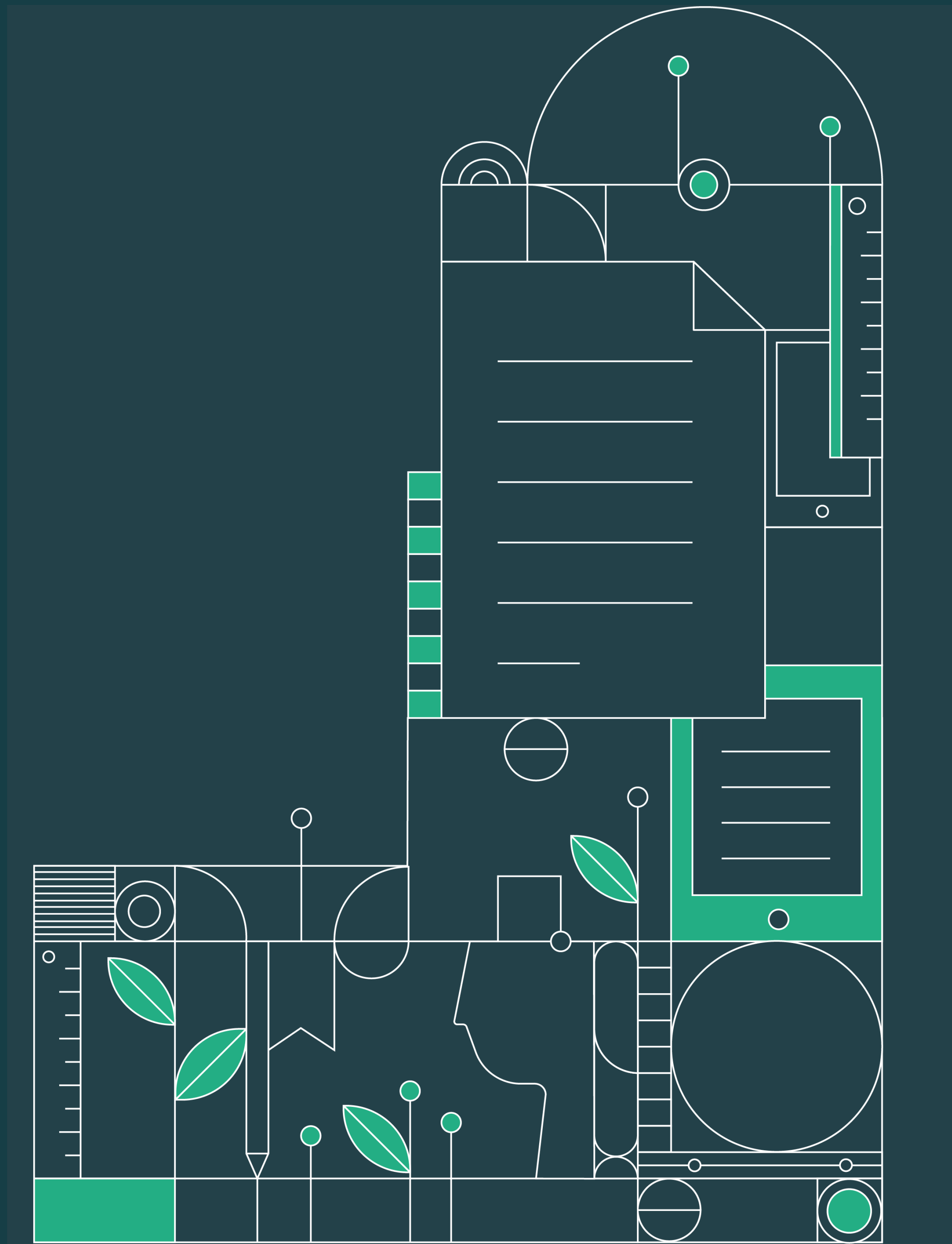
Annual report 2022



Sikri Group

Contents

01 This is Sikri Group

Sikri Group (or "the Company") has developed from a software house specializing in software and services towards the public sector, to also become a large PropTech player.

Our customer base spans from the public sector to private businesses within real estate, banking, insurance, property developers, media companies, builders, property owners, realtors, engineers, power companies and building materials production companies. We create added value for public sector, private industries, and consumers, with an innovative approach to the use of data.

Sikri Group has a broad coverage in areas where the Company has an established market position, for example by expanding our offering from supplying case management in building applications, to offering building application solutions for citizens and private entities. Thereby, Sikri Group is offering a full value chain approach to the building application process. Furthermore, within geoinformation, the Company is offering services and solutions through geodata, property & real estate, consultancy & analysis and cloud solutions through Metria.

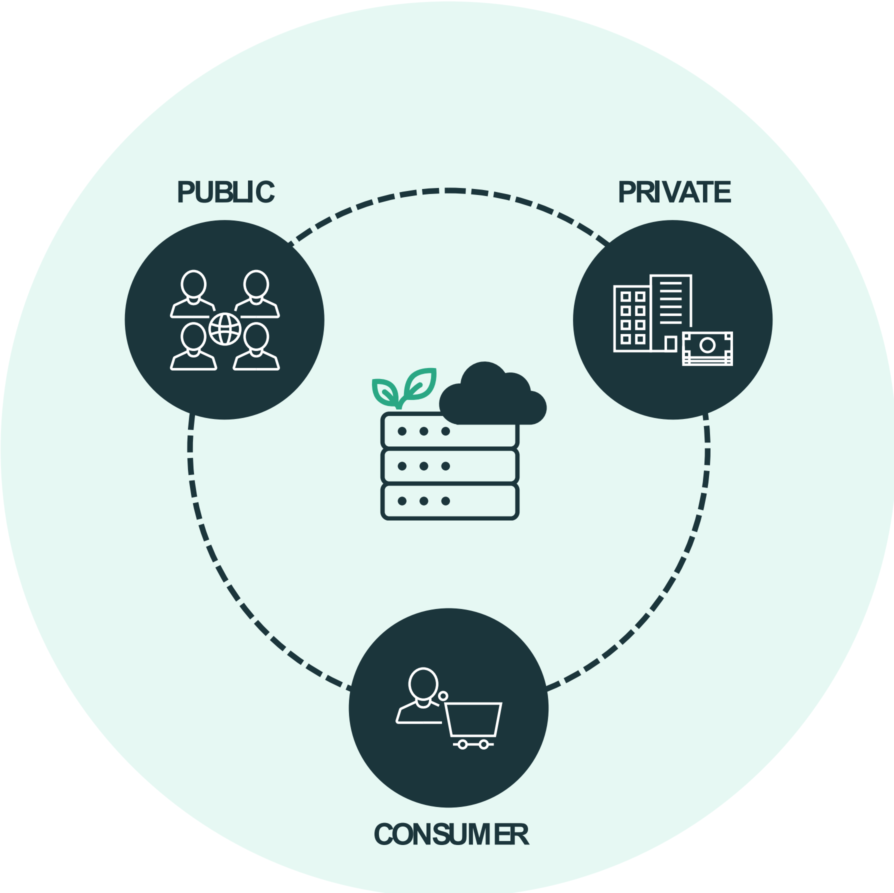
For Sikri Group, data is at the core of everything we do. The global data economy is growing, and data driven decisions will be key in managing a volatile future, both within the business world but also in bigger issues such as battling global climate change. We create seamless digital services to enable powerful insight and easy interaction between people, the private and public sector.

Sikri Group represents 490 full-time employees at the end of December 2022, whereof 34 percent are females. Our Board is comprised of 40 percent females, and the management team comprises 44 percent females. Our team of dedicated employees work together to create value and shape a sustainable future, promoting transparency and building trust.

The Company has an ambitious growth strategy, both through organic development and M&A. Sikri Group continuously look for acquisition targets that will enable the Company to sell existing products and services to new customer groups or in new markets and geographies, or that will enable Sikri Group to broaden the portfolio towards existing customers. However, the Company's long-term success in achieving its goals will be met by successfully integrating acquired companies into Sikri Group and identifying synergies and common development opportunities between our segments.

A common denominator for Sikri Group is that we deliver modern Cloud based services and shorten the journey towards value creation for our customers through our solutions. We create a more transparent society through data collection, sharing and usage.

Sikri Group



Sikri Group's four segments

Public – The public segment consists of Sikri AS, providing critical software solutions to the public sector for case processing, building applications, archiving, and document management. Sureway AS and Pixedit AS were both merged into Sikri AS during 2022, as part of Sikri Group's strategy of integrating previous acquisitions and further simplifying reporting and operating structure.

Private – The private segment consists of Ambita AS, offering digital solutions based on real estate data. Ambita provides professional players involved in developing, buying and selling property with crucial services securing quality, transparency and efficiency in their workflows. The portfolio of services is based on a combination of unique datasets and deep domain knowledge and includes Infoland with agent documents, digital registration services, digital building applications and a range of other services.

Consumer – The consumer segment consists of Boligmappa AS and Virdi AS, delivering digital platforms where property owners can take control of the condition and value of their property through documentation, automatic valuation models and unique insights. By the services offered, homeowners have access to key tools for securing and developing what for most consumers represents their largest investment – both when owning, selling, and buying a home.

