accounting nor taxable profit, and differences relating to investments in subsidiaries that are not expected to reverse in the foreseeable future. The provision for deferred tax is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, measured at the tax rates in force at the balance sheet date.

Deferred tax assets are recognised only to the extent that it is probable that the asset can be utilised against future taxable results. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax asset will be realised. Tax assets that can only be utilised via group contributions from the parent company are not recognised until the contribution has been paid and is recognised in the individual companies.

Leases
The company's and the group's leases consist mainly of office space, machines, cars, IT equipment and other office machines. Assets and liabilities arising from a lease are initially measured on a present value basis.

Right-of-use assets are measured at cost comprising the following:
- the amount of the initial measurement of lease liability,
- any lease payments made at or before the commencement date less any lease incentives received,
- any initial direct costs, and
- restoration costs.

Lease liabilities include the net present value of the following lease payments:
- fixed payments (including in-substance fixed payments), less any lease incentives receivable,
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date,
- amounts expected to be payable by the group under residual value guarantees,
- the exercise price of a purchase option if the group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the lessee's incremental borrowing rate, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Impairment of assets
Goodwill and intangible assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

Cash and cash equivalents
For presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

Trade receivables
Trade receivables are recognised initially at the amount of consideration that is unconditional, unless they contain significant financing components when they are recognised at fair value. They are subsequently measured at amortised cost using the effective interest method, less loss allowance. See note 16 for further information about the group's accounting for trade receivables and note 2 for a description of the group's impairment policies.

Inventories
Raw materials and stores, work in progress and finished goods are recognised at the lower of cost and net realisable value. Net realisable value is the estimated sales price in ordinary operations, less the estimated costs for completion and sales costs. Cost is based on the first-in first-out principle and includes costs incurred upon procurement of goods and the costs of bringing them to their present condition and location. For finished goods and work in progress, cost is calculated as a share of the indirect costs based on normal utilisation of capacity.

Non-current assets held for sale and discontinued operations
Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are measured at the lower of their carrying amount and fair value less costs to sell, except for assets such as deferred tax assets, assets arising from employee benefits, financial assets and investment property that are carried at fair value and contractual rights under insurance contracts, which are specifically exempt from this requirement.

An impairment loss is recognised for any initial or subsequent write-down of the asset to fair value less costs to sell. A gain is recognised for any subsequent increases in fair value less costs to sell of an asset, but not in excess of any cumulative impairment loss previously recognised. A gain or loss not previously recognised by the date of the sale of the noncurrent asset is recognised at the date of derecognition.

Non-current assets are not depreciated or amortised while they are classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale continue to be recognised.

Non-current assets classified as held for sale and the assets of a disposal group classified as held for sale are presented separately from the other assets in the balance sheet. The liabilities of a disposal group classified as held for sale are presented separately from other liabilities in the balance sheet.

Foreign currency translation

Transactions in foreign currencies

Transactions in foreign currencies are translated to the functional currency of each individual Group company using the exchange rates at the dates of the transactions. Monetary assets and liabilities in foreign currencies are translated to NOK using the exchange rate at the balance sheet date. Differences that arise from the currency translation are recognised in the income statement.

Financial statements of foreign operations

Assets and liabilities in foreign currencies are translated to NOK using the exchange rate at the balance sheet date. Revenues and expenses for foreign operations are translated to NOK at the approximate rates of exchange at the transaction date.

Financial instruments

Non-derivative financial instruments

Non-derivative financial instruments consist of investments in debt and equity instruments, trade and other receivables, cash and loans, trade payables and other debts.

Trade and other receivables that fall due in less than three months are not discounted. Non-derivative financial instruments are measured on initial recognition at fair value plus any directly attributable transaction costs. After initial recognition, the instruments are measured as described below.

Interest-bearing loans are valued at fair value less transaction costs on initial recognition in the balance sheet. Instruments are subsequently measured at amortised cost, with any differences between cost and redemption value recognised over the term of the loan as part of the effective interest rate.

Financial assets are derecognised when the contractual rights to the cash flows from an asset expire, or when the Group has transferred the contractual rights in a transaction where the risk and return of ownership of the financial asset have substantively been transferred.

Financial assets at fair value through other comprehensive income

In accordance with the Group's investment strategy, investments in equity instruments are mainly classified as fair value through other comprehensive income. After initial recognition, these instruments are measured at fair value. Changes in fair value are recognised in other comprehensive income.

Financial assets classified as held for trading

A financial instrument is classified at fair value through profit or loss if it is held for trading. The instrument is measured at fair value and the changes in fair value are recognised in the income statement.

Other

Other non-derivative financial instruments are measured at amortised cost less any impairment losses.

Derivatives and hedging activities

Derivatives are initially recognised at fair value on the date a derivative contract is entered into, and they are subsequently remeasured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument and, if so, the nature of the item being hedged.

Cash flow hedge

When a derivative is designated as a hedging instrument on variability in cash flows for a recorded asset or liability, or for a highly probable forecast transaction, the effective portion of a change in fair value is recognised in other comprehensive income. The Group performs a qualitative assessment of hedging effectiveness. A hedging instrument is derecognised when it no longer satisfies hedge accounting criteria, sold, terminated or matures. The accumulated change in fair value recognised in other comprehensive income remains until the forecast transaction occurs. If the hedged item is a financial asset, the amount recognised in other comprehensive income is transferred to the income statement in the same period as the hedged item affects the income statement. If the hedged transaction is no longer expected to occur, the accumulated unrealised gains or losses are immediately recognised in the income statement.

Fair value hedging

When a financial derivative is designated as a hedging instrument on variability in the value of a recognised asset, a firm agreement or liability, the gain or loss on the derivative is recognised in the income statement in the period it incurs. Similarly, changes in the fair value of the hedged item are recognised in the income statement in the same period. Principles related to hedging effectiveness and derecognition are the same as for cash flow hedges.

Property, plant and equipment

The depreciation methods and periods used by the group are disclosed in note 11. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss. When revalued assets are sold, it is group policy to transfer any amounts included in other reserves in respect of those assets to retained earnings.

Intangible assets

Goodwill

Goodwill is measured as described in business combinations above. Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, being the subsidiaries (note 12).

Other intangible assets and capitalised development costs

Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the group are recognised as intangible assets where the following criteria are met:

- it is technically feasible to complete the product so that it will be available for use,
- management intends to complete the product and use or sell it,
- there is an ability to use or sell the product,
- it can be demonstrated how the product will generate probable future economic benefits,
- adequate technical, financial and other resources to complete the development and to use or sell the product are available, and
- the expenditure attributable to the product during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the product include employee costs and an appropriate portion of relevant overheads. Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is ready for use.

Development expenditure that do not meet the criteria above are recognized as an expense as incurred.

Amortisation methods and periods

Refer to note 12 for details about amortisation methods and periods used by the Group for intangible assets.

Trade and other payables

These amounts represent liabilities for goods and services provided to the group prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Borrowings

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Employee benefits

For defined contribution plans, the group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

Contributed equity

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are recognised as a deduction, net of tax, from the proceeds. On the repurchase of treasury shares, the purchase amount including directly attributable costs are recognised as a change in equity. Purchased shares are classified as treasury shares and reduce total equity. When treasury shares are sold, the received amount is recorded as an increase in equity, and the subsequent gain on the transaction is recognised in share premium.

Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

Earnings per share

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the company, excluding any costs of servicing equity other than ordinary shares
- by the weighted average number of ordinary shares outstanding during the financial year, adjusted for bonus elements in ordinary shares issued during the year and excluding treasury shares (note 20).

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to consider:

- the after-income tax effect of interest and other financing costs associated with dilutive potential ordinary shares, and
- the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest thousand currency units unless otherwise stated.

Note 2 Key sources of estimation uncertainty, judgments and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the group's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be wrong. Detailed information about each of these estimates and judgements is included in other notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving significant estimates or judgements are:

- Estimated goodwill impairment – note 12
- Recognition of revenue over time– note 1, 3 and 4
- Provision for loss on contracts– note 4
- Estimated useful life of intangible asset – note 12
- Recognition of deferred tax asset for carried-forward tax losses – note 7

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

Note 3 Segments

Segment information
The group's management examines the group's performance both from a product and services perspective and has identified three reportable segments of its business:

Energy - Help customers master the energy transition by enabling end-to-end optimisation of the green energy value-chain by offering software solutions and consulting services related to forecasting and optimisation of the different energy markets.

Power Grid - Enable power distributors to support electrification of society by unlocking flexibility and digital management of the Power Grid. The group offer both software solutions and consulting services.

Infrastructure - Deliver flexible capabilities for digital water management, consisting of both software solutions and consulting services. Help automate processes and machines for the construction industry.

In order to asses the performance of the operating segments, the group's management uses a measure of adjusted earnings before interest, tax, depreciation and amortisation (adjusted EBITDA, see below). Compared to EBITDA, Non-recurring items - items that are not part of the ordinary business, such as M&A activities, costs related to the cyber-incident, stay-on bonus and share based remuneration scheme are excluded. In addition, external costs related to implementation of corporate back-office cloud-based systems (e.g. ERP) are considered non-recurring. In accordance with IFRS IC agenda decision (Configuration or Customisation Costs in a Cloud Computing Arrangement) from April 2021, these costs have not been capitalized, as they previously would have been. In addition the key performing indicators recurring revenue growth, recurring revenue (as percentage of total revenues), SaaS revenue growth (SaaS) and SaaS revenue (as a percentage of total revenues) are assessed each month.

The other segments and eliminations section includes the elimination of inter-segment sales. Segment data for the years ended 31 December 2022 and 2021 are presented below. The measurement basis of segment profit is net operating income.

Note 3 continues on next page

Note 3 Segments cont.

Amounts in NOK 1000	Energy	Power Grid	Infra-structure	Un-allocated	Total
Full year 2022					
Operating revenues	761 892	254 029	200 976		1 216 896
Other income	2 572				2 572
Total revenues and other income	**764 464**	**254 029**	**200 976**	**0**	**1 219 468**
Materials and consumables used	124 416	56 207	27 587	72	208 282
Employee benefit expenses	347 363	150 655	104 425		602 443
Other operating expenses	134 746	35 482	35 282		205 511
Adjusted EBITDA	**157 939**	**11 684**	**33 681**	**-72**	**203 232**
Non-recurring items	41 796	8 261	6 552		56 609
EBITDA	**116 143**	**3 423**	**27 129**	**-72**	**146 623**
Depreciation and amortisation	61 853	21 029	23 587		106 470
Impairment					0
Net operating income/(loss)	**54 290**	**-17 606**	**3 542**	**-72**	**40 154**

Amounts in NOK 1000	Energy	Power Grid	Infra-structure	Unallocated	Total
Full year 2021					
Operating revenues	595 020	248 849	196 623	-1 417	1 039 075
Other income	6 473	9 154	4 378	1 598	21 603
Total revenues and other income	**601 493**	**258 003**	**201 001**	**181**	**1 060 678**
Materials and consumables used	88 219	46 462	24 464	0	159 145
Employee benefit expenses	286 683	132 875	94 107	0	513 665
Other operating expenses	102 456	46 583	25 470	0	174 509
Adjusted EBITDA	**124 135**	**32 083**	**56 960**	**181**	**213 359**
Non-recurring items	38 218	25 374	11 642		75 234
EBITDA	**85 917**	**6 709**	**45 318**	**181**	**138 125**
Depreciation and amortisation	54 297	18 390	19 236	0	91 923
Impairment	1 174			0	1 174
Net operating income/(loss)	**30 447**	**-11 681**	**26 082**	**181**	**45 028**

The entity headquarter is located in Norway. The amount of its revenue from external customers, broken down by location of the companies in the group is shown in the below table.

Amounts in NOK 1000	2022	2021
Norway	846 997	666 426
Europe	367 734	366 600
Rest of the world	2 165	6 049
Operating revenues	**1 216 895**	**1 039 075**

Note 4 Revenue from contracts with customers

Accounting principles and information related to external customers are described in note 1. There are no customers that represents 10% or more of the Group's total revenues on an annual basis.

Disaggregation of revenue from contracts with customers
The group derives revenue from the transfer of goods and services over time and at a point in time in the following major product and service lines:

Amounts in NOK 1000	Energy	Power Grid	Infra-structure	Unallocated	Total
2022					
Segment revenue	764 464	254 029	200 976	0	1 219 468
Revenue from external customers	**764 464**	**254 029**	**200 976**	**0**	**1 219 468**
Timing of revenue recognition					
At a point in time	233 919	17 438	8 097		259 454
Over time	530 544	236 591	192 879	0	960 014
Total	**764 464**	**254 029**	**200 976**	**0**	**1 219 468**
2021					
Segment revenue	601 493	258 003	201 001	181	1 060 678
Revenue from external customers	**601 493**	**258 003**	**201 001**	**181**	**1 060 678**
Timing of revenue recognition					
At a point in time	184 248	43	35	26	184 352
Over time	417 245	257 960	200 966	155	876 326
Total	**601 493**	**258 003**	**201 001**	**181**	**1 060 678**

Assets and liabilities related to contracts with customers
The timing of revenue recognition, billings and cash collections results in billed trade receivables, unbilled receivables (contract assets), and prepayments and deposits from customers (contract liabilities). The table below shows the amounts of contract assets and contract liabilities at year end related to ongoing projects.

Amounts in NOK 1000	2022	2021
Trade receivables	**390 863**	**371 527**
Contracts with at-delivery billing		
Booked income	53 597	74 739
Payments recieved	584	-9 144
Contract assets	**54 181**	**65 595**
Contracts with advance billing		
Payment received	20 912	34 911
Booked income	10 498	13 777
Contract liabilities	**31 411**	**48 688**
Net contract assets/-liabilities	**22 771**	**16 906**
Booked income from uncompleted contracs per 31.12		
Booked accrued income per 31.12	109 095	137 630
Booked accrued expenses per 31.12	-112 540	-181 892
Reported margin per 31.12	**-3 445**	**-44 262**

The change in contract liability mainly relates to billing of maintenace services in the energy segment, which cannot be recognised as revenue at year end.

The Group considers on a regular basis whether there exists any onerous contracts. In case of any onerous contracts provisions for loss regarding the remaining period on the contracts are recognised in the period the current period.

The Group has an onerous contract related to a specific project, provision for loss are shown in the table below:

Amounts in NOK 1000	2022	2021
Balance at 1 January	31 118	10 668
Changes in expected losses (loss rates) and outstanding receivables (volume)	4 145	33 758
Realised losses during the period (-)	-18 300	-13 308
Balance at 31 December	**16 963**	**31 118**

Note 5 Remuneration and employee benefit

Amounts in NOK 1000	**2022**	**2021**
Salaries	635 776	555 602
Social security contributions	79 335	55 681
Pension costs	33 437	29 788
Capitalised development cost	-136 340	-104 161
Share-based payment (IFRS2)	9 100	
Other benefits	11 236	12 400
Total employee benefit expenses	**632 543**	**549 310**
Average number of employees	736	707

Amounts in NOK 1000	**2022**	**2021**
Present value of funded liabilities	22 012	22 078
Fair value of pension assets	-27 891	-29 727
Present value of net liabilities	**-5 879**	**-7 648**
Of which presented as pension assets	5 879	7 648
Change in recognised net liability for defined-benefit pensions		
Net funded defined-benefit pension liability as at 1 January	-7 648	-4 833
Paid-in contributions	3 383	-5 928
Paid out from the scheme		
Actuarial (gains) losses from other comprehensive income	-1 920	2 633
Costs of defined-benefit schemes	307	479
Net liability for defined-benefit schemes as at 31 December	**-5 879**	**-7 648**
Costs recognised in the income statement		
Costs relating to this period's pension entitlements	22	139
Interest on the liabilities	403	380
Expected return on pension plan assets	-552	-467
Recognised employers' contributions	434	427
Effect of partial discontinuation of Board pensions		
Expenses from defined benefit plans	**307**	**479**
Costs of defined-contribution pension schemes	33 129	29 309
Net interest on pension liabilities transferred to finance		
Total pension costs	**33 437**	**29 788**

Note 5 Renumeration and employee benefit cont.

Share option plan - Volue Group

The amended guidelines for remuneration of leading persons in the Volue group including the establishment of the share option plan was approved by the shareholders at the 2021 extraordinary general meeting.

The share option plan is based on a structure in which the Company's senior management and certain other key employees are granted share options in the Company. Each share option carries the right to acquire one share in the Company. The total number of share options that may be issued under the plan is 2,397,747 for the first-year grant of options and 2,867,621 for the second-year grant of options.

The share options vest three years after the date of grant (service condition) and will lapse if not exercised within seven years following the date of grant. For the share options to vest, a minimum average share price development of 4.5% p.a. is required (performance condition).

Upon any exercise of share options, the Company may settle its obligations by selling the relevant number of shares or by payment in cash. The share option plan has been treated as an equity-settled plan under IFRS. The strike price of the share options will be based on the volume weighted average share price over the ten last trading days preceding the grant date. The total profit each option holder may achieve shall be limited to 300% of the fair market value of the share at grant.

Set out below are summaries of options granted under the plan:

	2022		2021	
	Average exercise price per share option	**Number of options**	**Average exercise price per share option**	**Number of options**
As at 1 January	70.00	1 781 085	0	0
Granted during the year	34.90	2 658 229	70.00	1 781 085
Exercised during the year	0	0	0	0
Forfeited during the year	70.00	107 875	0	0
As at 31 December	**48.46**	**4 331 439**	**70.00**	**1 781 085**
Vested and exercisable at 31 December	0		0	

No options expired during the periods covered by the tables above.

Note 5 continues on next page

Note 5 Renumeration and employee benefit cont.

Share options outstanding at the end of the year have the following expiry dates and exercise prices:

Grant date	Expiry date	Exercise price	Share options 31 December 2022	Share options 31 December 2021
21 December 2021	20 December 28	70.00	**1 673 210**	1 781 085
19 December 2022	18 December 29	34.90	**2 658 229**	0
Total			**4 331 439**	1 781 085
Weighted average remaining contractual life of options outstanding at the end of period			**6.58 years**	6.97 years

Fair value of options granted
The assessed fair value at grant date of options grated during the year ended 31 December 2022 was NOK 7.6 per option (2021 – NOK 15.2). The fair value at grant date is independently determined using an adjusted form of the Black-Scholes model that considers the exercise price, the term of the option, the share price at grant date and expected price volatility of the underlying share, the expected dividend yield, the risk-free interest rate for the term of the option, and the volatilities of the peer group companies.

The model inputs for options granted during the year ended 31 December 2021 included:

a. Options are granted for no consideration and vest after three years (service condition) and based on minimum share price development (performance condition). Vested options are exercisable for a period of four years after vesting.
b. Exercise price 34.90 (2021 – 70.00)
c. Grant date: 19 December 2022 (2021 – 21 December 2021)
d. Expiry date: 18 December 2029 (2021 – 20 December 2028)
e. Share price at grant date: 28.99 (2021 – 56.15)
f. Expected price volatility of the company's shares: 40% (2021 – 40%)
g. Expected dividend yield: 0.00% (2021 – 0.00%)
h. Risk-free interest rate: 3.86% (2021 – 3.86%)

The estimated expected price volatility is based on median of volatilities of the peer group companies over an historical period of 5 years since Volue has a short historical period only. The estimated expected lifetime of the options is set at 5 years.

Total expenses arising from share options are recognized during the period as part of employee benefit expenses and based on expected vesting of 75% regarding service condition.

Expenses arising from share-based payment transactions
Total expenses arising from share-based payment transactions recognized during the period as part of employee benefit. Expenses were as follows (in NOK 1000):

	2022	2021
Expense of options issued under employee share option plan	9 100	0
Total expenses	**9 100**	**0**

Note 6 Other operating expenses

Amounts in NOK 1000	**2022**	**2021**
Contractors	2 734	14 801
Maintenance property, plant and equipment	414	2 048
Premises, service and office costs	38 022	33 287
Audit and other fees	85 373	69 220
Company cars, lifts and trucks	3 131	
Communication cost	4 988	
Travelling costs	19 004	5 010
Sales and marketing costs	15 380	2 994
Manufacturing indirect cost	5 849	
Insurances	1 744	1 874
ICT costs	14 903	48 099
Realised bad debts	17	593
Other operating costs	41 760	18 937
Total operating expenses	**233 319**	**196 863**
Remuneration to auditor		
Statutory audit	4 165	5 194
Other assurance services	162	350
Tax advicsory	575	338
Other non-audit services	5 757	2 187
Total remuneration to auditor	**10 660**	**8 069**

Remuneration to auditor also include services related to equity transactions.

Note 7 Income tax

The tax rate was 22% in 2021 and 2022. The 22% tax rate was used to calculate Deferred tax assets and Deferred tax liabilities as at 31 December 2022. Tax loss carry forward are related to Volue ASA, Volue Market Services AS and Volue Industrial IoT AS. In Volue Market Service most of the tax loss carry forward is not recognized.

Amounts in NOK 1000	**2022**	**2021**
Tax payable on ordinary income	23 161	20 516
Adjustment for previous years	-3 008	-18
Current tax expense	**20 153**	**20 498**
Effect of change in temprary differences	-3 074	-8 614
Total deferred tax expense	**-3 074**	**-8 614**
Total tax expense in the income statement	**17 079**	**11 884**
Reconciliation of effective tax rate		
Profit / (loss) before income tax	36 244	39 503
Tax based on current ordinary tax rate	-48 737	15 924
Effect of different tax rates abroad	3 473	140
Effect of non-deductible expenses	67 840	3 772
Effect of non-taxable income	-4 098	-7 945
Effect of unrecognised tax loss carryforward	1 021	-1 761
Effect of changed tax rates		
Effect of changed tax assessments for previous years	-2 420	1 753
Total tax expense	**17 079**	**11 884**
Effective tax rate	47%	30%

Note 7 continues on next page

Note 7 Income tax cont.

Amounts in NOK 1000	Assets	Liabilities	Net liabilities
2022			
Property, plant and equipment	1 130	-11 690	-10 560
Goodwill, intangible assets	7 211	-20 697	-13 486
Construction contracts	0	-2 627	-2 627
Inventories	0	0	0
Overdue receivables	76	0	76
Leases	3 752	-137	3 615
Gains and losses account	0	0	0
Provisions	66	0	66
Other items	38	-2 202	-2 164
Employee benefits	0	-1 287	-1 287
Tax loss carryforward	3 392	0	3 392
Unrecognised tax loss carryforward	102	0	102
Recognised tax loss carryforward	3 494	0	3 494
Deferred tax asset/liability	**15 766**	**-38 640**	**-22 874**
Offsetting of assets and liabilities	-15 766	15 766	
Net deferred tax asset/liability	**0**	**22 874**	**-22 874**
2021			
Property, plant and equipment	1 087	-15 440	-14 353
Goodwill, intangible assets	7 509	-20 041	-12 532
Construction contracts	0	-2 167	-2 167
Inventories	0	0	0
Overdue receivables	242	0	242
Leases	4 034	-107	3 927
Gains and losses account	0	0	0
Provisions	66	0	66
Other items	36	-2 086	-2 050
Employee benefits	593	-2 219	-1 626
Tax loss carryforward	3 266	0	3 266
Unrecognised tax loss carryforward	738	0	738
Recognised tax loss carryforward	4 004	0	4 004
Deferred tax asset/liability	**17 570**	**-42 061**	**-24 490**
Offsetting of assets and liabilities	-12 861	12 861	
Net deferred tax asset/liability	**4 709**	**-29 200**	**-24 490**

Note 8 Inventories

Inventory stock

Amounts in NOK 1000	2022	2021
Raw materials	25 005	15 814
Work in progress	0	978
Finished goods	4 483	3 103
Total inventories	**29 488**	**19 895**

Write-down

There have been no write-downs in the period.

Note 9 Trade and other receivables

Trade receivables

Amounts in NOK 1000	2022	2021
Trade receivables from contracts with customers	395 272	373 165
Loss allowence	-4 409	-1 638
Total	**390 863**	**371 527**

Write-down

Amounts in NOK 1000	2022	2021
Balance at 1 January	-1 638	-1 805
New write-downs recognised during the year	-2 342	204
Realised loss during the period	-429	-37
Balance at 31 December	**-4 409**	**-1 638**

For more information about credit risk and write-downs, see note 16.

Other receivables

Amounts in NOK 1000	2022	2021
Other receivables	118 690	115 919
Prepayments	33 297	32 412
Total	**151 987**	**148 331**
Total trade and other receivables	**542 850**	**519 858**

Note 10 Cash and cash equivalents

Amounts in NOK 1000	2022	2021
Total cash and cash equivalents	**446 350**	**404 390**
Restricted cash	**150 509**	**89 237**

Restricted cash are related to tax funds and to trading, which is a part of Volue Market Services AS' business.