Metria – Within geoinformation, Metria offers services and solutions within geodata, property & real estate, consultancy & analysis and cloud solutions. The acquisition of Metria allowed Sikri Group to gain a strong position in Sweden and strengthened the Company competitively, geographically and from a product offering and competence perspective. Metria's customers include municipalities, authorities, construction companies, forestry, energy and telecom, banking, and insurance – all with a need of improved digitization in their organizations.

02 2022 in brief

Sikri Group has expanded its footprint significantly during 2022, both regarding service offerings and customer base, as well as new segments and services.

Our goal is to be the leading Nordic data driven ecosystem for public case management and proptech, servicing public sector, private companies, and consumers. The key underlying driver for our development is the pressing need for accelerated digitization of complex processes involving public entities, private enterprises, and private consumers. Sikri Group also offers services and solutions in the Swedish market within geoinformation.

Through the acquisition of Metria in the Spring of 2022, Sikri Group has become 490 employees and delivered 86 percent inorganic growth for the year. The company has taken important strategic steps by acquiring Metria and divesting Prognosesenteret during the year, focusing on coordinating and realizing synergies between the three large segments Public, Private and Metria. The divestment of Prognosesenteret means further concentration on Sikri Group's SaaS based offering which sharpens the focus of our organization.

Some highlights for the year

MNOK 1 032
Overall revenue in 2022 in Sikri Group

90%
Growth including growth from M&A

17%
Adjusted EBITDA margin

3%
Proforma organic growth [1]

Successful uplisting
Sikri listed on Euronext Oslo Børs from 7 July 2022

61%
Win-rate in public sector contracts

[1] When adjusting for currency impacts

More highlights for the year

MNOK 411
Added to the company with acquisition of Metria [2]

MNOK 317
Equity raised

Divested
non-core services in Prognosesenteret, improving capital structure

MSEK 430
Size of contracts won with Swedish Environmental Protection agency

MNOK 373
Annual recurring revenue (ARR)

8%
Growth in ARR YoY

Income and expenses
Reported actuals

NOK 1000	2022	2021
Revenue	1 031 512	543 242
Cost of goods sold	397 528	198 714
Gross profit	**633 984**	**344 528**
Other operating expenses	497 688	267 222
EBITDA	**136 296**	**77 306**
Other income and expenses	39 112	31 620
Adjusted EBITDA	**175 408**	**108 926**
Adjusted EBITDA margin %	17 %	20 %

Income and expenses
Proforma figures – provided due to M&A activity

NOK 1000	2022	2021
Revenue	1 133 942	1 128 550
Cost of goods sold	428 838	413 852
Gross profit	**705 105**	**417 698**
Other operating expenses	551 545	539 808
EBITDA	**153 560**	**174 890**
Other income and expenses	39 112	32 753
Adjusted EBITDA	**192 672**	**207 642**
Adjusted EBITDA margin %	17%	18%

[2] Proforma terms

Key facts and figures

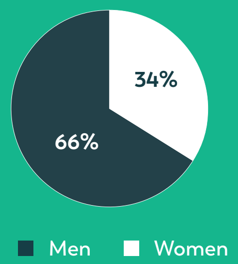
45%

Revenue from Public sector

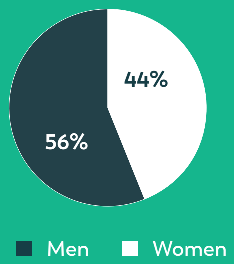
~1 mill.

Transactions via the land and property register API in the Private segment[3]

Share of women and men in the Group



Share of women and men in Management



61%

Gross margin Sikri Group

75%

Recurring or re-occuring revenue Group

490

Employees in Sikri Group, up from 272 in 2021

[3] In 2022

03 CEO letter

Firmly rooted in our goal of building a leading Nordic ecosystem for public administration, public sector and the lifecycle of properties we continued to execute on our strategy in 2022.

- We grew our revenue with 90 percent, while EBITDA increased by 78 percent. Organic growth was 3 percent[4].
- We expanded our footprint to Sweden through the acquisition of Metria, a leading player within geodata and real estate information.
- We continued to develop our scalable cloud-based software platforms for both the public sector and real estate lifecycle.

Looking at our fundamental ambition, Sikri Group seeks to tie public entities, businesses, and consumers closer together and reduce friction in interaction and transactions between the various parties. And in many ways, the Nordic countries are playing a leading role on the international scene when it comes to digitization. This is driven by the societies' high level of digital investments in both public and private sector, high expectations for digital and swift processes, tech-savvy populations and continuous push from stricter regulations and requirements for documentation.

For us in Sikri Group it is gratifying to see that our solutions can simplify the lives of consumers and reduce spending for public entities or private enterprises. As an example, the number of architects, builders and other customers using our solution "Byggesøknaden" for automized preparation and submission of building permit applications increased rapidly last year. The number of paying customers increased by 10 percent, while total revenue for the service increased by 16 percent. On the receiving end, the applications are automatically collected and handled by our building permit case management system for municipalities "Elements eByggesak". One of our new customers, the city of Fredrikstad, reduced their backlog of pending building permits from 216 cases to only 10 after the implementation.

This is just one simple illustration on how we create value for society and for our customers.

> **The rapid M&A-driven growth also transformed our balance sheet, and during 2022, we redcuced our debt by raising more than NOK 300 million in new equity.**

Similarly, we have built a foundation for long-term value creation for shareholders. During the last two years, our M&A strategy has transformed the Company to a comprehensive provider of data driven software solutions with strong footprint in two attractive markets: Norway and Sweden. The acquisition of Metria last year was the most recent large piece of the puzzle, following the acquisition of Ambita in 2021. We are the market leader in Norway for public case management and archiving, and the leader both in Norway and Sweden when it comes to mission critical geo and real estate data and analysis, market insight within real estate, and document management. We are in the process of extracting large synergies both on the revenue and cost side.

Gradually, we are moving towards a pure-play software as a service (SaaS) company with an increased share of recurring revenue. Last year's divestment of Prognosesenteret represented another step in this direction. At the end of 2022, we had annual recurring revenues of 373 million, 8 percent higher than one year earlier, whereas 75 percent of our total revenues were recurring or recurring-like. Our high share of revenue from public sector, 45 percent, adds to the quality of our revenue base.

[4] When adjusting for currency impacts

With software as our primary source of revenues, and an increasing share of SaaS based delivery models, continued growth will turn into increased profitability over time.

The rapid M&A driven growth also transformed our balance sheet, and during 2022 we reduced our debt by raising more than NOK 300 million in new equity, which combined with the divestment of Prognosesenteret contributed to establishing a strong financial platform for continued growth.

Looking into 2023, we have the building blocks in place for continued good development. At the same time, the geopolitical situation as well as the macroeconomic backdrop means that markets are uncertain. However, even though parts of our revenues in the real estate transaction value chain are related to the market activity, we have significant resilience in our group with high recurring revenue share and significant revenue from the public sector. Also, most of our solutions are mission critical for our customers.

There is great potential to increase our customer base and do more cross sales. This is why it is a key focus for us to further reinforce our sales organization to further realize scale effects on our platform through higher profitability. The second focal point is to continue to extract the value from acquired companies by focusing on synergies across the Company.

Finally, I would like to take the opportunity to thank all my colleagues in Sikri Group, our customers, partners, and shareholders for the trust and confidence during 2022. We will continue to work relentlessly to earn the trust and confidence also in 2023 and beyond.

Nicolay Moulin
CEO, Sikri

04 Our management and board

Management

Sikri Group has a dedicated and experienced management team. The management represents different disciplines and varied experience. The share of females in the management team is 44 percent.

Nicolay Moulin
Chief Executive Officer

Moulin (1977) has been CEO of Sikri Group since 2020 and led the carve-out team and establishment of Sikri Group. Held various roles in EVRY Norway during 2013-2020, including VP and Business Unit manager for government clients. Moulin has also been CEO of Lenco Systems, in addition to Director in Crayon Group, among others.

Camilla Aardal
Chief Financial Officer

Aardal (1975) has been CFO of Sikri Group since September 2020. Held the role as CFO in EVRY Norway during 2014-2020, and several CFO roles in IT and consulting companies, such as Capgemini Norway, as well as in Optimar AS. Aardal also has a consulting background from PwC.

Eirik Pedersen
Sales Director

Pedersen (1964) has been COO of Sikri Group since February 2020. Held various managerial roles in Proact during 2008-2019, including Director and Chairman of Proact Nordic, as well as CEO of Proact Norway in 2008-2011 and 2016-2019. Pedersen has previously been CEO of Xperion and held various management positions at Sun Microsystems.

Anne Mette Havaas
Director Marketing and Communication

Havaas (1976) has been CMO of Sikri Group since January 2020. Previously Head of Department in EVRY, where she worked during 2015-2019. Havaas has held various strategic roles within public and municipal sectors between 1998-2015.

Anny Margrethe Bratterud
HR Director

Bratterud (1967) has been HR Director in Sikri Group since 2021. Held several management positions in IT and in Ambita before she became HR director in 2011. Bratterud has a Master's degree in technology and management from BI.

Hege Moe Tveit
Managing Director, Sikri AS

Tveit (1973) has been Managing Director of Sikri AS since August 2022. Previously responsible for strategy and business development in Sikri Group and strategy, product and business development in Ambita. Tveit has also held various management roles in Telenor within development and operations.