Note 11 Property, plant and equipment

Amounts in NOK 1000	Vehicles, machinery and equipment	Buildings and land	RoU assets	Total
Year ended 31 December 2021				
Cost at 1 January 2021	135 538	3 312	187 654	326 504
Additions	13 026	133		13 159
Aquisitions through business combinations	960			960
Disposals				0
Disposal of companies and businesses				0
Change in RoU			5 611	5 611
Exchange differences	977		-362	615
Cost at 31 December 2021	**150 501**	**3 446**	**192 902**	**346 849**
Accumulated depreciation at 1 January 2021	112 960	0	51 051	164 010
Depreciation	10 687	58	29 720	40 465
Impairment	606			606
Aquisitions through business combinations				0
Disposal of companies and businesses				0
Change in RoU			-511	-511
Exchange differences cost	1 364		-60	1 304
Accumulated depreciation at 31 December 2021	**125 617**	**58**	**80 199**	**205 874**
Carrying amount at 31 December 2021	**24 883**	**3 388**	**112 703**	**140 975**

Amounts in NOK 1000	Vehicles, machinery and equipment	Buildings and land	RoU assets	Total
Year ended 31 December 2022				
Cost at 1 January 2022	150 501	3 446	192 902	346 849
Additions	14 009	44		14 053
Aquisitions through business combinations				0
Disposals	-1 367			-1 367
Disposal of companies and businesses				0
Change in RoU			7 409	7 409
Exchange differences	910		560	1 471
Cost at 31 December 2022	**164 054**	**3 490**	**200 872**	**386 416**
Accumulated depreciation at 1 January 2022	125 617	58	80 199	205 874
Depreciation	11 591	71	27 280	38 942
Impairment				0
Aquisitions through business combinations				0
Disposal	-1 087			-1 087
Change in RoU				0
Exchange differences cost	717		119	835
Accumulated depreciation at 31 December 2022	**136 838**	**129**	**107 597**	**244 565**
Carrying amount at 31 December 2022	**27 216**	**3 361**	**93 275**	**123 852**

Property, plant and equipment is recognized at historical cost less depreciation. Depreciation is calculated using the straight-line method to allocate the cost or revalued amounts of the assets, net of their residual values, over their estimated useful lives as follows:

- Buildings 25-40 years
- Machinery 3-15 years
- Vehicles 3-5 years

See note 1 for the other accounting policies relevant to property, plant and equipment. More information regarding right of use assets are presented in note 14 Leases.

Right of use assets is mainly related to property.

Note 12 Intangible assets

Amounts in NOK 1000	Goodwill	Other intangible assets	Capitalised development cost	Total
Year ended 31 December 2021				
Cost at 1 January 2021	251 051	91 863	439 064	781 978
Additions		6 309	97 916	104 225
Aquisitions through business combinations	20 182	9 028	7 158	36 368
No longer in use	-394	-1 926	-270 809	-273 129
Reclassification		-22 007	22 007	0
Exchange differences	-5 360	-3 139	-337	-8 836
Cost at 31 December 2021	**265 479**	**80 129**	**294 999**	**640 606**
Accumulated amortisation at 1 January 2021	0	18 365	27 904	46 269
Amortisation		10 268	40 511	50 779
Impairment	1 174	73		1 247
No longer in use	0			0
Reclassification		-16 780	16 780	0
Exchange differences cost		-209	-8	-217
Accumulated amortsation and impairment at 31 December 2021	**1 174**	**11 717**	**85 187**	**98 078**
Carrying amount at 31 December 2021	**264 305**	**68 412**	**209 812**	**542 528**

Specifications for 2021 historical cost, no longer in use, reclassification and accumulated amortization on the Group level have been amended for 2022. This has no effect on P&L and BS.

Amounts in NOK 1000	Goodwill	Other intangible assets	Capitalised development cost	Total
Year ended 31 December 2022				
Cost at 1 January 2022	265 479	80 129	294 999	640 606
Additions		1 988	135 644	137 632
Aquisitions through business combinations				0
Exchange differences	6 880	3 606	1 414	11 899
Cost at 31 December 2022	**272 358**	**85 723**	**432 056**	**790 137**
Accumulated amortisation at 1 January 2022	1 174	11 717	85 187	98 078
Amortisation		11 071	56 457	67 528
Impairment				0
Exchange differences cost		975	193	1 168
Accumulated amortsation and impairment at 31 December 2022	**1 174**	**23 763**	**141 836**	**166 773**
Carrying amount at 31 December 2022	**271 184**	**61 959**	**290 220**	**623 364**

Capitalised devlopment costs
Volue capitalize development cost related to development of a wide range of software solutions for the energy and infrastructure industries. The development of these software products will help customers manage and optimize their operations, assets, and resources in the future. The software products that Volue develop and capitalize include:

Energy Trading and Risk Management software: Enables energy traders to manage their physical and financial trades, as well as monitor and analyze market data and risks.

Energy Market Analysis software: Provides customers with up-to-date market information and analytics, helping them make informed decisions about energy trading and pricing.

Power System Analysis software: Helps customers manage and optimize their Power Grids, by providing real-time monitoring, forecasting, and optimization tools.

Asset Management software: Helps customers manage their assets throughout their lifecycle, from planning and construction to operation and maintenance.

Geographic Information System software: Enables customers to manage and analyze geographical data, helping them make informed decisions about infrastructure planning and management.

Water and Wastewater Management software: Helps customers manage their water and wastewater treatment plants, by providing real-time monitoring, forecasting, and optimization tools.

Note 12 Intangible assets cont.

Impairment test for goodwill and other intangible assets
Goodwill monitored by management at the level of the subsidiaries (CGUs).
A CGU-level summary of the goodwill allocation is presented below:

Amounts in NOK 1000	2022	2021
Volue Technology Group	135 793	135
Volue Insight AS	0	2 402
Volue Market Services AS	6 630	6 630
Volue Industrial IOT AS	896	876
Volue Germany GmbH (Likron GmbH)	107 223	98 993
Volue Energy GmbH (Procom GmbH)	20 642	19 611
Total Goodwill	**271 184**	**264 305**

Intangible assets with definite useful life consists of internally generated intangible assets arising from development costs, licenses for software as well as added values related to customer relationships. Useful life varies between four and ten years and the assets are amortised over this period.

The group tests whether goodwill and other intangible assets with indefinite useful life has suffered any impairment on an annual basis. For the 2022 reporting periods, the recoverable amount of the groups of cash-generating units (CGUs) was determined based on value-in-use calculations which require the use of assumptions. The calculations use cash flow projections based on financial budgets approved by management.

If there are indications of impairment for the intangible assets with defined useful life, an impairment test is performed. For 2022, there are no such indications.

Volue Technology AS
The return requirement for total capital (WACC before tax) is set at 12.0%. When calculating the return requirement, it is taken into account that the Group's earnings are in EUR and USD and that the business is cyclical. Risk-free interest is set at 3.0% and terminal growth is set at 2,5%. A sensitivity analysis based on unilateral change in estimated future revenues shows that a reduction of 28% may result in impairments.

Volue Insight AS
The return requirement for total capital (WACC before tax) is set at 11.5 %. Risk-free interest is set at 3.0 % and terminal growth is set at 2 %. A sensitivity analysis based on unilateral change in estimated future EBITDA shows that a reduction of 93% may result in impairments.

Volue Market Services AS
The return requirement for total capital (WACC before tax) is set at 12 %. Risk-free interest is set at 3.0 % and terminal growth is set at 2 %. A sensitivity analysis based on unilateral change in estimated future EBITDA shows that a reduction of 25 % may result in impairments.

Volue Industrial IOT AS
The return requirement for total capital (WACC before tax) is set at 12.5 %. Risk-free interest is set at 3.0 % and terminal growth is set at 2 %. A sensitivity analysis based on unilateral change in estimated future EBITDA shows that a reduction of 5% may result in impairments.

Volue Germany GmbH (Likron GmbH)
The return requirement for total capital (WACC before tax) is set at 11.5 %. When calculating the return requirement, it is taken into account that the Group's earnings are in EUR and USD and that the business is cyclical. Risk-free interest is set at 3.0 % and terminal growth is set at 2%. A sensitivity analysis based on unilateral change in estimated future revenues shows that a reduction of 6% may result in impairments.

Volue Energy GmbH (Procom GmbH)
The return requirement for total capital (WACC before tax) is set at 11.5 %. When calculating the return requirement, it is taken into account that the Group's earnings are in EUR and USD and that the business is cyclical. Risk-free interest is set at 3.0 % and terminal growth is set at 2%. A sensitivity analysis based on unilateral change in estimated future revenues shows that a reduction of 6% may result in impairments.

Note 13 Non-current receivables and investments

Amounts in NOK 1000	2022	2021
Loan to employees	23 243	27 276
Other investments	11 357	12 439
Total non current receivables and investments	**34 600**	**39 715**

The loans to key management personnel are related to purchase of shares in Volue ASA and the shares are used as collateral according to the loan agreements. Interest rate for the loans is not below the threshold for making the loan a taxable benefit. At year end the interest rate was 2.3 %.

Note 14 Leases

This note provides information for leases where the Group is a lessee.

Amounts recognised in the balance sheet

The balance sheet shows the following amounts relating to leases:

Amounts in NOK 1000	2022	2021
Total right-of-use assets	**93 275**	**112 703**
Current lease liabilities	18 970	27 675
Non-current lease liabilities	77 492	87 495
Total lease liabilities	**96 462**	**115 170**

Amounts recognised in the statement of income

The statement of income shows the following amounts relating to leases:

Amounts in NOK 1000	2022	2021
Total depreciation charge right-of-use assets	**27 280**	**29 720**
Interest expense	**3 644**	**4 357**

The group has no variable rate leases. Amounts expensed in the income statement elates to low value leases that are immaterial to these financial statements.

Note 15 Trade payables, provisions and other current liabilities

Amounts in NOK 1000	2022	2021
Trade payables	397 362	350 686
Other current liabilities	380 469	296 066
Total	**777 831**	**646 751**

Trade payables are unsecured and are usually paid within 30 days of recognition. The carrying amounts of trade and other payables are considered to be the same as their fair values, due to their short-term nature.

Provisions

Amounts in NOK 1000	2022	2021
Earn-out 2020 (see note 21)	60 431	57 253
Onerous contracts (see note 4)	16 963	31 118
Total	**77 394**	**88 371**

Specification of other current liabilities

Amounts in NOK 1000	2022	2021
Publix taxes	56 530	62 887
Loans to related parties	31 141	40 981
Accrued expenses	126 362	136 572
Paid in collatorals from customers	127 984	29 026
Other current liabilities	38 453	26 599
Total	**380 469**	**296 066**

Note 16 Financial risk and financial instruments

This note explains the group's exposure to financial risks and how these risks could affect the group's future financial performance. Current year profit and loss information has been included where relevant to add further context.

Volue's Board of Directors and Executive Management conduct risk assessments relating to various dimensions and aspects of operations, to verify that adequate risk management systems are in place. The Group's risk management is predominantly controlled by the finance departments in the group companies, under policies approved by the Board of Directors. The responsible identifies, evaluates, and hedges financial risks in close co-operation with the Group's operating units. The Board provides written principles for overall risk management, as well as policies covering specific areas, such as currency risk, interest rate risk and credit risk.

Volue operates on an international level, and provides software solutions, platforms and related services within various market segments, including energy and electricity, infrastructure and construction. The Group's operations may consequently be affected by global economic and political conditions in the markets in which it operates, especially in the Nordics and DACH region which the Group considers as its most important markets. The outlook for the world economy remains subject to uncertainty. Downturns in general economic conditions, whether globally or in the specific regional and/or end markets segments in which the Group operates, can result in reduced demand for, and lower prices of, the Group's software solutions and platforms, which could have a material negative impact on the Group's revenues, profitability and growth prospects.

Market Risk

Both the technology market and the energy market are highly competitive, especially in relation to software solutions and investment services offered to participants within the energy markets. Some of the Group's competitors are large, sophisticated and well-capitalised technology and software companies that may have greater financial, technical and marketing resources than the Group. Furthermore, these competitors may have larger research and development expenditures, and thereby, have a greater ability to fund product and system research and can respond more quickly to new or emerging technologies or trends in the energy market or changes in customer demands. Increased competition in the energy market could result in price reductions, loss of market share, reduced margins and fewer customer orders.

The Group's software solutions, platforms, analyses, and trading and management services are based on complex software technology. The Group sets high-quality and security standards for its products and services, but it is possible that software solutions and platforms may contain errors or defects or otherwise not perform as expected. Although the Group carries out control procedures for testing, monitoring, securing and developing its solutions and platforms, there is a risk that these procedures may fail to test for all possible conditions for use, or identify all defects or errors in the specific software used in its solutions and platforms. Defects or other errors or failures could occur in the actual solutions or within the software or platform in which the solutions and related services are based. Such damage may cause material liability claims against the Group, as well as significant costs for the Group.

Price risk

The Group's business is subject to price risk. There is no guarantee that the Group will be able to obtain the expected prices for its software solutions, platforms, analyses, and trading and management services, and any change in the market conditions, including in the global technology and energy markets or in a specific regional and/or end markets in which the Group operates, could lead to lower sales prices or volumes of the Group's products and services. If expected prices for products and services are not obtained or the Group experiences lower sales volumes, this may adversely impact the Group's business, financial position and profits.

Currency risk

The Group's business is subject to currency and exchange rate risk. The foreign exchange rate risk for the Group relates to the fact that the Group's business transactions and operations are made in several currencies other than NOK, including EUR, SEK, DKK, PLN and CHF. The Group practice hedge accounting only on a few project and the related amounts are immaterial, hence no further information about this. The overall currency risk for the group is considered to be low, due to both revenues and cost in currency reflecting a low currency risk for the group.

Note 16 Financial risk and financial instruments cont.

Note 16 continues on next page

Fair value hierarchy
To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into three levels.

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 maximise 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.

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.

All financial assets and liabilites are measured at amortised cost, except for the financial instruments below.

Amounts in NOK 1000	Level 1	Level 2	Level 3	Total
2022				
Financial assets				
Financial assets at fair value through profit or loss (FVPL)		-		-
Total finacial assets at fair value	**-**	**-**	**-**	**-**
Finacial liabilities				
Earn-out (see note 21)	-	-	60 431	60 431
Total financial liabilities	**-**	**-**	**60 431**	**60 431**

Amounts in NOK 1000	Level 1	Level 2	Level 3	Total
2021				
Financial assets				
Financial assets at fair value through profit or loss (FVPL)		-		-
Total finacial assets at fair value	**-**	**-**	**-**	**-**
Finacial liabilities				
Earn-out (see note 21)	-	-	57 253	57 253
Total financial liabilities	**-**	**-**	**57 253**	**57 253**

Liquidity risk
Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. The group maintains flexibility in funding by maintaining availability under committed credit lines.

The group's main interest rate risk arises from bank overdrafts, which expose the group to cash flow interest rate risk. At year end all bank overdrafts agreements are using NIBOR as fixed rate. The amounts are carried at amortised cost.

The Group had significant amounts of cash and cash equivalents on accounts with floating interest rate, hence exposure to interest rate risk.

Amounts in NOK 1000	Carrying amount	Contractual cash flows	6 months or less	6 to 12 months	1 to 2 years	2 to 5 years	Over 5 years
2022							
Obligations from leases	96 462	96 570	8 023	14 401	17 792	21 172	35 182
Bank overdraft	6 892	6 892	5 870	1 022	-	-	-
Trade and other payables	397 362	397 362	397 362	-	-	-	-
Other curr. liabilities	435 558	435 558	310 739	124 819	-	-	-
Other non-current liabilities	15 299	15 299	789	789	778	991	11 952

Note 16 continues on next page

Note 16 Financial risk and financial instruments cont.

Credit risk

Credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost, at fair value through other comprehensive income (FVOCI) and at fair value through profit or loss (FVPL), favorable derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures related to sales, including outstanding receivables. The Group has a credit risk policy and is following up credit risk on a regular basis.

Provision for losses

Provisions for losses are based on individual assessment of each item and customer. Expected loss in categories without any provisions made is based on the assumption that there are not risk of any material losses.

Amounts in NOK 1000	**2022**	**2021**
Balance at 1 January	-1 638	-1 805
Changes in expected losses (loss rates) and outstanding receivables (volume)	-2 341	204
Realised losses during the period (-)	-429	-38
Balance at 31 December	**-4 409**	**-1 638**

Trade receivables

Amounts in NOK 1000	**External customer rec not due**	**External customer rec 1-30 days past due**	**External customer rec 31-60 days past due**	**External customer rec 61-90 days past due**	**External customer rec > 90 days past due**	**Trade accounts receivable**
2022						
Outstanding trade receivables	341 944	41 013	3 313	2 889	5 405	394 564
Provision for losses	0	0	-719	-1 719	-1 971	-4 409
2021						
Outstanding trade receivables	312 173	46 597	6 721	4 286	3 388	373 165
Provision for losses	0	0	-350	-350	-938	-1 638

Note 17 Borrowings

This note provides information on the contractual terms of the Group's interest-bearing loans and borrowings. For more information on the Group's interest rate risk and foreign exchange risk see Note 16.

Amounts in NOK 1000	2022	2021
Loans secured by pledged assets		
Bank overdraft	6 892	17 529
Total borrowings	**6 892**	**17 529**

The group has a warranty in one of its subsidiaries on NOK 400 million that is secured through trade receivables.

Amounts in NOK 1000	2022	2021
Assets pledged for borrowing facility and warranties		
Other property	-	-
Inventories	-	-
Trade receivables	222 664	248 729
Total security for borrowing facility and warranties	**222 664**	**248 729**

The table below reconciles the movement in financial liabilites to cash flow from financing activities.

	Short-term borrowings		Long-term borrowings		Lease liabilities		Total financial liabilities	
Amounts in NOK 1000	2022	2021	2022	2021	2022	2021	2022	2021
Balance at 1 January	17 529	3 695	5 640		115 170	138 831	138 340	142 527
Cash Flow	-10 638	3 636	1 052	5 640	-26 047	-30 940	-35 632	-21 664
Non cash changes								
New lease liabilities recognised/implementation of IFRS 16					7 409	5 611	7 409	5 611
Other non-cash changes		10 198	-2 609		-72	1 668	-2 681	11 866
Balance at 31 December	**6 892**	**17 529**	**4 083**	**5 640**	**96 462**	**115 170**	**107 436**	**138 340**

Note 18 Finance items

Amounts in NOK 1000	**2022**	**2021**
Interest income	3 288	2 665
Currency exchange income	10 661	15 527
Other finance income	1 988	181
Total Finance income	**15 938**	**18 373**
Interest expense	1 491	1 581
IFRS 16 interest	3 644	4 357
Currency exchange expense	12 370	15 618
Other finance cost	2 343	2 342
Total finance cost	**19 847**	**23 898**
Net finance items	**-3 910**	**-5 525**

Note 19 Share information

Amounts in NOK 1000	2022	2021
Ordinary shares	143 869 714	143 869 714
Share capital	57 548	57 548
Share premium	4 440 635	4 440 567

At 31 December 2022 there were 143 869 714 ordinary shares each with a par value of NOK 0.40. They entitle the holder to participate in dividends, and to share in the proceeds of winding up the company in proportion to the number of and amounts paid on the shares held.

Changes in share capital	Share capital	Share premium
Share capital 1 January 2022	57 548	4 440 567
Transactions in own shares		68
Share capital at year end 2022	**57 548**	**4 440 635**

Dividends

There are no paid out dividends in 2022.

Major shareholders

Investor	Number of shares	% of major shareholders	% of total	Country
Arendals Fossekompani ASA	86 316 779	77.29%	60.03%	Norway
The Northern Thrust Company	8 757 539	7.84%	6.09%	USA
State Street Bank and Trust Comp	3 544 251	3.17%	2.46%	USA
The Northern Thrust Company	3 435 209	3.08%	2.39%	USA
The Bank of New York Mellon SA	1 974 900	1.77%	1.37%	USA
State Street Bank and Trust Comp	1 670 246	1.50%	1.16%	USA
Citibank	1 565 800	1.40%	1.09%	USA
Obligasjon 2 AS	1 490 315	1.33%	1.04%	Norway
Ulefoss Invest AS	1 470 987	1.32%	1.02%	Norway
Havfonn Invest AS	1 456 790	1.30%	1.01%	Norway
Other shareholders (holding less than 1%)	32 186 898		22.33%	
Total all shareholders	**143 869 714**	**100.00%**	**100.00%**	

Note 20 Earnings per share

Basic earnings per share are based on profit attributable to the equity holders of the parent and the weighted average number of outstanding ordinary shares.

Amounts in NOK 1000	**2022**	**2021**
Net profit for the year	19 166	27 619
Attributable to non-controlling interests	-177	-205
Attributable to ordinary shares	19 343	27 825
Profit	19 166	27 619
Attributable to non-controlling interests	-177	-205
Attributable to ordinary shares	19 343	27 825
Weighthed number of ordniary shares, basic and diluted	143 551 330	143 582 855
Number of shares end of period	143 551 039	143 869 714
Basic and diluted earnings per share	**0.13**	**0.19**

Note 21 Business combinations and transactions with non-controlling interests

Transactions in 2021

Volue Energy Gmbh (Procom GmbH)

On 1 October 2021 Volue ASA acquired 100% of the issued share capital of Procom GmbH.

Procom is a strategic acquisition for Volue, cementing our European position in an increasingly important of market footprint in the DACH region. The company especially focus on optimalisation solution for especially large and mid size customers. Procom will be a part of the Energy segment. Details of the purchase consideration, the net assets acquired and goodwill are as follows;

Purchase consideration

Amounts in NOK 1000

Cash paid	14 000
Ordinary shares issued	3 843
Holdback	5 310
Total purchase consideration	**23 153**

There was used a seller credit related to the share issue. Remaining holdback is related to escrow accounts and adjustment related to performance of Procom GmbH towards 30 June 2022. The performance related payment is related to revenues of Procom GmbH from 1 July 2021 until 30 June 2022, and positive or negative deviation from baseline will give adjustment on the purchase price. There are no other earn-out mechanisms or other deferred payment after 30 June 2022.

Assets and liabilities recognised as a result of the acquisition

Amounts in NOK 1000

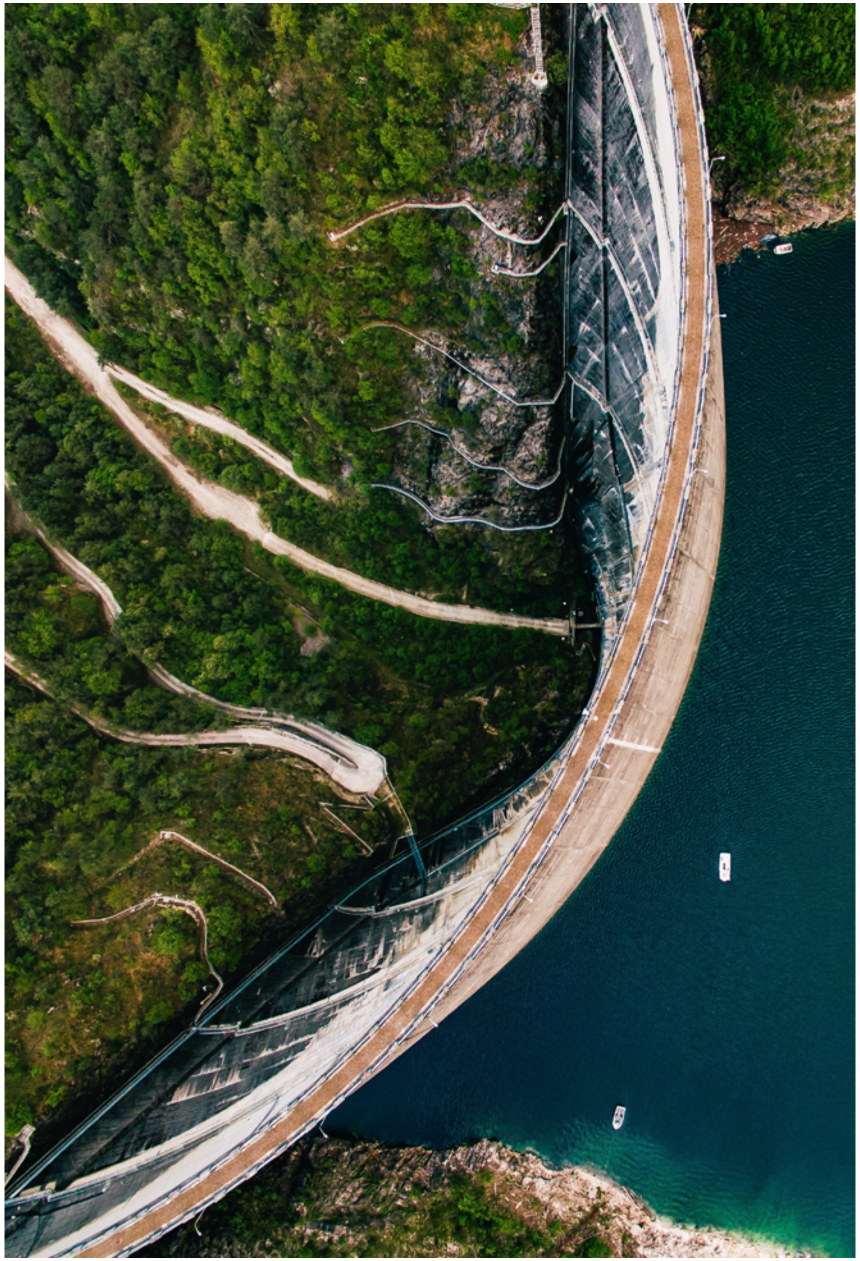
Intangible assets	17 700
Fixed assets	1 800
Investments	8 200
Trade receivables	5 400
Other receivables	8 600
Cash and cash equivalents	4 900
Trade payables	-1 600
Other current liabilities	-35 100
Deferred tax liability	-5 000
Net assets acquired	**4 900**

Purchase price shares in Procom	23 153
Goodwill	18 253

The PPA is final and there has not been any changes in fair value calculation. Procom had a loss of 1 682 TNOK in 2021. In the transaction of Procom GmbH the automation business was carved out as part of the transaction structure, and prior to the transaction the company operated as one company. Proforma figures for revenues and loss has not been estimated.