Arild Elverum
Managing Director, Ambita AS

Elverum (1974) has been Managing Director of Ambita AS since August 2021. Has broad experience from management, sales and marketing in the IT and telecom sector. Before joining Ambita, Elverum worked with digitization and conversion to new business opportunities in companies such as EVRY, Microsoft, Nokia and Telenor.

Erling Olaussen
Managing Director, Boligmappa AS

Olaussen (1970) has been Managing Director of Boligmappa AS since 2018. Olaussen has extensive experience from various technology companies, including as development manager and CIO in Infront AS, before he became technology director at Ambita in 2015, and head of Boligmappa in 2018.

Jonas Åkermann
Managing Director, Metria AB

Åkermann (1973) has been Managing Director of Metria AB since August 2022. Åkerman has held different executive positions within the digital business information and IT services industry. He has held roles as Managing Director, Business Area Director and Sales Director in companies such as Bisnode and InfoTrader.

Board of Directors

Sikri Group's Board of Directors consists of five members, elected by the annual general meeting. The Board is comprised of directors with varied backgrounds and represents a broad range of experience both within and outside the IT sector. The collective knowledge contributes to safeguard and develop Sikri Group's long-term growth strategy. The share of females in the Board of Directors is 40 percent.

Rolv Erik Ryssdal
Chairperson

Ryssdal (1962) was Managing Director of Aftonbladet from 1999 to 2005 and held the same position in VG from 2005 to 2008. CEO in Schibsted from 2009 to 2018 when he became CEO of Adevinta, spun out of Schibsted. Led Adevinta's IPO in 2019 and the acquisition of eBay Classifieds Group in 2021, making Adevinta the largest international classifieds company globally.

Jens Rugseth
Board Member

Rugseth (1962) is Chairman of Karbon Invest, an investment company controlled by Jens Rugseth and Rune Syversen. Chairman of Crayon Group and Link Mobility since early 2000s. Chairman of Techstep since 2019. Co-founder of Crayon Group, Link Mobility, Basefarm, and Mnemonic. Chairman of Sikri Group during January 2020 - May 2021, and Board member since June 2021.

Martine Dragset
Board Member

Dragset (1989) is COO in Mentra by SATS. Previously. she worked in McKinsey, most recently as Associate Partner, focusing on strategy and commercial topics for B2C companies. Holds an MBA from Harvard Business School and a BSc in Economics and Business Administration from NHH. Board member of Sikri Group since June 2022.

Sigrun Syverud
Board Member

Syverud (1987) is Co-Founder and CEO of FJONG Norge AS. Previously held positions within consulting & finance, including in Arctic Securities, McKinsey and Arkwright Corporate Finance. Syverud holds a MSc in Finance from Norges Handels-høyskole (NHH) and a BA in economics from Humboldt University, Berlin. Board member of Sikri Group since June 2022.

Preben Rasch-Olsen
Board Member

Rasch-Olsen (1974) is the Investment Director in Carucel Finance – a family office controlled by Carl Erik Krefting. Board member in Rift Labs and Reintelligent. Former Financial Analyst in Handelsbanken and Carnegie in the period 1998-2019. Board member of Sikri Group since January 2020.

05 Our values

We create seamless digital services to enable powerful insight and easy interaction between people, the private and public sector. Together we create value and shape a sustainable future, promoting transparency and building trust — insight and interactions made effortless.

We are building the leading Nordic ecosystem for public administration, property technology, analysis, and data.

Innovative
Our unique position, providing services that connects consumers, the private and public sector, gives us a holistic approach to product development. We don't just think outside the box, we tear down its barriers.

Collaborating
We work together within each company and across Sikri Group, with our partners, clients and the public to create digital eco-systems that in turn enable society to work together and interact seamlessly. All because we believe collaboration is key to building a sustainable future.

Sustainable
Sustainability is a major inherent part of all our solutions. We believe in clever and responsible utilization of digital possibilities to reach our common goals. Reduced costs, effort and spent resources benefit people, society and the planet.

Trustworthy
We earn the trust of our colleagues, partners and clients, and strengthen trust in society by creating digital services that promote transparency and enable smooth interaction between all.

To reach our high ambitions and to be the best possible partner for our customers, we set high goals for the Sikri team.

1. In our organization, the **customer is first**, in everything we do!
2. We have a **growth mindset** and through innovation, development, and collaboration, we continuously seek new opportunities together with our customers and partners.
3. With an **efficient, agile and learning organization** where trust and responsibility are core values, we act quickly on the needs of our customers and to changing market conditions.
4. **An attractive workplace** with diversity and room for development is key for our growth journey.

06 Sikri Group company structure

Sikri Group ASA is a public limited liability company organized and existing under the laws of Norway pursuant to the Norwegian Public Limited Liability Companies Act. The Company's main office is in Norway, Dronning Mauds gate 10, 0250 Oslo. The Company has several locations in Norway and Sweden.

Sikri Group's business is organized and reported according to a segment structure comprised of the following four segments in 2022: Public, Private, Consumer and Metria.

In addition, as part of the transaction to sell 51 percent of Sikri Group's shares in 4CastGroup AS in November 2022, all subsidiaries and investments owned by 4CastGroup AS with business activities within property technology ("proptech") were transferred in full to the Company (through Ambita AS). This will enable Sikri Group to leverage the holdings and accelerate its focus on prop tech going forward. In the future, these positions will be grouped into a growth portfolio, that may be reported separately as it develops.

Public

Providing critical software solutions to the public sector for case processing, building applications, archiving and document management

Private

Offering digital solutions based on real-estate data, providing professional players involved in developing, buying and selling property with insight and making their work processes more efficient and secure

Consumer

Delivering digital platforms where property owners can take control of the documentation, conditions and value of their property

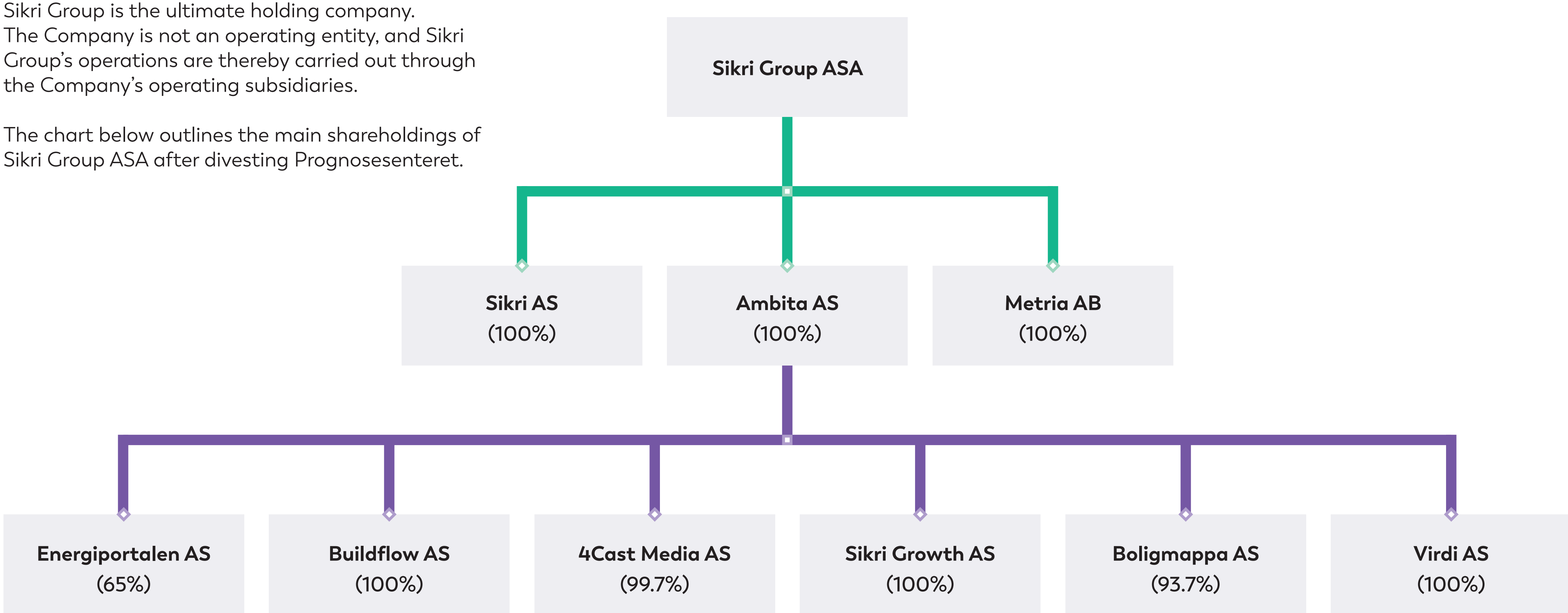
Metria

Within geoinformation, Metria offers services and solutions within geodata, property & real estate, consultancy & analysis and could solutions

Legal structure

Sikri Group is the ultimate holding company. The Company is not an operating entity, and Sikri Group's operations are thereby carried out through the Company's operating subsidiaries.

The chart below outlines the main shareholdings of Sikri Group ASA after divesting Prognosesenteret.



07 Segment review: Public

Sikri Group, through Sikri AS, is a key player in the market for managing and archiving documents through the software platforms Elements and eByggesak.

In addition, Sikri provides risk and compliance tools, consulting services and other related software solutions. Sikri's business is characterized by long and stable customer relationships and strong visibility as a result of a high share of prepayments and recurring revenues. Sikri has a growing business delivering digital automation with the use of Artificial Intelligence (AI) and/or Robotic Process Automation (RPA).

The Public segment's main products are the software platforms Elements and eByggesak. Elements is a modern case management and archiving software platform, while eByggesak is a specialized solution for electronic building permit applications. The solutions are delivered primarily as cloud services.

Sikri provides products and services mainly to the public sector in Norway, as well as to some international customers. Within managing and archiving documents, Sikri has a market share of approximately 40 percent, and within scanning, data capture, digitization, and optimization of documents, the company has a market share of approximately 85 percent.

Sikri has approximately 1,800 customers in total, of which 1,600 are public sector clients. The number of users is growing despite merger of municipalities in Norway, thus the total market for public sector services is increasing. The customer base is divided with approximately 500+ using the case management and archiving software, approximately 1,300 using the PixEdit software for scanning, data capture, digitization, and optimization of documents, and 215 customers using our Risk Management and compliance tools Samsvar. In total, Sikri's solutions are used by more than 300,000 end users. Digitization of public services is high on the political agenda in Norway, and the public sector is increasing the pace of digitization of its processes and services.

Simplifying working life and creating value for society as a whole

The last few years has led to major changes in working life for both the private and public sector. This has placed even greater demands on the digital solutions and services we use in everyday life.

Providing user-centric, coherent services is an important, common goal for the public sector in Norway. At the coast of Helgeland, 16 municipalities have joined forces through the project Digitale Helgeland to realize exactly this. Digitale Helgeland has based their development on already available solutions. The national and municipal common solutions of the Norwegian Directorate for digitization and KS (Kommunesektorens organisasjon, the sector organization for Norwegian municipalities) have been crucial. Together with these premise suppliers and Sikri, Digitale Helgeland has automated the value chain - all the way from application to reception at the municipalities. The complete applications are available in Elements without any manual processes.

2022 highlights
Public

Samsvar

Samsvar is a quality system that helps customers keep track of their legal requirements related to privacy and information security, including non-conformance reporting, and conducting risk vulnerability analyzes. The offering is being expanded to include risk management and broader compliance tools.

PixEdit

PixEdit is a software for automating the processing of scanning, data capture, digitalization and optimization and interactive editing, converting all types of files/documents, enriching them with the right valuable digital content. The solution is based on artificial intelligence and is cloud-based.

Elements, Sak-Arkiv (Case Management)

Elements, Sak-Arkiv (Case Management) is a core system for all types of businesses. It is an off-the-shelf product that can be configured to suit each business' needs. The solution is compliant with NOARK, the Norwegian standard for electronic archiving for the public sector. Sikri's extensive experience with integrating and applying national standards means that the solutions communicate with most professional systems and joint solutions used in the public sector. It forms the basis for coherent services between different departments in the business, between different agencies and to and from residents.

Elements eByggesak

Elements eByggesak is software for electronic building permit applications. It is a dedicated professional system for construction case processing that receives electronic construction applications and is tightly integrated with map systems and automates large parts of the case processing. Developed according to national product specification developed by KS (Kommunesektorens organisasjon) in collaboration with DiBK (Direktoratet for Byggkvalitet) and municipalities.

2022 highlights
Public

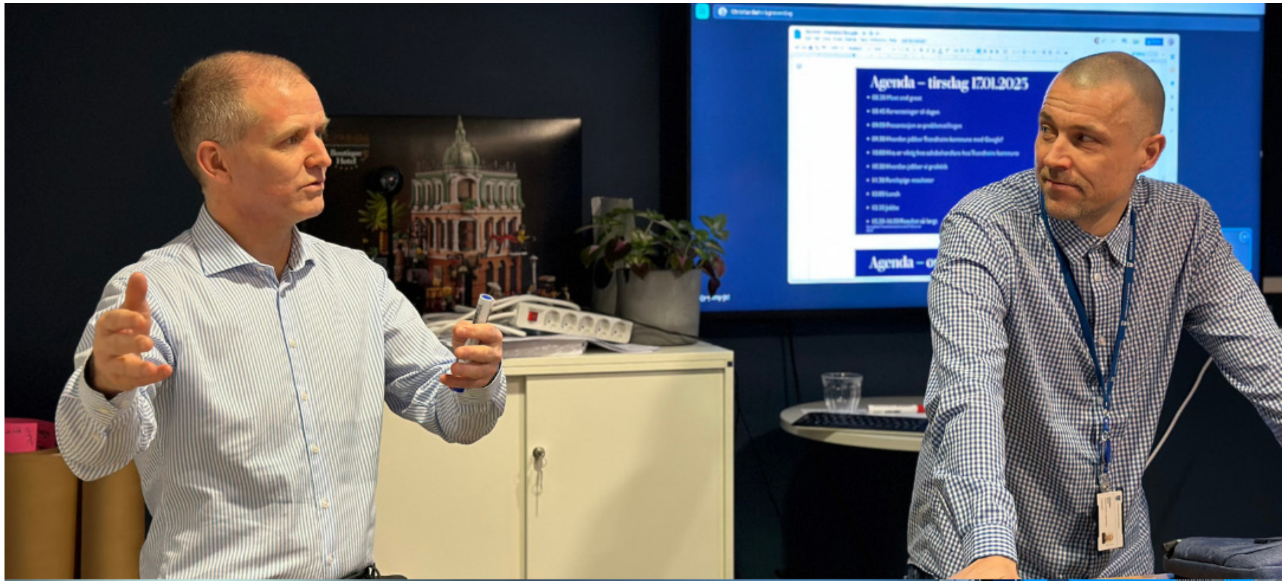
- Stronger pull towards Cloud from our customers resulting in higher upgrade activity. In 2022, we won our first private cloud customer. This solution offers customers with high security regulations the possibility to use the cloud.

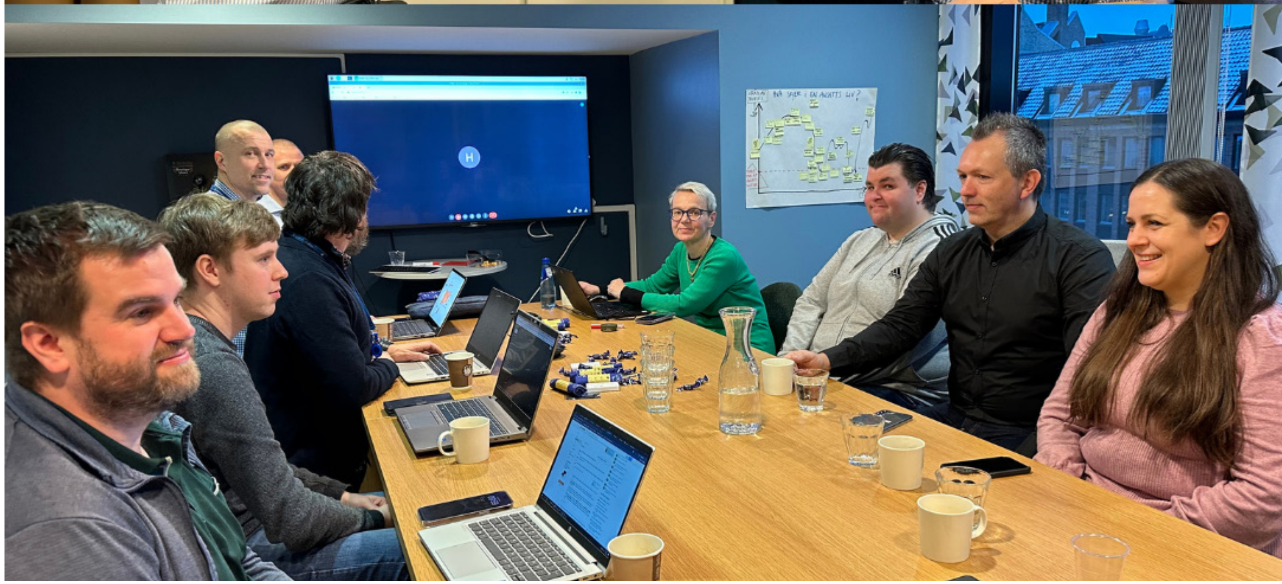
- During 2022, we automated and improved the application for consent from The Norwegian Labour Inspection Authority (Arbeidstilsynet). The check list in Elements eByggesak is automatically validated and returns a reply to the applicant without employees in “Arbeidstilsynet” needing to perform manual controls in the system. This is an expansion which The Norwegian Building Authority (Direktoratet for Byggkvalitet) plans to implement in the municipal check lists – and we will be able to offer this automation to all Norwegian municipalities – using services from both Sikri and Ambita.

- Solid growth in eByggesak from 156 customers in 2021 to 264 at year-end 2022, including new municipalities like Asker and the Værnes region.

- During this year, we have continued the rebuild of our solution portfolio Samsvar within governance, risk management, GDPR, compliance, rules, and regulations.