Note 22 Subsidiaries

Investor	Ownership held by the group	Ownership held by the non-controlling interests	Domicile
Volue Denmark ApS	94.76%	5.24%	Denmark
Volue Technology Danmark A/S	100.00%	0.00%	Denmark
Volue Germany GmbH	100.00%	0.00%	Germany
Volue Energy GmbH	100.00%	0.00%	Germany
Volue Industrial IoT AS	94.76%	5.24%	Norway
Volue Insight AS	100.00%	0.00%	Norway
Volue Market Service AS	100.00%	0.00%	Norway
Volue Technology AS	100.00%	0.00%	Norway
Volue Sp. Z.o.o	100.00%	0.00%	Poland
Volue AB	100.00%	0.00%	Sweden
Volue In Situ AB	94.76%	5.24%	Sweden
Volue AG	100.00%	0.00%	Switzerland
Volue Enerji cozumleri	100.00%	0.00%	Turkey
Volue G.K	100.00%	0.00%	Japan



Note 23 Related parties

At year end Arendal Fossekompani (AFK) owned 86.316.779 shares, representing 60% of the total number of shares in Volue.

Board of Directors compensation 2022 and number of shares owned 31 December 2022

Name	Title	Board of Directors remunerated	Number of shares in Volue
Ørjan Svanevik	Chairman	-	7 500
Henning Hansen	Member of Board	300	42 857
Lars Peder Fosse Fensli	Member of Board	-	17 000
Christine Grabmaier	Member of Board	403	-
Ingunn Ettestøl	Member of Board	-	6 187
Annette Petra Maier	Member of Board	501	11 000
Anja Eva Schneider	Member of Board	501	-
Knut Ove Blichner Stenhagen	Employee - Elected Board member	80	6 946
Vija Pakalkaite	Employee - Elected Board member	60	102
Kjetil Kvamme	Employee - Elected Board member	80	-
Jens Dalsgaard	Deputy Employee - Elected Board member	121	-

Name	Title	Fixed salary	Paid bonus	Pension	Other benefits	Number of shares in Volue	Loan from Volue
Trond Straume	CEO	4 140	2 000	49	242	547 401	9 312
Arnstein Kjesbu	CFO	2 704	625	49	167	337 890	5 587
Ingeborg Gjærum	COO	1 900	375	80	20	85 714	1 489
Melanie Abt*	CCO	1 305	631	150	94	-	-
Richard Schytte	VP Sales NO	1 410	817	80	22	-	-
Jörg Liendhart**	CTO	741	667	-	28	-	-
Colm McCarthy***	CPO	1 284	880	-	54	-	-
Frode Solem	EVP Infrastructure	1 724	281	231	29	128 571	2 235
Kim Steinsland	EVP IIoT	1 648	94	71	29	171 571	2 980
Stefan Zähringer	VP Sales EU	1 490	390	-	136	-	-
Håvard Pedersen	CDO	1 401	-	218	34	1 193	-

* Melanie Abt started in the Group June 2022 and left the company in December 2022
** Jörg Liendhart joined the Group in September 2022
*** Colm McCarthy joined the Group in May 2022

The CEO's period of notice is six months, with a period of pay of 12 months after termination of employment if the CEO is dismissed by the company.

The other members of the Group Executive have a period of notice of six months.

Guidelines for pay and other remuneration of the executive management
The purpose of Volue's compensation and benefits policy is to attract personnel with the competence that the Group requires, develop and retain employees with key expertise and promote a long-term perspective and continuous improvement supporting achievement of Volue's business goals. The general approach adopted in Volue's policy is to pay fixed salaries and pensions in line market prices, while offering variable pay linked to results for bonus and long term incentive plan for share incentive program. (LTIP)

a. Fixed elements
b. Variable elements – annual bonus

Executives in Volue participate in the Group's central annual bonus program. The program has a maximum ceiling of 50% of the executive's fixed salary. The basis for bonus payments is based on financial targets and performance strategic KPI's. A "good performance" has been defined as the achievement of results in line with externally communicated financial targets.

In addition, the Group has share-based incentive programs described in (c) below and a share option programs for key employees described in (d) below. For 2021 paid bonus contains for certain members of the ELT exit from LTIP agreement following incentive system prior to the establishment of Volue.

Note 23 continues on next page

Note 23 Related parties cont.

c. Shared incentive program
On 13 October 2020, the Board of Directors of the Company resolved to establish a share incentive program for key employees of the Company. The share incentive program is based on a structure in which certain members of the Company's Management and management of the Portfolio Companies are offered the opportunity to subscribe for Shares at a discounted rate, and where the Company will provide partial financing of their subscription of Shares under the share incentive program. The total number of Shares included in the share incentive program is 1,821,429. As part of the share incentive program, the key employees purchased Shares at a discount of 30% of the trading price of the Shares, subject to a lock-up undertaking of 36 months following the date of the purchase of the Shares. The company has provided loan financing for up to 75% of the purchase price of the Shares under the share incentive program, for a total of up to NOK 36 million.

d. Share option plan
For further information, see separate remuneration report publised at the companys website and Note 5 in the consolidated financial statements. The amended guidelines for remuneration of leading persons in the Volue group including the establishment of the share option plan was approved by the shareholders at the 2021 extraordinary general meeting.

The share option plan is based on a structure in which the Company's senior management and certain other key employees are granted share options in the Company. Each share option carries the right to acquire one share in the Company. The total number of share options that may be issued under the plan is 2,397,747 for the first-year grant of options and 2,867,621 for the second-year grant of options. The share options vest three years after the date of grant (service condition) and will lapse if not exercised within seven years following the date of grant. For the share options to vest, a minimum average share price development of 4.5% p.a. is required (performance condition). Upon any exercise of share options, the Company may settle its obligations by selling the relevant number of shares or by payment in cash. The share option plan has been treated as an equity-settled plan under IFRS. The strike price of the share options will be based on the volume weighted average share price over the ten last trading days preceding the grant date. The total profit each option holder may achieve shall be limited to 300% of the fair market value of the share at grant.

e. Related parties
In 2022, the year board member Henning Hansen has delivered consulting services to the company. Through his fully owned company, Hepe Consulting AS, it has been invoiced NOK 92.143,- ex. VAT to Volue ASA. All related party transactions have been carried out as part of the normal course of business and at the arm's length principle.

Note 24 Contingent liabilites

A claim has been raised towards Volue Market Services AS related to financial market operations. No provisions has been made related to the claim at 31 December 2022.

Note 25 Subsequent events

There have been no material events subsequent to the reporting period that might have a significant effect on the financial statements.

Note 26 Other income

Other income in 2021 relates to insurance settlement after cyber incident 5 May 2021.

Note 27 Climate risk

Volue has conducted an assessment on climate-related risks based on the recommendations of the Financial Stability Board's Task Force on Climate-related Financial Disclosures (TCFD). The disclosures follow the TCFD implementation guidance, and the report can be found in Appendix 5 of the Volue ESG Report 2022. The report covers the company's exposure to climate-related risks, such as market risks and regulatory risks, as well as potential opportunities.

Volue has not at this time identified any material impact on financial reporting judgements and estimates due to climate risks. Volue is continuously assessing its climate risk exposure, including assessments related to the EU Taxonomy. Whilst there is currently no material impact expected from climate change in the medium term, Volue follows developments and will regularly assess its portfolio risk exposure to transitional and physical climate risks.

Parent company financial statements

Notes to the parent company financial statements

Statement of income

For the year ended 31 December

Amounts in NOK 1000	Note	2022	2021
Continuing operations			
Revenues	2	154 622	84 716
Employee benefit expenses	3	22 272	25 919
Other operating expenses	4	148 164	71 083
Other gains/losses	18	21 045	17 305
EBITDA		**-36 859**	**-29 591**
Depreciation and amortisation	8, 10	3 752	3 309
Net operating income/(loss)		**-40 611**	**-32 900**
Finance income	12	17 516	36 700
Finance costs	12	287 411	2 873
Profit/(loss) before income tax		**-310 506**	**928**
Income tax expense	5	-351	4 043
Profit/(loss) for the period		**-310 155**	**-3 115**

Statement of other comprehensive income

For the year ended 31 December

Amounts in NOK 1000	Note	2022	2021
Items that may be reclassified to statement of income			
Exchange differences on translation of foreign operations		-	-
Changes on cash flow hedges		-	-
Income tax related to these items		-	-
Items that may be reclassified to statement of income		**-**	**-**
Items that will not be reclassified to statement of income			
Remeasurements of post-employment benefint obligations		-	-
Income tax relating to these items		-	-
Items that will not be reclassified to statement of income		**-**	**-**
Other comprehensive income for the period, net of tax		**-**	**-**
Total comprehensive income for the period		**-310 155**	**-3 115**

Balance sheet

For the year ended 31 December

Amounts in NOK 1000	Note	2022	2021
Assets			
Non-current assets			
Property, plant and equipment	8,10	10 002	12 003
Investment in subsidiaries	14	4 065 439	4 348 487
Intra-group loans	19	-	7 975
Non-current receivables and investments	9	23 243	27 276
Deferred tax assets	5	3 392	3 040
Total non-current assets		**4 102 076**	**4 398 782**
Current assets			
Trade and other receivables	6	211 670	133 048
Short-term intra-group loans	19	34 000	-
Cash and cash equivalents	7	8 568	87 115
Total Current assets		254 238	**220 163**
Total assets		**4 356 314**	**4 618 945**

Amounts in NOK 1000	Note	2022	2021
Equity and liabilities			
Share capital and share premium		4 498 184	4 498 115
Own shares		-127	-92
Retained earnings		-316 195	-15 141
Total equity	13	**4 181 861**	**4 482 883**
Non-current liabilities			
Other non-current liabilities		-	-
Lease liabilities	10	3 790	5 603
Total non-current liabilities		**3 790**	**5 603**
Current liabilities			
Lease liabilites	10	1 813	1 760
Trade and other payables	11	65 407	18 531
Provisions	20	60 431	57 253
Current interest-bearing liabilities	20	-	34 364
Other current liabilities	20	43 011	18 551
Total current liabilities		**170 662**	**130 458**
Total liabilities and equity		**4 356 314**	**4 618 945**

Oslo, Norway, 30 March 2023
The Board of Directors and CEO
Volue ASA

Ørjan Svanevik
Chairman of the Board

Lars Peder Fensli
Board Member

Ingunn Ettestøl
Board Member

Henning Hansen
Board Member

Christine Grabmair
Board Member

Knut Ove Stenhagen
Board Member

Kjetil Kvamme
Board Member

Annette Maier
Board Member

Anja Schneider
Board Member

Vija Pakalkaite
Board Member

Trond Straume
Chief Executive Officer

Statement of changes in equity

For the year ended 31 December

Amounts in NOK 1000	Share capital	Share premium	Own shares	Retained earnings	Total equity
Balance at 1 January 2022	**57 548**	**4 440 567**	**-92**	**-15 141**	**4 482 883**
Profit/(loss) for the period	-	-	-	-310 155	-310 155
Share based remuneration scheme				9 100	9 100
Own shares	-	68	-36	-	33
Balance at 31 December 2022	**57 548**	**4 440 636**	**-127**	**-316 195**	**4 181 861**

Statement of cash flows

For the year ended 31 December

Amounts in NOK 1000	2022	2021
Cash flow from operating activities		
Profit/(loss) before income tax	**-310 506**	**928**
Depreciation, amortisation and impairment	286 799	3 309
Net financial items	-13 153	-33 827
Tax on transacation costs related to share issue		
Total after adjustments to profit before income tax	**-36 859**	**-29 591**
Change in trade and other receivables	-24 400	-60 639
Change in trade and other payables	37 064	15 841
Total after adjustments to net assets	**-24 196**	**-74 389**
Change in tax paid	-	-
Net cash flow from operating activities	**-24 196**	**-74 389**
Cash flow from investing activities		
Interest received	1 266	818
Group contribution received	14 367	32 880
Purchase of PPE and intangible assets	-1 750	-3 485
Loans to employees	4 033	3 406
Loans to subsidiaries	-38 059	-39 921
Proceeds on loans from subsidiaries	-	5 000
Purchase of shares in subsidiaries	-	-36 695
Net cash flow from investing activities	**-20 144**	**-37 996**
Cash flow from financing activities		
Proceeds from issue of shares	-	-
Repayment of lease liabilities	-1 760	-1 709
Cash Flow from Internal Loans and Borrowings	-30 000	30 000
Interest paid etc.	-2 480	-475
Cash flow from own shares	33	-5 209
Net cash flow from financing activities	**-34 208**	**22 607**
Net increase in cash and cash equivalents	**-78 547**	**-89 778**
Cash and cash equivalents at the beginning of the financial year	87 115	177 675
Effects of exchange rate changes on cash and cash equivalents		-781
Cash and cash equivalents at end of year	**8 568**	**87 115**

Notes to the parent company financial statements

For the year ended 31 December

Note 1 Accounting principles

Basis for preparation

The annual financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) adopted by the European Union and associated interpretations, as well as Norwegian disclosure requirements pursuant to the Norwegian Accounting Act applicable as of 31 December 2021.