- During 2022 we have made a lot of the functionality in our PixEdit software available as cloud services, including open APIs so it can be built into 3rd party applications.





08 Segment review: Private

The private segment consists of Ambita AS, who offers products and services across the real estate and construction value chain, enabling a more efficient and transparent market for all parties involved. The vision is to create the property market of tomorrow.

Ambita is organized in autonomous multidisciplinary product area teams. The interdisciplinary aspect ensures that we prioritize and make decisions from a 360-perspective. Important success factors are our in-depth expertise and customer insight, joint ownership, and clear direction.

Our services are based and developed on a broad range of data sources, both public and private. Ambita's offerings covers the entire "lifecycle" of the property: development, transactions, and ownership. Our value propositions focus on helping our customers with insight and making their work processes more efficient and secure.

Ambita has a diversified customer base, primarily in the private sector including all the major players within the industry. The largest segments are real estate agencies, banks, and finance institutions in addition to construction and engineering.

Most of our offerings represent number one positions in their field.

Products and services
Private

Infoland

Maintaining the position as Norway's largest provider of real estate information, continuously offering new products and services.

Infoland is a data source for the real estate market in Norway, distributing both internal and external data including data from all municipalities, more than 40 housing cooperatives and 50 other data suppliers. Real estate information and maps are delivered through several channels, including the Infoland web portal, APIs and system integrations. Real estate agents, appraisers, lawyers, private persons, and different players in the construction industry use Infoland every day to retrieve the information they need, either through the web portal or through an integrated component in different professional systems.

Infoland is part of a complex ecosystem that digitize processes related to buying, selling and developing property. The service is customer-driven with frequent end-customer dialogue to continuously improve the service and enhance the customer experience.

Data services

Launching and developing new services making the real estate agent's work processes more efficient and secure

Our portfolio of data services includes a variety of services connected to the land registry and technical information from the cadaster, combined with other public data sources. Ambita has a team of experts that works closely witch customers and partners to develop services that ensure efficient and correct decision-making processes in and connected to the real-estate.

Tinglysing og samhandling

Ambita is at the forefront of digitizing the settlement process in real estate transactions.

Our services are built mainly for banks, real estate agents and lawyers enabling them to validate, sign and register documents with the Mapping Authority digitally. The services are delivered both as APIs and as a portal, streamlining our users´ everyday lives while contributing to a better customer experience for our customers´ customers.

Products and services
Private

Byggesøknaden

Byggesøknaden is a jointly owned (Norconsult and Ambita) digital building application for professionals.

The service enables our applicants to file building applications through a digital process application to the municipality instead of filing by paper or e-mail. As a result, paperwork is vastly reduced, and the process of informing neighbors and the municipality is significantly better organized and more efficient. During the last three years, Byggesøknaden has more than doubled its revenue, and 2023 is expected to deliver further growth.

Propfinder

Propfinder is a map service designed for property developers.

The service compiles data from the public and private sectors in an innovative way, which enables property developers to conduct site analysis, feasibility studies and other early phase analysis related to property development quickly and efficiently.

2022 highlights
Private

- A new and improved solution for real estate agents was launched during the year and used by a growing number of customers. This provides easy access to all real estate information required by law and contributing to more up-sell.
- During 2022, the share of Norwegian digitally registered property transactions reached an all-time high of 52 percent. In December 2022, we launched functionality for power of attorney for property transactions. This functionality enables an even higher volume of digital transactions.
- Modernized and improved the Decision service client solution used by consumer loan banks and debt collectors. These improvements provide the opportunity to enter new market segments in 2023.
- Further developed the land and property registry API, REALTY, with several mortgage banks having adopted our solutions. The API processed almost 1 million transactions in 2022.
- In 2022, Byggesøknaden grew its revenue base by 15 percent compared to last year, driven primarily by growth in our SMB segment. Our number of paying customers grew by 10 percent compared to 2021.

09 Segment review: Consumer

The consumer segment comprises several services and products, all operating in the real estate and property owner market.

Our ambition is to help people make better housing decisions. The consumer segment consists of Boligmappa AS and Virdi AS, delivering digital platforms where property owners can take control of the value, condition, and documentation of their property through documentation and unique insights. By the services offered, homeowners have access to key tools for securing and developing what for most consumers represents their largest investment - both when owning, selling, and buying a home.

Products and services
Consumer

Boligmappa

Boligmappa is a digital platform connecting all sides of the housing and real estate lifecycle, from private homeowners to large professional contractors.

Boligmappa has become the established market platform aggregating data on homes from public registers, craftsmen and homeowners. Renovations and refurbishments are logged on individual home folders by professionals on the platform. The home folder is designed for a specific home and thus follows the lifetime of the building, creating transparency and traceability.

The solution is offered through a cloud-based platform with a Software-as-a-service ("SaaS") business model targeting professional customers. Boligmappa's customer base consists of electricians, plumbers, craftsmen, real estate agents, house manufacturers, contractors and real estate developers, as well as other companies involved in the real estate market. The subscription-based go to market model gives a fully recurring revenue base, excluding some one-offs, and different customer tiers with different prices based on number of employees.

Boligmappa.no is an online service that makes it easier for homeowners to manage their property, which for most people also represents their largest financial asset. Electricians, plumbers and other craftsmen document their work directly in Boligmappa, and combined with information uploaded by the user, value-adding property data is safely stored and maintained over time.

Boligmappa Professional is used by craftsmen and other professionals to register work, documentation and other data in Boligmappa. The user searches in the Land Registry and connects to the correct property. Available as a web application or as an integration in more than 60 ERP systems, such as Visma Contracting, Cordel, Tripletex and more.

VIRDI

VIRDI is a business-to-consumer real estate platform covering residential properties through their lifecycle, enabling context-based sales and marketing.

VIRDI utilizes machine learning to provide automated valuation models and neighborhood statistics to empower consumers. The solution consists of a comprehensive library of real estate data, creating an ecosystem by combining consumer inputs with external data sources.

Their services can be found on the proprietary web app virdi.no, and on several partner services. The company employs state-of-the art machine learning technologies to derive insights about the true monetary value of a home, historically, at the present and future projections.

2022 highlights
Consumer

- In 2022, Boligmappa had a tremendous growth in monthly active users (property owners), brand awareness (20 percent growth, up to 52 percent) and in new craftsmen coming into the platform (28 percent up), underpinning and strengthening the relevance and position of Boligmappa in the Norwegian market.

- The new property transaction law ("avhendingsloven"), that came into effect on January 1, 2022, gave Boligmappa a strong push with a lot of attention from media, real-estate brokers, surveyours and insurance companies. More than 2.9 million files were uploaded, an increase of 30 percent from 2021. More than 325,000 Norwegian homes documented renovations during the year.

- Boligmappa signed large agreements with the electrco chain El-proffen and the plumbing chain VVS Eksperten.

10 Segment review: Metria

A large part of an organization's competitiveness and conditions for innovation and digitalization lies in access to the right information, with the right quality and at the right time. The geographical dimension provides a unique opportunity to discover complex relationships and gain new insights that can be central to decisions on many long-term societal issues, to achieve climate goals and in business processes in all types of operations.

By creating, analyzing, refining and visualizing geographical data, Metria contributes valuable information to companies, municipalities and authorities. Information is often a critical component in decision-making and in the digitalization of operations. Our offering covers the entire chain from identifying the customer's needs for geodata, real estate and business information to collecting, analyzing and visualizing data to create insights that lead to smarter, safer and greener decisions.

Metria consist of 245 employees in 20 offices who are specialists in IT development, geodata, GIS (geographical information system), remote sensing, and measurement technology. Metria is located all over Sweden, with one and the same driving force: To create a sustainable society together with our customers. Metria's customers include municipalities, authorities, construction companies, forestry, energy and telecom, banking, and insurance.

Products and services
Metria

Metria's operations are conducted in two business areas: Geoinformation and Planning & Surveying.

Within **geoinformation**, Metria offers services and solutions within the following areas: geodata, property & real estate, consultancy & analysis and cloud solutions.

Geodata

Geodata consists of web solutions and applications based on refined and packaged geodata from an extensive geodata warehouse. High-quality topographic maps are available as off-the-shelf products. Data is sourced from Lantmäteriet (The Swedish Mapping, Cadastral and Land Registration Authority) and selected other data providers, before it is processed through a streamlined, automated and comprehensive data processing to ensure quality and add value. Geodata customers primarily consist of public sector organizations, forest companies, energy sector companies, bank and insurance companies as well as industrial companies. An example use case is forest companies using Metria Maps to determine routes for forest harvesting machines, or energy companies planning grid constructions.

Property & real estate

Within property & real estate, geoinformation is provided through "Metria FastighetSök" and "Metria Fastighetsuttag". Metria FastighetSök is an online service for daily updates from the general Swedish Property Registry, including ownership, collateral and mortgage information. This is a flexible tool that can be integrated with customers' IT systems or be provided via the standardised web-based version. Metria Fastighetsuttag provides information upon request from customers regarding properties in specified geographic regions, typically used ahead of larger constructions when the contractor needs to inform all affected property owners or when an update to the customer register is needed. Metria offers support from experts to help gather requested information. The customers are banks, insurance companies, energy companies, forest companies, telecommunications companies and public sector organizations.