The financial statements are presented in Norwegian kroner (NOK), which is the functional currency of the parent company. All amounts disclosed in the financial statements and notes have been rounded off to the nearest thousand NOK units unless otherwise stated. The financial statements have been prepared using the historical cost principle. The company recognises changes in equity arising from transactions with owners in the statement of changes in equity. Other changes in equity are presented in the statement of comprehensive income (total return).

Shares in subsidiaries

Shares in subsidiaries are initially recognised at cost, which is the fair value of any consideration transferred. Shares in subsidiaries are subsequently measured at cost.

Foreign currency

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions, and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates, are generally recognised in profit or loss.

Revenue recognition

Under IFRS 15, Volue ASA recognises as revenue the agreed transaction price in a contract with a customer at the time when the company transfers the control of a distinct product or service to the customer at an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods and services. In 2021 Volue ASA had no revenues from external customers. All revenues are related to billing of overhead costs in the company to subsidiaries, which is classified as other income.

Income tax

Income tax on the profit for the period consists of current and deferred tax. Income tax is recognised in the income statement except for tax on items that are recognised directly in equity or in other comprehensive income. The tax effect of the latter items is recognised directly in equity or in other comprehensive income. Current tax is the forecast tax payable on the year's taxable income at current tax rates at the balance sheet date, and any adjustments of tax payable for previous years less tax paid in advance. Deferred tax liabilities are calculated based on the balance sheet-oriented liability method considering temporary differences between the carrying amount of assets and liabilities for financial reporting and tax values. Deferred tax assets are recognised only to the extent that it is probable that the asset can be utilised against future taxable results. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax asset will be realised.

Leases

The company's and the company's leases consist mainly of office space. Assets and liabilities arising from a lease are initially measured on a present value basis.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability,
- any lease payments made at or before the commencement date less any lease incentives received,
- any initial direct costs, and
- restoration costs.

Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable,
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date,
- amounts expected to be payable by the company under residual value guarantees
- the exercise price of a purchase option if the company is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the company exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the lessee's incremental borrowing rate, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

Cash and cash equivalents
For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

Receivables and loans
Trade receivables are recognised initially at the amount of consideration that is unconditional, unless they contain significant financing components when they are recognised at fair value. They are subsequently measured at amortised cost using the effective interest method, less loss allowance for lifetime credit losses.

Other loans and receivables are initially recognised at fair value. They are subsequently measured at amortised cost using the effective interest method, less loss allowance for credit losses. Credit losses are initially measured at 12 months expected credit loss. If there is significant increase in credit risk, the loss allowance is based on lifetime expected credit loss. The company does not make loss provisions for expected credit losses that are immaterial.

Property, plant and equipment
The depreciation methods and periods used by the company are disclosed in note 8. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss. When revalued assets are sold, it is group policy to transfer any amounts included in other reserves in respect of those assets to retained earnings.

Trade and other payables
These amounts represent liabilities for goods and services provided to the company prior to the end of the financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Note 2 Revenue from contracts with customers

All revenues in Volue ASA is revenue from group companies, related to billing of overhead costs to subsidiaries.

Amounts in NOK 1000	**2022**	**2021**
Revenue from group companies (billing of overhead costs to subsidiaries)	154 783	84 555
Public funding (SkatteFunn)	-161	161
Total employee benefit expenses	**154 622**	**84 716**

Note 3 Remuneration and employee benefit

Amounts in NOK 1000	**2022**	**2021**
Salaries	20 238	21 730
Social security contributions	1 804	1 875
Pension costs	231	192
Other benefits		2 122
Total employee benefit expenses	**22 272**	**25 919**
Average number of employees	2	3

Number of fixed employees in Volue ASA is as disclosed above. In addition members of the executive management team are employed in subsidiaries. Salary cost for these employees are charged from subsidiaries to Volue ASA and recognised as other operating expenses.

Note 4 Other operating expenses

Amounts in NOK 1000	**2022**	**2021**
Premises, service and office costs	2 148	1 994
Audit and other fees	1 564	40 515
Travelling costs, indirect	1 443	412
Sales and marketing costs	6 769	850
ICT costs		10 112
Operating costs, IC	18 756	10 073
Salary from Group-employees employed in subsidiaries	59 924	-
Other direct costs	57 560	7 127
Total other operating expenses	**148 165**	**71 083**
Remuneration to auditor		
Statutory audit	1 800	1 218
Other assurance services		28
Tax advice	435	108
Other non-audit services	4 443	1 981
Total remuneration to auditor	**6 678**	**3 335**

Remuneration to auditor also include services related to equity transactions

Note 5 Income tax

Amounts in NOK 1000	**2022**	**2021**
Basis for payable tax		
Profit (loss) before income tax	-310 506	928
Permanent differences	294 536	17 450
Basis for payable tax	-15 970	18 378
Effect of change in temporary differences	525	135
Effect of group contribution	14 368	
Changes i deferred tax assets	1 079	-18 513
Basis for payable tax	**0**	**0**
Payable tax (22%)	**0**	**0**
Reconciliation of effective tax rate		
Total pre tax income	-310 506	928
Tax based on current ordinary tax rate	-68 311	204
Effect of non deductible expenses	64 799	3 839
Tax effect of Group contribution	3 161	
Tax on transaction costs related to share issue	0	0
Total tax expense	**-351**	**4 043**
Effective tax rate	0%	436%

The effective tax rate is impacted by the permanent differences.

Amounts in NOK 1000	**2022**	**2021**
Temporary differences		
Fixed assets	-202	-679
RoU assets	150	132
Tax losses carried forward	15 445	14 367
Basis for deferred tax asset / (liability)	**15 423**	**13 820**
Deferred tax asset / (liability)	3 393	3 040

Note 6 Trade and other receivables

Trade receivables

Amounts in NOK 1000	**2022**	**2021**
Trade receivables from contracts with customers	160 728	90 392
Loss allowence	0	0
Total	**160 728**	**90 392**

Other receivables

Amounts in NOK 1000	**2022**	**2021**
Other receivables from subsidiaries	42 419	36 460
Other short-term receivables	8 523	6 196
Total	**50 942**	**42 656**
Total trade and other receivables	**211 670**	**133 048**

Note 7 Cash and cash equivalents

Amounts in NOK 1000	**2022**	**2021**
Total cash and cash equivalents	**8 568**	**87 115**
Restricted cash	962	763

Restricted cash are related to tax funds.

Note 8 Property, plant and equipment

Amounts in NOK 1000	Vehicles, machinery and equipment	RoU buildings and land	Total
Year ended 31 December 2021			
Cost at 1 January 2021	**3 224**	**9 072**	**12 297**
Additions	3 485		**3 485**
Change in RoU			-
Cost at 31 December 2021	**6 709**	**9 072**	**15 781**
Accumulated depreciation at 1 January 2021	**469**		**469**
Depreciation	1 468	1 841	**3 309**
Change in RoU			-
Accumulated depreciation at 31 December 2021	**1 937**	**1 841**	**3 778**
Carrying amount at 31 December 2021	**4 772**	**7 231**	**12 003**

Amounts in NOK 1000	Vehicles, machinery and equipment	RoU buildings and land	Total
Year ended 31 December 2022			
Cost at 1 January 2022	**6 709**	**9 072**	**15 781**
Additions	1 750		**1 750**
Change in RoU			-
Cost at 31 January 2022	**8 459**	**9 072**	**17 532**
Accumulated depreciation at 1 January 2022	**1 937**	**1 841**	**3 778**
Depreciation	1 944	1 808	**3 752**
Change in RoU			-
Accumulated depreciation at 31 December 2022	**3 881**	**3 649**	**7 530**
Carrying amount at 31 December 2022	**4 578**	**5 424**	**10 002**

Property, plant and equipment is recognised at historical cost less depreciation. Depreciation is calculated using the straight-line method to allocate the cost or revalued amounts of the assets, net of their residual values, over their estimated useful lives as follows:

- Buildings 25-40 years
- Machinery 3-5 years
- Vehicles 3-5 years

See note 1 for the other accounting policies relevant to property, plant and equipment. More information regarding right of use assets are presented in note 10 Leases.

Note 9 Non-current receivables and investments

Amounts in NOK 1000	**2022**	**2021**
Loans to employees	23 243	27 276
Total non-current receivables and investments	**23 243**	**27 276**

The loans to key management personnel are related to purchase of shares in Volue ASA and the shares are used as collateral according to the loan agreements. Interest rate for the loans is not below the threshold for making the loan a taxable benefit. At year end the interest rate was 2.3%.

Note 10 Leases

This note provides information for leases where the group is a lessee.

Amounts recognised in the balance sheet
The balance sheet shows the following amounts relating to leases:

Amounts in NOK 1000	**2022**	**2021**
RoU buildings and land	5 424	7 231
Total right-of-use assets	**5 424**	**7 231**
Current lease liabilities	1 813	1 760
Non-current lease liabilities	3 790	5 603
Total lease liabilities	**5 603**	**7 363**

Amounts recognised in the statement of income
The statement of income shows the following amounts relating to leases:

Amounts in NOK 1000	**2022**	**2021**
Depreciation RoU buildings and land	1 808	1 841
Total depreciation charge right-of-use assets	**1 808**	**1 841**
Interest expense	235	245

Note 11 Trade and other payables

Amounts in NOK 1000	2022	2021
Trade payables intercompany	59 464	16 276
Trade payables other	5 943	2 255
Total	**65 407**	**18 531**

Trade payables are unsecured and are usually paid within 30 days of recognition. The carrying amounts of trade and other payables are considered to be the same as their fair values, due to their short-term nature.

Note 12 Finance items

Amounts in NOK 1000	Note	2022	2021
Interest income		1 266	1 137
Currency exchange gains		1 884	2 684
Group contribution income		14 367	32 880
Total Finance income		**17 516**	**36 700**
Interest expense		309	230
IFRS 16 interest		235	245
Currency exchange losses		3 819	2 398
Impairment	14	283 048	
Total finance cost		**287 411**	**2 873**
Net finance items		**-269 895**	**33 827**

Note 13 Share information

Amounts in NOK 1000	**2022**	**2021**
Ordinary shares	143 869 714	143 869 714
Share capital	57 548	57 548
Share premium	4 440 635	4 440 567

At 31 December 2022 there were 143 869 714 ordinary shares each with a par value of NOK 0,40. They entitle the holder to participate in dividends, and to share in the proceeds of winding up the company in proportion to the number of and amounts paid on the shares held.

Changes in share capital

Amounts in NOK 1000	**Share capital**	**Share premium**
Share capital 1 January 2022	57 548	4 440 567
Transactions in own shares		68
Share capital at year end 2022	**57 548**	**4 440 635**

Dividends

There are no paid out dividends in 2022.

Major share holders

Amounts in NOK 1000	**Number of shares**	**% of major shareholders**	**% of total**	**Country**
Arendals Fossekompani ASA	86 316 779	77.29%	60.03%	Norway
The Northern Thrust Company	8 757 539	7.84%	6.09%	USA
State Street Bank and Trust Comp	3 544 251	3.17%	2.46%	USA
The Northern Thrust Company	3 435 209	3.08%	2.39%	USA
The Bank of New York Mellon SA	1 974 900	1.77%	1.37%	USA
State Street Bank and Trust Comp	1 670 246	1.50%	1.16%	USA
Citibank	1 565 800	1.40%	1.09%	USA
Obligasjon 2 AS	1 490 315	1.33%	1.04%	Norway
Ulefoss Invest AS	1 470 987	1.25%	1.02%	Norway
Havfonn Invest AS	1 456 790	1.24%	1.01%	Norway
Other shareholders (holding less than 1%)	32 186 898		22.33%	
Total all shareholders	143 869 714	100.00%	100.00%	

Note 14 Subsidiaries

The Volue Group is a part of the Arendal Fossekompani (AFK) Group and are included in the consolidated financial statements. Volue Group are required to follow the AFK reporting processes during both monthly closing and year end closing.

Subsidaries

Company	Ownership held by the group	Domicile	Head-quarters	Book value
Volue Technology AS	100.00%	Norway	Trondheim	2 708 918
Volue Market Service AS	100.00%	Norway	Arendal	122 087
Volue IoT AS	94.76%	Norway	Arendal	170 012
Volue Insight AS	100.00%	Norway	Arendal	873 197
Volue Germany GmbH (former Likron GmbH)	100.00%	Germany	München	156 012
Volue Energy GmbH (former Procom GmbH)	100.00%	Germany	Aachen	35 214
Total book value				4 065 439

Impairment of financial assets

Amounts in NOK 1000	At Cost	Impairment	Book value
Shares in Volue ASA	2 991 966	283 048	2 708 918

Volue ASA owns all the shares in Volue Technology AS. The assets in Volue ASA are, beside cash, are shares in subsidiaries. The market cap for Volue ASA is used for valuation principp, and by using market value at 31.12 this indicate an impairment of the shares in subsididaries. By using the market value at 31.12 an impairment of 283 MNOK of the shares in Volue Technology AS has been done.