During 2022, Metria launched Markkoll, a solution for faster permit applications, which has been very well received in the Swedish market. Markkoll is a Software-as-a-Service (Saas) based tool, collecting, and connecting relevant geo data, business data and other infrastructure data from a range of sources. After a successful launch in Sweden, Sikri Group is looking to secure such positive synergies for the Company across borders, targeting an introduction to the Norwegian market.

Products and services
Metria

Consultancy & analysis

Metria's consultancy & analysis offering within geoinformation can be divided into general analysis and nature and environmental analysis. General analysis includes analysis of regions to assess as most suitable for investments, expert consultancy on how to structure geodata from multiple sources, mapping of large areas otherwise difficult to access and general GIS expertise. Nature and environmental analysis includes analysis of nature preservation connected to infrastructure, urban and community planning analysis, ecosystem impact analysis and risk mapping. There is scalability in the offering due to synergies in machine learning algorithms as well as resale of performed analysis.

Cloud solutions

Within cloud solutions, Metria's offering includes IT development and design, system operations, lifecycle management and support. Furthermore, the offering includes forestry and real estate valuation, IT support to administer forestry and felling, digital support, and validation and report of environmental data. The customers span from public sector to telecom, banks and energy.

Products and services
Metria

Within **planning & surveying**, Matria offers services and solutions within the following areas: planning, aerial photography & laser scanning and surverying.

Planning

Planning consists of consultation throughout the entire urban and community planning process. Projects are performed by skilled planning architects, offering continual guidance and support during all phases of the project.

Aerial photography & laser scanning

Aerial photography & laser scanning is a precise and effective method of data collection to provide detailed and comprehensive data, detecting an object's dimensions with an accuracy within 1 cm. Output includes ground and surface models, altitude data, and 3D modelling. Data is analysed by experts post processing to ensure high-quality deliveries.

Surveying

Surveying services are offered throughout the entire construction value chain, with experienced engineers performing over 5,000 surveying projects a year. Revenue from planning and surveying is fairly evenly split between project-based revenues and framework agreements, in addition to a smaller share of subscription revenues. Customers are typically municipalities, public organizations and private companies in construction.

Leading position within geoinformation in Sweden

During 2022, Metria signed two framework agreements with the Swedish Environmental Protection Agency ("Naturvårdsverket"), both with an agreement period of four years with a three-year option to extend. The estimated value of the contracts over the seven-year period is SEK 430 million.

The first contract encompasses geographical IT systems and covers operations, management, support and development of administrative support and GIS support systems. Through the second contract, Metria provides expert consulting, operational support for remote sensor analysis and management of geographical information.

Contributing to a smarter, safer and more sustainable society

Data can be seen as the new gold in an increasingly digital society. The amount of data is increasing exponentially and is taking on an increasingly significant role with five billion connected people, even more things and technologies such as AI and 5G. This affects the large-scale investments in housing and infrastructure that are underway in Sweden.

By creating, analyzing, refining, and visualizing geographical information, Metria helps companies, municipalities, and authorities to understand important societal issues in order to make well-informed decisions. With efficient use of geodata in unbroken digital processes, we are building a smarter society together.

Geodata is a central resource in many organizations and a prerequisite for the business to function. But, in order to trust the decisions, the information needs to be up-to-date and accurate. Metria is certified in information security (ISO 27 001) and provide hundreds of organizations with quality-assured, up-to-date and accessible geodata, real estate and business information.

The challenges in the climate and environmental area are large and often cross-border. Open and easily accessible geographical information is a prerequisite for both implementing and following up Sweden's environmental goals. Metria provides authorities with decision-making data to protect socially critical values and to preserve and develop our nature and environment in a responsible way.

2022 highlights
Metria

- Won two significant framework agreements with the Swedish Environmental Protection Agency worth SEK 430 million.
- New releases of Metria Markkoll, enabling efficient project management of land issues for both fiber and power grid projects.
- New and renewed contracts with municipalities, which underlines Metria's strong market position within the municipality segment for Planning & Surveying.

11 Building position and brands

Sikri Group is a house of brands, with many strong brands that enjoy high standings within their customer segments.

The Company offers a broad range of products and services within both public and private sectors, and towards Consumers, where our key offering, Boligmappa is increasing in number of active users daily. Ambita, Sikri, Boligmappa, Virdi and Metria are all well-known brands in their markets. Product and services such as Infoland, PixEdit, Byggesøknaden and Elements are also strong brands in the markets. Awareness of the brands has built up over time, and most of our digital marketing is organic and not paid advertising.

Our aim is to create value for society by connecting public sector, private businesses, and consumers, in making the interactions between them more efficient and enable data driven decision making. The various brands take part in several central ecosystems that make society more efficient and sustainable.

Some examples:

- Eiendom Norge by head of department Hanne Nordskog-Inger communicated in September 2022 that more than half of the country's land registrations of housing transactions are now done digitally. The primary services are from Sikri Group, Ambita AS.
- Norwegian municipalities receive 90,000 building applications each year. Neighbors must be notified, and The Norwegian Digitalization Agency has estimated that the benefit to society is NOK 332 million each year if all neighbor notifications are sent digitally. The most used solution for digital neighbor notification is provided by Sikri Group, Ambita AS.
- Digital signing of documents between the public sector and citizens has increased by 49 percent from 2021 to 2022, reports The Norwegian Digitalization Agency. 2.4 million signings were carried out in 2022. A large proportion of these are carried out directly from Case Management such as Elements from Sikri Group, Sikri AS.

Sikri Group has actively been building position and brands though a wide variety of market activities. Our overall goal is to build awareness, trust and partnerships with customers and key players in the industry. The key focus of our sales and marketing activities is ensuring steady growth through both targeting new customers and building customer loyalty and volumes on existing customer base.

Our sales and market activities consist of a mix of the following initiatives:

- Self-hosted conferences
- Education Services
- Roadshow
- Webinars and online courses
- Others' conferences
- Podcast
- Media

These initiatives are executed across all market segments. See some of the highlights of 2022 on the following page.

Arendalsuka

"Arendalsuka" is a political festival in Norway and an important meeting place to our stakeholders. In 2022, we held a debate with the topic "The Norwegian data economy". The debate was based on a recent analysis from Agenda Kaupang and a debate post in Dagens Næringsliv written by Sikri Group's CEO Nicolay Moulin. Effective use of public data can lead to the development of new services and contribute to value creation of several hundred billion kroner. Key people took part in the debate, such as Nicolai Astrup from Høyre, Christel Borge, managing director of EnTur, Torstein Hoem, divisional director of the Norwegian Tax Administration, and Nicolay Moulin, CEO of Sikri Group. Head of communications at Boligmappa, Eirik Vigeland, was the debate leader.

Sikri Group was visible with all our brands at Arendalsuka. Nicolay Moulin participated with a presentation in which the real estate industry discussed "How to make the world's best housing market even better?" Moulin focused on digital ecosystems and interaction between public and private actors. His presentation highlighted the availability of data and systems in the digitization process. Boligmappa organized a live podcast episode on the topic of home office directly from Arendalsuka. Invited guests and Boligmappa discussed how the fate of the home-office would develop in the future.

TREFFPUNKT

In 2022, Sikri AS established the brand "TREFFPUNKT" to increase the visibility of meeting points for our customers.

In May-June we visited 13 cities all over Norway on the sales tour "TREFFPUNKT NORGE". In addition, we tried out the concept in one Swedish city. A total of 375 participants on the tour.

The SIKRI TREFFPUNKT conference is an annual 3-day conference for customers. The focus areas for the 2022 conference were "Sikkerhet - Innovasjon – Bærekraft" (Safety – Innovation – Sustainability). The speakers included former Prime Minister Erna Solberg, author Eirik Newth and National Archivist Inga Bolstad.

Employees from all Sikri Group companies and brands were represented at exhibition stands, as class instructors, as speakers and participated in the social events. Visible partner collaboration is an important part of the event, and a total of 18 partners participated with exhibitor stands. The conference was held at Clarion The Hub in Oslo 28-30 November with 420 Participants from Norway and Sweden.

Media

Sikri Groups brands has been visible in media during 2022. Nicolay Moulin had a debate post in Dagens Næringsliv in August, leading up to the debate at Arendalsuka, focusing on the data economy and the public sector. Moulin later got invited to the Finansavisen TV studio, to comment on the status and future of Sikri Group.

Ambita has had several mentions in Dagens Næringsliv among others, with the rental index in Norway being published regularly in collaboration with the Norwegian Association of Real Estate Agents (NEF).

Boligmappa has had more than 70 media stories during the year. Several times at TV show Good Morning Norway and on TV2 News, as well as NRK Radio, Finansavisen, VG, Dagbladet and more. Boligmappa has positioned themselves as an expert on the law regulating the property market, as well as on the technical condition of Norwegian homes and buildings.

12 Innovation and growth strategy

Sikri Group has an ambitious growth strategy, both through organic development and M&A. The Company is continuously looking for acquisition targets that enables Sikri Group to sell existing products and services to new customer groups or in new markets and geographies, or that enable the Company to broaden the portfolio towards existing customers. However, our long-term success will be met by successfully integrating acquired companies into Sikri Group and identifying synergies and common development opportunities between our segments.