Note 15 Related parties

At year end Arendal Fossekompani (AFK) owned 86.316.779 shares, representing 60% of the total number of shares in Volue.

Board of Directors compensation 2022 and number of shares owned 31 December 2022

Amounts in NOK 1000

Name	Title	Board of Directors remunerated	Number of shares in Volue
Ørjan Svanevik	Chairman	-	7 500
Henning Hansen	Member of Board	300	42 857
Lars Peder Fosse Fensli	Member of Board	-	17 000
Christine Grabmaier	Member of Board	403	-
Ingunn Ettestøl	Member of Board	-	6 187
Annette Petra Maier	Member of Board	501	11 000
Anja Eva Schneider	Member of Board	501	-
Knut Ove Blichner Stenhagen	Employee - Elected Board member	80	6 946
Vija Pakalkaite	Employee - Elected Board member	60	102
Kjetil Kvamme	Employee - Elected Board member	80	-
Jens Dalsgaard	Deputy Employee - Elected Board member	121	-

Name	Title	Fixed salary	Paid bonus	Pension	Other benefits	Number of shares in Volue	Loan from Volue
Trond Straume	CEO	4 140	2 000	49	242	547 401	9 312
Arnstein Kjesbu	CFO	2 704	625	49	167	337 890	5 587
Ingeborg Gjærum	COO	1 900	375	80	20	85 714	1 489
Melanie Abt*	CCO	1 305	631	150	94	-	-
Richard Schytte	VP Sales No	1 410	817	80	22	-	-
Jörg Liendhart**	CTO	741	667	-	28	-	-
Colm McCarthy***	CPO	1 284	880	-	54	-	-
Frode Solem	EVP Infrastructure	1 724	281	231	29	128 571	2 235
Kim Steinsland	EVP IIoT	1 648	94	71	29	171 429	2 980
Stefan Zähringer	VP Sales EU	1 490	390	-	136	-	-
Håvard Pedersen	CDO	1 401	-	218	34	1 193	-

* Melanie Abt started in the Group June 2022 and left the company in December 2022
** Jörg Liendhart joined the Group in September 2022
*** Colm McCarthy joined the Group in May 2022

The CEO's period of notice is six months, with a period of pay of 12 months after termination of employment if the CEO is dismissed by the company. The other members of the Group Executive have a period of notice of six months.

Guidelines for pay and other remuneration of the executive management
The purpose of Volue's compensation and benefits policy is to attract personnel with the competence that the Group requires, develop and retain employees with key expertise and promote a long-term perspective and continuous improvement supporting achievement of Volue's business goals. The general approach adopted in Volue's policy is to pay fixed salaries and pensions in line market prices, while offering variable pay linked to results for bonus and long term incentive plan for share incentive program. (LTIP)

a. Fixed elements
b. Variable elements – annual bonus

Executives in Volue participate in the Group's central annual bonus program. The program has a maximum ceiling of 50% of the executive's fixed salary. The basis for bonus payments is based on financial targets and performance strategic KPI's. A "good performance" has been defined as the achievement of results in line with externally communicated financial targets.

In addition, the Group has share-based incentive programs described in (c) below and a share option programs for key employees described in (d) below.

Note 15 Related parties cont.

c. Shared incentive program
On 13 October 2020, the Board of Directors of the Company resolved to establish a share incentive program for key employees of the Company. The share incentive program is based on a structure in which certain members of the Company's Management and management of the Portfolio Companies are offered the opportunity to subscribe for Shares at a discounted rate, and where the Company will provide partial financing of their subscription of Shares under the share incentive program. The total number of Shares included in the share incentive program is 1,821,429. As part of the share incentive program, the key employees purchased Shares at a discount of 30% of the trading price of the Shares, subject to a lock-up undertaking of 36 months following the date of the purchase of the Shares. The company has provided loan financing for up to 75 % of the purchase price of the Shares under the share incentive program, for a total of up to NOK 36 million. The lookup period ends in October 2023.

d. For further information, see separate remuneration report publised at the companys website and Note 5 in the consolidated financial statements. The amended guidelines for remuneration of leading persons in the Volue group including the establishment of the share option plan was approved by the shareholders at the 2021 extraordinary general meeting. The share option plan is based on a structure in which the Company's senior management and certain other key employees are granted share options in the Company. Each share option carries the right to acquire one share in the Company. The total number of share options that may be issued under the plan is 2,397,747 for the first-year grant of options and 2,867,621 for the second-year grant of options. The share options vest three years after the date of grant (service condition) and will lapse if not exercised within seven years following the date of grant. For the share options to vest, a minimum average share price development of 4.5% p.a. is required (performance condition). Upon any exercise of share options, the Company may settle its obligations by selling the relevant number of shares or by payment in cash.

The share option plan has been treated as an equity-settled plan under IFRS. The strike price of the share options will be based on the volume weighted average share price over the ten last trading days preceding the grant date. The total profit each option holder may achieve shall be limited to 300% of the fair market value of the share at grant.

Expenses arising from share-based payment transactions
Total expenses arising from share-based payment transactions recognized during the period as part of employee benefit expense were as follows (in NOK 1000):

	2022	2021
Expense of options issued under employee share option plan	9 100	0
Total expenses	**9 100**	**0**

e. Related parties
In 2022, the year board member Henning Hansen has delivered consulting services to the company. Through his fully owned company, Hepe Consulting AS, it has been invoiced NOK 92.143,- ex. VAT to Volue ASA. All related party transactions have been carried out as part of the normal course of business and at arm's length.

Note 16 Contingent liabilites

The company had no contingent liabilities at 31 December 2022.

Note 17 Subsequent events

There have been no material events subsequent to the reporting period that might have a significant effect on the parent company financial statements.

Note 18 Other gains/losses

Related to purchase of Likron GmbH there was used a seller credit related to the share issue. Earn-out 2020 and 2021 are based on Likron reaching threshold revenue targets indicating ARR growth. Payment based on 60 % cash and 40 % shares based on full earn-out. Based on the performance above expectations in 2021 the total earn-out payment has increased with 17 304 TNOK. The increase in earn-out was recognised in the profit and loss as other losses. In addition to the consideration disclosed above, the sellers was entitled to a deferred consideration to be paid if the current management stayed in their position until the end of 2022. The sellers were employed in their position as of 31.12.2022. The deferred consideration has thus been be recognised as other gains/losses in 2022. The deferred consideration amounted to NOK 21.0 million (EUR 2.0 million)

Note 19 Intercompany loans

Amounts in NOK 1000	2022	2021
Loan to Volue Germany GmbH (former Likron GmbH)	-	7 975
Short-term loan to Volue Industrial IoT AS	16 000	
Short-term loan to Volue Technology AS	18 000	
Total intercompany loans	**34 000**	**7 975**

Note 20 Current liabilities and provisions

Current interest-bearing liabilities

Amounts in NOK 1000	2022	2021
Due to Volue Market Services AS		30 000
Due to Volue Energy GmbH (former ProCom GmbH)		4 364
Total current interest-bearing liabilities		**34 364**

Provisions

Amounts in NOK 1000	2022	2021
Sellers credit related to Volue Germany GmbH (former Likron GmbH)	60 431	57 253

Other current liabilities

Amounts in NOK 1000	2022	2021
Sellers credit related to Volue Energy GmbH (former ProCom GmbH)	3 718	9 278
Other taxes, VAT and dues payable	1 322	1 052
Other current liabilities	37 971	8 221
Total other current liabilities	**43 011**	**18 551**

Responsibility statement from the Board of Directors and Chief Executive Officer

We confirm that, to the best of our knowledge, the consolidated financial statements for the period for 2022 have been prepared in accordance with IFRS and applicable additional disclosure requirements in the Norwegian Accounting Act, and that the financial statement of the parent company for 2022 have been prepared in accordance with the Norwegian Accounting Act and Norwegian accounting standards, and that the accounts give a true and fair view of the group and the company's consolidated assets, liabilities, financial position and results of the operations per 31 December 2022. We also confirm to the best of our knowledge, that the Director's report provides a true and fair view of the development and performance of the business and the position of the group and the company including description of key risks and uncertainty factors pertaining to the group going forward.

Ørjan Svanevik
Chairman of the Board

Lars Peder Fensli
Board Member

Ingunn Ettestøl
Board Member

Henning Hansen
Board Member

Knut Ove Stenhagen
Board Member

Kjetil Kvamme
Board Member

Annette Maier
Board Member

Anja Schneider
Board Member

Christine Grabmair
Board Member

Vija Pakalkaite
Board Member

Trond Straume
Chief Executive Officer

Independent auditor's report

To the General Meeting of Volue ASA

Independent Auditor's Report

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Volue ASA, which comprise:

- the financial statements of the parent company Volue ASA (the Company), which comprise the balance sheet as at 31 December 2022, the statement of income, statement of other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and
- the consolidated financial statements of Volue ASA and its subsidiaries (the Group), which comprise the consolidated balance sheet as at 31 December 2022, and the consolidated statement of income, statement of other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion

- the financial statements comply with applicable statutory requirements,
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2022, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the EU, and
- the consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 2022, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the EU.

Our opinion is consistent with our additional report to the Audit Committee.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company and the Group as required by relevant laws and regulations in Norway and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

To the best of our knowledge and belief, no prohibited non-audit services referred to in the Audit Regulation (537/2014) Article 5.1 have been provided.

PricewaterhouseCoopers AS, Kystveien 14, NO-4841 Arendal
T: 02316, org. no.: 987 009 713 MVA, www.pwc.no
Statsautoriserte revisorer, medlemmer av Den norske Revisorforening og autorisert regnskapsførerselskap

We have been the auditor of the Company for 3 years from the election by the general meeting of the shareholders on 26 November 2019 for the accounting year 2020.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The Group's business activities are largely unchanged compared to last year. We have not identified regulatory changes, transactions or other event that qualified as new Key Audit Matters for our audit of the 2022 financial statements. Furthermore, *Revenue over time from contracts with customers* and *Valuation of goodwill and intangible assets* have the same characteristics and risks as in the prior year, and therefore continue to be areas of focus this year.

Key Audit Matters	How our audit addressed the Key Audit Matter
Revenue over time from contracts with customers	
In 2022, revenue recognised over time from contracts with customers constituted NOK 960 014 thousand, equal to approximately 79% of total operating revenues. NOK 109 095 thousand of revenue recognised over time is accrued income form uncompleted contracts at the balance-sheet date. Revenue over time from contracts with customers is recognized based on expected final outcome. Assessments of total contract cost, revenue and, if applicable, stage of completion are updated on a regular basis. There are several reasons why we consider revenue recognised over time to be a key audit matter. The Group has a significant volume of contracts where revenues are recognised over time. Additionally, these contracts may have a long duration and the allocation of contract revenue and costs is subject to management judgement which may be complex. Furthermore, management's judgement affects several significant financial statement line items, and thus has a pervasive effect on the financial statement. Notes 3 and 4 to the consolidated financial statement, and the accounting principles, include additional information on the Group's recognition of revenue over time from contracts with customers.	We obtained a sample of contracts and assessed the accounting treatment against the Group's accounting principles and *IFRS 15 Revenue from contracts with customers*. We found that the accounting treatment was consistent with the content of the contracts and that accounting principles were based on IFRS 15. Through meetings with management and project leader, including review of relevant documentation, we tested whether the Group had implemented controls to ensure that accounting for revenue over time reflects management's best estimates with respect to total contract revenue, cost, and if applicable stage of completion. We found that controls had been implemented at various levels of the organisation, and that the controls included periodic meetings to review open contracts. Estimating project revenue and associated costs, and if applicable calculating stage of completion requires judgement. We performed various procedures to assess whether management's judgements were reasonable, including: • Interviewed project leaders and management challenging judgements made with respect to project estimates.

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Independent auditor's report cont.

- Compared expenses and hours incurred to budgeted expenses and hours.
- Compared actual outcome on completed project against initial budget.
- If applicable assessed whether stage of completion on open projects corresponds to amounts recognised in the financial statements.

We found that assumptions used, and judgements made by management were reasonable. We further evaluated the disclosures in note 3 and 4 and found them to be adequate and appropriate.

Valuation of goodwill and intangible assets

On 31 December 2022 the carrying amount of goodwill and intangible assets in the Group's financial statements was NOK 623 364 thousand, equal to approximately 33% of total assets. Goodwill and intangible assets with indefinite economic life are tested for impairment at least annually. Impairment testing is performed at the level of cash generating unit. When testing for impairment, the carrying amount is compared to the recoverable amount. The recoverable amount is determined based on value in use or fair value less cost of disposal.

On 31 December 2022, management's impairment assessment indicated that the recoverable amount exceeded the carrying amount for all cash generating units where goodwill and intangible assets were recognised. As a result, no impairment was recorded.

We focused on valuation of goodwill and intangible assets because these assets constitute a significant share of the Group's total assets, and because calculation of the recoverable amount requires application of significant judgement by management.

Refer to note 12 to the consolidated financial statements for further information on goodwill and intangible assets, cash generating units and impairment testing.