During 2022, we have taken important steps towards achieving our ambition to build the leading Nordic ecosystem for public administration, property technology, analysis, and data.

With the acquisition of Metria AB in 2022, as well as Ambita AS in 2021, Sikri Group has developed from a software house specializing in software and services towards the public sector, to becoming a leading company also within property data, property technology and data economics in the Nordics. Furthermore, Metria will enable Sikri Group to take positions within environmental software solutions, creating a basis for growth in the ESG space.

Our growth ambitions are significant, and in November 2022, Sikri Group strengthened the financial basis through the sale of Prognosesenteret and by raising gross NOK 100 million in new equity through a private placement. The company also raised NOK 200 million in gross proceeds in September 2022.

This means that Sikri Group have all the building blocks in our growth platform in place and we foresee continued growth in our software business in 2023, while some of our segments are dependent on improving markets to deliver higher growth. Profitability is important for Sikri Group and realization of synergies and general efficiency improvements will be in focus.

Going into 2023, we have a new organizational structure, laying the foundation for further growth, both organically and structurally with our four segments – Public, Private, Consumer, and Metria. We also have a growth portfolio in development which we will leverage to accelerate growth and broaden our offerings.

Data and technology are at the core of what we do in Sikri Group. The companies in the Company possess a large number of valuable datasets from many sources.

As in 2022, the Company's continued growth in 2023 will come from both strengthening existing positions and from new services, leveraging both our internal assets, but also through an active M&A strategy.

13 Environmental, Social and Governance (ESG)

Sikri Group's environmental, social and governance strategy contributes to increased company value through reduced organizational risk and creates opportunities through an increased focus on sustainable long-term returns. The strategy takes care of our collective responsibility for the external environment, and secure responsibility towards society, employees and suppliers, ensuring good corporate governance.

The focus on ESG is necessary if Sikri Group are to maintain our company values and the market's willingness to invest in Sikri Group. For us, a lack of focus on ESG will result in a negative reputation, fines, increased costs, and reduced margins.

Sustainability

Sustainability is a major inherent part of all our solutions. We believe in clever and responsible utilization of digital possibilities to reach our common goals.

Our work on social responsibility is focused on ensuring that our business activities are performed in a manner that is in accordance with internationally recognized principles and guidelines related to human and employee rights, the environment and corruption.

Sikri Group achieve this in collaboration with other key industry players, and we work according to principles that ensure long-term value creation for our owners, the society and for future generations.

We strive to align our business practices with the UN Sustainability Goals, where relevant, and use these as a guide when developing our ESG practices.

Metria AB and Sikri AS is certified according to the Quality Management system (ISO 9001), Environmental Management system (ISO 14001) and Information Security Management Systems (NS-ISO/IEC 27001:2017).

The environment and us

Sikri Group is a technology company that delivers software solutions supporting core processes in the public sector and digitization solutions for the real estate market. Our solutions are closely linked to, or integrated with, other business and administrative systems used by our customers.

The increasing demands from our customers, employees, partners, and investors make us work even harder to purposefully and strategically become a more sustainable and green company to fulfil all requirements related to social conditions and corporate governance. Through our digital products, we ensure, among other things, re-use of data, and digitization close to 100 percent of the data process chain. "eSignering" and "eTinglysning" are examples of products we deliver that reduce the amount of paper for our customers by digitizing the document flow in the process. In the Land Registry service, paper as a format has been replaced with fully digital solutions. Boligmappa ensure sustainable use of materials and the development of buildings by safeguarding and storing data and documentation and have a guidance model with the intention to prevent undeclared work.

Metria works purposefully to reduce its environmental impact by reducing CO_2 emissions in connection with travel and the use of company cars.

Sikri Group's strategic ambition is to ensure long-term value creation for our owners, the society and future generations. Our strategy is "Cloud first" and we can meet our customers' needs through a range of cloud-based services, including integrations. This enables downscaling of physical data centers for our customers and reduces their environmental footprint.

Environmental policy and some of the most important environmental goals

The society is becoming increasingly environmentally conscious, and we are now experiencing that more customers expect documentation of the systematic work to limit the impact on the environment.

Sikri AS was recertified in accordance with the ISO Environmental Management System (ISO 14001) in September 2022 and **works actively** with customer expectations and influencing colleagues other Sikri Group subsidiaries to live by the **same policy and incorporate** similar goals.

We have a continuous focus on improvement and have experienced that the certification has improved our reputation and increased or competitiveness.
We are more attractive for current and future employees and can document a safer working environment with reduced risk of environmental accidents. To make employees aware of the Company's environmental impact is a key priority for Sikri Group.

We are committed to:

- Reduce our impact on the external environment by setting requirements for sustainable awareness when choosing partners and suppliers
- To the extent financially sound, prioritize eco-labeled, sustainable, or environmentally friendly products and suppliers
- Take the external environment into account when evaluating new products, methodologies, or technologies
- Through communication, awareness and inclusion, contribute to strengthening environmental awareness among employees
- Prioritize reuse of hardware over submission and destruction
- Reduce CO_2 emissions in connection with travel and the use of company cars

Employees and social responsibility

Sikri Group works actively to maintain a good working environment characterized by diversity, and with collegial cohesion across ethnicity, gender, religion, outlook and age.

Our employees are the most important factor for Sikri Group's growth and innovation. The employees' knowledge, experience and commitment, and the way this is used – creates competitive advantage, growth, and productivity. The most important tool for achieving this is close dialogue between manager and employee in the form of frequent 1:1 conversation that are systematic, supportive, and flexible. This way of working has made us better equipped to handle innovation and changes in parallel with daily operations.

In Sikri Group, we are dedicated to leading by example, with a high degree of trust in our fellow team members. We believe that value creation happens in collaboration and co-creation, and we strive to enable our employees to work in teams, with a high degree of freedom, using their individual competence, initiative, and creativity – to the best for the Company and our customers.

In our organization, continuous improvement is a natural part of everyday life. Customer and market orientation is key to act quickly on the customer's needs and market shifts. We believe in an organization characterized by trust, responsibility, and ownership – with clear frameworks. Shared functions and centralized resources help the various market segments to achieve their goals more easily – through access to effective solutions and specialist expertise. We believe in an efficient organization with short decision-making processes and little bureaucracy.

An overriding goal for all the Sikri Group subsidiaries is to ensure a safe and positive working environment, where both personal and professional development is facilitated. We do this by focusing on the importance of having a good working environment, safe operations, continuous competence development, competitive conditions, and a flexible and balanced working life.

Safety

It has been an increasingly tense security situation in Europe during 2022 following the war in Ukraine. In the wake of this, Sikri Group has mapped how this affects our business. We have an overview of our vulnerabilities, and which threats that are relevant to our companies.

For us, security starts with knowledge. We have a strong focus on the fact that the employees have a major responsibility for securing the values of our companies. During 2022, we have therefore worked to build and maintain this competence and put it on the agenda. We work according to plan to prevent attacks and reduce the frequency when they occur. We have regular safety training for all employees using small Nano training modules that every employee must complete.

Employer branding

Focus on employer branding has become necessary for any brand and not only to attract new employees but also to retain employees. There are different drivers for Sikri Group's subsidiaries, but for the Company as a whole, it is important that we have a good working environment with a feedback culture and close follow-ups. This demands that we always have to find and maintain the right managers and secure their continuous development.

In a pressured labor market, onboarding and offboarding routines are essential to get hold of the right resources. This is in addition to the fact that we have competitive conditions and arrangements.

Social media is a powerful tool that we use to market our employer brand. Our culture and values are reflected in all our social meeting places such as Facebook, Instagram, Snapchat, websites and career pages.

Our employees are the most important asset of Sikri Group. We make them visible in all digital channels through the active use of photos and videos that describes the office life and how we feel here at our place. We deliberately use the employees in the processes when we hire new employees, as their journey says everything about how we onboard or offboard employees. Their stories are an experience with a credible and personal touch.

Diversity and equality

Diversity

We know the value of constantly working with diversity and aim to have an organization consisting of employees with different educational and experience backgrounds, age, gender, cultural and geographical backgrounds. We are aware of the societal expectations of measures to promote equality and prevent discrimination in Sikri Group and we adhere to discrimination and accessibility legislation. We collaborate with The State Labor and Welfare Agency and other various organizations that mediate employees who either have a disability or have dropped out of work for other reasons in order to get them back. At any time, we have several apprentices and students in Sikri Group subsidiaries to challenge the established systems and bring innovation into all parts of the Company. We practice a senior policy that allows for reduced positions and adaptive tasks.

Regulations on the universal design of IT solutions have been changed, and our customers must comply with these by 1 February 2023. Sikri Group has now made changes to central systems to cover these new requirements and now offers templates and systems to support the requirements

Equality

In Sikri Group, we have a working environment and an organization that facilitates opportunities for success to an equal degree for both men and women. The Company works actively to be a workplace where there should be no discrimination related to factors such as recruitment, salary or working conditions, promotion or development opportunities and this is confirmed in our employee satisfaction surveys. We have active labor organizations and unions, and a positive collaboration between these and our management. We have not uncovered any differences in salary or other factors due to gender, functional ability, ethnicity, age, or similar conditions. In Sikri Group, we have 34 percent female employees, and our executive management consists of 44 percent females.