We obtained and gained an understanding of management's impairment assessment related to goodwill and intangible assets. Our procedures included an assessment of the valuation method and whether key assumptions used by management appeared reasonable based on our understanding of the business and industry of each relevant cash generating unit. We also traced data used in valuation models to underlying documentation.

Based on our audit procedures we found that valuation methods used were reasonable and consistent with our understanding of the business and industry. Our testing of data against underlying documentation did not uncover material exceptions. While we did not find evidence to indicate that goodwill or intangible assets were impaired, we note that the valuation of cash generating units is sensitive to changes in assumptions.

Lastly, we evaluated the information provided in note 12 to the consolidated financial statements where management describes the Group's goodwill and intangible assets and the results of the impairment testing. We found that the disclosures described management's valuation of goodwill and intangible assets appropriately.

Other Information

The Board of Directors and the Managing Director (management) are responsible for the information in the Board of Directors' report and the other information accompanying the financial statements. The other information comprises information in the annual report, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the information in the Board of Directors' report nor the other information accompanying the financial statements.

In connection with our audit of the financial statements, our responsibility is to read the Board of Directors' report and the other information accompanying the financial statements. The purpose is to consider if there is material inconsistency between the Board of Directors' report and the other information accompanying the financial statements and the financial statements or our knowledge obtained in the audit, or whether the Board of Directors' report and the other information accompanying the financial statements otherwise appear to be materially misstated. We are required to report if there is a material misstatement in the Board of Directors' report or the other information accompanying the financial statements. We have nothing to report in this regard.

Based on our knowledge obtained in the audit, it is our opinion that the Board of Directors' report

- is consistent with the financial statements and
- contains the information required by applicable statutory requirements.

Our opinion on the Board of Director's report applies correspondingly to the statements on Corporate Governance and Corporate Social Responsibility.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the EU, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's and the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

Independent auditor's report cont.

- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error. We design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's and the Group's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's and the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company and the Group to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Board of Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the Board of Directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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Report on Other Legal and Regulatory Requirements

Report on Compliance with Requirement on European Single Electronic Format (ESEF)

Opinion
As part of the audit of the financial statements of Volue ASA, we have performed an assurance engagement to obtain reasonable assurance about whether the financial statements included in the annual report, with the file name Volue Annual Report 2022.zip, have been prepared, in all material respects, in compliance with the requirements of the Commission Delegated Regulation (EU) 2019/815 on the European Single Electronic Format (ESEF Regulation) and regulation pursuant to Section 5-5 of the Norwegian Securities Trading Act, which includes requirements related to the preparation of the annual report in XHTML format, and iXBRL tagging of the consolidated financial statements.

In our opinion, the financial statements, included in the annual report, have been prepared, in all material respects, in compliance with the ESEF regulation.

Management's Responsibilities
Management is responsible for the preparation of the annual report in compliance with the ESEF regulation. This responsibility comprises an adequate process and such internal control as management determines is necessary.

Auditor's Responsibilities
For a description of the auditor's responsibilities when performing an assurance engagement of the ESEF reporting, see: https://revisorforeningen.no/revisjonsberetninger

Arendal, 30 March 2023
PricewaterhouseCoopers AS

Lars Ole Lindal
State Authorised Public Accountant

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Members of the Board

The overall management of the Company is vested in the Board of Directors and the Management.

In accordance with Norwegian law, the Board of Directors is responsible for, among other things, supervising the general and day-to-day management of the Company's business, ensuring proper organisation, preparing plans and budgets for its activities, ensuring that the Company's activities, accounts and asset management are subject to adequate controls and undertaking investigations necessary to perform its duties.

As of 30 March 2023, Volue's board comprised ten members, of which two are employee-elected. Volue's board is composed such that it is able to act independently of any special interests.

Ørjan Svanevik (1966)
Chairman of the Board

Ørjan Svanevik was the Chief Executive Officer of Arendals Fossekompani ASA from September 2019 to December 2022. Currently he is the Managing Director at Oavik Capital. He has extensive experience from various directorships and executive management positions within a wide range of industries. Svanevik held several executive management positions prior to joining Arendals Fossekompani ASA, including Chief Operating Officer in Kværner ASA, Head of M&A in Aker ASA and Chief Operating Officer in the Seatankers group. Svanevik holds Master og General Business from BI and MBA from Thunderbird.

Chairman of the Board in Volue since: 2019
Elected until: 2023
Independent of Executive Management
Current Board positions: Chairman of the board of directors of Oavik Capital AS and Oavik Invest AS, Prai AS, EFD Induction AS and C.W. Downer AS, and member of the board of directors of NorgesGruppen ASA and NorgesGruppen Finans Holding AS.
Number of shares in Volue ASA: 7,500
Board meetings attended in 2022: 11/11

Ingunn Ettestøl (1973)
Board Member

Ingunn Ettestøl has held the position as Chief Sustainability Officer (CSO) in Arendals Fossekompani ASA since September 2020. Prior to that, she was Vice President of Business Development in Arendals Fossekompani ASA from 2017. Ettestøl has extensive experience from the energy sector and has held several management positions in Agder Energi AS and Enova SF. She holds a PhD in Electrical Power Engineering from NTNU and a Master degree in Theoretical Physics from NTNU.

Board member since: 2020
Elected until: 2024
Independent of Executive Management
Current Board positions: Etcona AS (Chair) and member of the board of directors of Arendals Fossekompani's Pensjonskasse
Member of: Audit Committee
Number of shares in Volue ASA: 6,187
Board meetings attended in 2022: 11/11

Lars Peder Fosse Fensli (1976)
Board Member

Lars Peder Fensli has been the Chief Financial Officer of Arendals Fossekompani ASA since April 2017. Prior to this, he held the position as Chief Executive Officer of Markedskraft AS. Fensli has more than 20 years of experience from several board of directors positions and executive management positions within a wide range of industries. He holds a MSc in Economics and Business Administration from Norwegian School of Economics (NHH).

Board member since: 2020
Elected until: 2023
Independent of Executive Management
Current Board positions: Chairman of the board of directors Alytic AS, member of the board of directors Vergia AS, Appsens AS, Ørshall AS

Chair of the Audit Committee
Number of shares in Volue ASA: 17,000
Board meetings attended in 2022: 11/11

Christine Grabmair (1979)
Board Member

Christine Grabmair has been the Head of Customer Solutions of E.ON Digital Technology GmbH, Germany since April 2019. She has 18 years of experience from the industrial and technology industries, including as Chief Information Officer at Components Technology at thyssenkrupp AG. Grabmair holds a diploma in Business Administration and a MSc in Information Systems.

Board member since: 2021
Elected until: 2024
Independent of Executive Management and the company's main shareholder
Number of shares in Volue ASA: 0
Board meetings attended in 2022: 07/11

Henning Hansen (1965)
Board Member

Henning Hansen has more than 30 years' experience from the software and technology industry and has worked as a full time non-executive Board member and owner of HEPE Consulting AS since 2017. He previously held the positions as Chief Executive Officer in Norman ASA and Confirmit ASA, Vice President of Gartner Norway and Oracle Norway, and IT manager of Eltek ASA. Hansen has also served as chairman of Apsis AB, and as a member of the board of directors of Confirmit, Catalystone AS, ENEAS AS, Software Innovation, Forsta, GSGroup AS, Promon and Powel AS. Hansen holds two bachelor degrees: a BBa from BI Norwegian School of Management in Oslo and a BSc from Oslo Ingeniørhøyskole.

Board member since: 2020
Elected until: 2024
Independent of Executive Management and the company's main shareholder
Current Board positions: Chairman of the board of Norstat AS and Defendable AS and member of the board of directors of Kabal AS.
Member of: Audit Committee
Number of shares in Volue ASA: 42,857
Board meetings attended in 2022: 11/11

Kjetil Kvamme (1966)
Board Member, elected by the employees

Kjetil Kvamme holds the position as Product Manager in Power Grid at Volue and has been with the company since 1995. Prior to this he worked at an Electrical Utility in Tromsø as an installer and later electrical engineer for six years. Kvamme has previously served as Board Member in Powel AS from 2015 until 2021. He holds a Master of Sciences in Applied Physic from University of Tromsø.

Board member since: 2020
Elected until: 2023
Number of shares in Volue ASA: 0
Board meetings attended in 2022: 11/11

Dr. Vija Pakalkaite (1982)
Board Member, elected by the employees

Vija Pakalkaite is the product manager for mid- and long-term products at Insight by Volue. Prior to joining Volue, she worked at market intelligence company ICIS, Central Bank of Lithuania, European Commission, as well as for Bonnier Business Press. Pakalkaite holds a PhD in political science, awarded by the Central European University of Vienna/Budapest.

Board member since: 2021
Elected until: 2023
Number of shares in Volue ASA: 102
Board meetings attended in 2022: 07/11

Knut Ove Blichner Stenhagen (1985)
Board Member, elected by the employees

Knut Ove Blichner Stenhagen holds the position as Head of Automation in Industrial IoT at Volue. He has served as member of the board of directors of Scanmatic AS, now Industrial IoT by Volue, from 2014 and has held the position as Head of Automation since January 2018. Prior to this Stenhagen worked as a Development engineer in Scanmatic (2012-2017) and a Project Engineer at Siemens (2009-2012). He holds a Master of Science in Engineering Cybernetics from Norwegian University of Science and Technology (2009).

Board member since: 2020
Elected until: 2023
Number of shares in Volue ASA: 6946
Board meetings attended in 2022: 11/11

Annette Maier (1968)
Board Member

Annette Maier is Area Vice President Central & Eastern Europe at UiPath, a leading provider of automation and RPA (Robotic Process Automation) and is responsible for the business in the regions of Central and Eastern Europe. Maier brings more than 20 years of experience in management and sales in European companies in the tech sector. Prior to her position at UiPath, she was responsible for the growth of the cloud business within the DACH region at Google Cloud. She also spent six years at VMware, where she most recently was Vice President and General Manager in Germany, and earlier Director Global Accounts at CEMEA and led the Enterprise Account Team. Before that, Maier spent more than six years in management positions at Hewlett-Packard. She holds MBA in business administration and economics at the University of Cologne in Germany.

Board member since: 2021
Elected until: 2023
Independent of Executive Management and the company's main shareholder
Current Board positions: Compass Group (member)
Number of shares in Volue ASA: 11,000
Board meetings attended in 2022: 07/11

Anja Schneider (1976)
Board Member

Anja Schneider serves as Senior Vice President and Chief Operating Officer (COO) globally for the executive board area Technology & Innovation at SAP, the world largest provider and market leader in enterprise application software. In this role she is responsible for the operationalisation of development strategy incl. planning, business transformation, workforce strategy, portfolio management, cloud operations as well as strategic customer engagements. She brings more than 20 years of experience in technology and business. Schneider held various senior leadership positions in the area of Sales, Go-to-Market Strategy, strategic planning of IT landscapes, integration, business model innovation as well as extensive industry knowledge. Schneider holds a Master in public management and business from the University of Applied Sciences - Public Administration and Finance Ludwigsburg.

Board member since: 2021
Elected until: 2023
Independent of Executive Management and the company's main shareholder
Number of shares in Volue ASA: 0
Board meetings attended in 2022: 09/11

Alternative Performance Measures

Basis for preparation

This presentation provides financial highlights for the quarter for Volue. The financial information is not reported according to the requirements in IAS 34 and the figures are not audited.

Volue ASA presents alternative performance measures as a supplement to measures regulated by IFRS. The alternative performance measures are presented to provide better insight and understanding of operations, financial position and the basis for future developments.

The definitions of these measures are as follows:

- **Adjusted EBITDA:** In order to give a better representation of underlying performance, EBITDA is adjusted with non-recurring items. Note that adjusted EBITDA does not include estimated one-off loss of revenues due to the cyber-incident.
- **ARR:** Annual Recurring Revenues is defined as revenues from recurring contracts including software as a service.
- **EBIT:** Profit/loss before tax and net finance cost.
- **EBITDA:** Profit/loss before tax, net finance cost, depreciation, amortisation and impairment. Revenue growth adjusted for cyber-incident - The growth in revenue from a previous period, after adjusting the 2021 numbers for estimated revenue loss from the cyber-incident (only relevant for 2021 figures).
- **SaaS:** Software as a service. SaaS revenues are defined as revenues from software & services operated by Volue in the cloud.
- **Non-recurring items:** Items that are not part of the ordinary business, such as IPO related costs and costs related to the cyber-incident (only relevant for 2021 figures). In addition, external costs related to implementation of corporate back-office cloud-based systems (e.g. ERP), M&A related costs and costs related to the share based remuneration schemes are considered non-recurring. In accordance with IFRS IC agenda decision (Configuration or Customisation Costs in a Cloud Computing Arrangement) from April 2021, these costs have not been capitalised, as they previously would have been.

Through digital platforms and innovative solutions, we deliver services critical to society for a cleaner, better, and more profitable future.

Volue ASA

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