To succeed with the desired digitization, flexible development has also been central in 2022.

Today's organization has resulted in Sikri Group now being able to handle innovation and changes in parallel with daily operations. This has created higher performance and commitment among departments and developed responsibility and leadership throughout the organization. The Company have become better equipped for the increasingly rapid changes in the environment in addition to the fact that we have achieved higher well-being and co-determination.

Job creation and safe working conditions

We work actively to ensure a safe working environment without harassment or discrimination and have zero tolerance for harassment and abuse of power that can provide a basis for this form of behavior. Our mapping of the working environment is an intuitive platform that helps us understand how our employees really feel, while gaining insight into how we can concretely support them. They can anonymously use this tool to report irregularities.

We have a Code of Conduct in place which each employee is committed to follow, and a whistle blowing policy and external process in place to ensure adherence and protect our employees.

Corporate governance

Corporate governance provides the basis for value creation for the benefit of Sikri Group's shareholders, employees, and other stakeholders. The Board of Directors of Sikri Group has adopted a set of governance principles to ensure a clear division of roles between the Board, executive management and shareholders. These Corporate governance guidelines are found on the Company's web pages (Corporate governance | Sikri Group ASA).

The principles are based on the Norwegian Code of Practice for Corporate Governance. As Sikri Group complies with the Norwegian Accounting Act, the Company follows the annual corporate governance reporting requirements under section 3-3b of the Norwegian Accounting Act and the Norwegian Code of Practice for Corporate Governance.

The Accounting Act may be found (in Norwegian) on www.lovdata.no. The Norwegian Code of Practice for Corporate Governance, which was last revised on 14 October 2021, may be found on www.nues.no. Sikri Group's 2022 corporate governance statement follows in the Board of Director's report in section 14 of this annual report.

Anti-corruption

Sikri Group stands for good and fair business practices, and in addition to financial indicators, we consider the perception of our stakeholders as an important parameter for measuring our success as a company. We manage our reputation with care, and we have zero tolerance for corruption and unethical conduct of business. Sikri Group must be a responsible company and practice a culture of openness. We have no hidden cash flows or investment of funds in "tax havens" or the like. We have created our own company-adapted Anti-Corruption Guidelines which all employees have been made aware of.

We also have strict internal guidelines in connection with purchasing and place high demands on our suppliers. Our suppliers must have measures or systems in their operations to prevent corruption and trade in influence. Such measures include internal control regime, ethical guidelines for all employees, and creation of a notification channel.

Investor relations policy

Sikri Group's IR policy is based on the Oslo Stock Exchange's rules, regulations and recommendations for listed companies, in particular to comply with the "Oslo Børs Code of Practice for IR of 1 March 2021".

All disclosure, communication and reporting shall be in compliance with the applicable laws and regulations, in particular the Norwegian Securities Trading Act, regulation (EU) No. 596/2014 on market abuse (market abuse regulation), as implemented in Norway in accordance with section 3-1 of the Securities Trading Act as of 1 March 2021 (as amended from time to time) (MAR), the Norwegian Accounting Act and the Rule Books.

Sikri values an open and proactive approach in our dialogue with all our stakeholders and participants in the capital markets. Our IR purpose is to ensure that any relevant information, that may impact the valuation of the Sikri share is readily made available to the public, to increase understanding about the Sikri share, our financial and business drivers and clarify underlying risk – to contribute to a pricing of the Sikri share reflecting operational performance and underlying values.

Reporting of financial information shall follow regulations set out by the Norwegian Securities and Trading Act and Euronext Oslo Stock Exchange's continuing obligations for listed companies. Sikri Group publishes quarterly result reports and presentations and makes this information available on the investor relations website as well as on the Oslo Børs news platform (www.newsweb.no), on dates published in our financial calendar.

Sikri Group's main communication channels are stock market announcements and its own web pages (https://www.sikrigroup.com/investor-relations) in order to secure that the same information is simultaneously made available for all stakeholders. Any information which could have a potential impact on Sikri Group's future development and the Sikri Group share, shall be made available to the market without delay. All presentations regarding quarterly results or investor seminars are held in English. The company will seek to provide a consistent level of information regardless of whether the news is positive or negative.

Ahead of announcing the Company's quarterly results, Sikri Group exerts caution with regards to information communicated externally. This period lasts for the final three weeks before a quarterly presentation is published. During this period, Sikri Group's representatives will refrain from discussing the Company's performance and prospects with analysts, investors, media or others, to minimize the risk of unequal information in the marketplace.

Sikri does not provide guidance on overall future financial performance but may communicate guidance or targets for distinct segments or product/business areas. Sikri may also provide sensitivities or KPIs that may be used for calculations. Any such guidance or drivers will be communicated specifically and simultaneously to the public.

The official investor relations (IR) spokespersons of the Company are the CEO and CFO of Sikri Group, or others authorized by these. Questions from investors and financial analysts to other Sikri Group employees shall be referred to the CEO and the CFO.

14 Board of Directors' report

14.1 Operational review

The Board of Directors' Report reflects the development of Sikri Group (or "the Company") unless otherwise stated. The Company is headquartered in Oslo, Norway, and also has offices in Bergen, Harstad, Kristiansand and Sandefjord in Norway, and 20 offices in Sweden as of the end of 2022, with Metria headquartered in Stockholm in Sweden.

Sikri Group has developed from a software house specializing in software and services towards the public sector, to also become a large PropTech player, including geoinformation. The Company is streamlining the property life cycle based on deep technology and data. Thus, Sikri Group is situated between the public sector, private businesses, and consumers. The Company consists of 490 employees as of the end of 2022, in addition to 60-70 external FTEs which deliver additional development capacity. In 2022, the sick leave for Sikri Group was 3.89 percent.

Business activities and strategy

During 2022, Sikri Group has grown organically as well as structurally, and we welcomed Metria AB into the Company during the spring. In 2022, the Company saw revenues reach the NOK 1 billion landmark for the first time. The acquisition of Metria creates opportunities for accelerated growth, as Sikri Group can reach a wider customer base, with a broad range of services – connecting public sector, private and businesses – creating security, development, and growth. The Company has a clear strategy and structured approach to M&A, and will continue to seek opportunities for growth, both inorganic and through acquisitions, in the Nordic market.

The Company continuously looks for acquisition targets that will enable Sikri Group to sell existing products and services to new customer groups or in new markets and geographies, or that will enable the Company to broaden the portfolio towards existing customers. However, Sikri Group's long-term success in achieving its goals will be met by successfully integrating acquired companies into the Company and identifying synergies and common development opportunities between our segments.

With the addition of Metria, Sikri Group took a big step towards achieving its ambitions. The priorities going into 2023 are to realize cross selling opportunities across Sikri Group, as well as improving margins through leveraging common support structures. We expect our investments in product development to materialize in improved margins and an improved cash flow yield over time. The volatile markets may continue to impact some of our customer segments, but our services are expected to remain stable, and we will continue to exploit opportunities in existing and new markets, products, and services.

The ongoing crisis in Ukraine and the impact on Sikri Group

The current situation in Ukraine, for the time being has an impact, albeit not significant, on Sikri Group. We use some external development capacity in Ukraine, through third parties, and this capacity has been impacted by the ongoing crisis. Our highest priority during this period has been the well-being of our developers. They have not been available full time due to the circumstances, and there are some challenges with connectivity and also locating safe areas for these resources to operate from. Sikri Group is monitoring the situation closely and we are in ongoing dialogue with our suppliers. For the time being, as this capacity comprises less than 10 percent of Sikri Group's development capacity, we are able to compensate through measures such as re-prioritization of tasks, and higher utilization of other staff.

Main developments in 2022

Sikri Group delivered strong structural growth in 2022, while organic growth was more limited, due to some turbulence in the markets for real estate sales and construction planning. Underlying growth in other product areas was strong. In April 2022, we acquired Metria AB and further broadened our range of services and the customer base we serve. The integration of Metria into Sikri Group has developed according to plan. In December 2022, Metria signed two long-term framework agreements with the Swedish Environmental Protection Agency, with an estimated value of SEK 430 million.

In July 2022, Sikri Group uplisted from Euronext Growth to Euronext Oslo Børs.

In the second half of 2022, Sikri Group divested Prognosesenteret to sharpen the focus on property technology. The Company also completed two private placements, raising approximately NOK 300 million in gross proceeds. The net proceeds from the placements have predominately been used to strengthen Sikri Group's balance sheet by reducing leverage.

Going into 2023, we continue to be well positioned to expand our offerings and grow further in line with our strategy, also in regard to geographic expansion in the Nordic region. We have all the building blocks in our growth platform in place and we foresee continued growth in our software business in 2023, while some of our segments are dependent on improving markets to deliver higher growth. Profitability is important for Sikri Group and realization of synergies and general efficiency improvements will be in focus.

Sales activity

Within Sikri AS (Public segment) we are growing the Total Contract Value (TCV), coming from winning public bids or direct upgrades from our existing customers. TCV converts into Annual Recurring Revenue (ARR) when the project is delivered. We are bidding on almost all public bids where we have a product or service fit, and at the same time we upgrade our existing customer base from on-prem to our cloud solution. We experience a pull from customers toward Cloud and almost 100 percent of all new customers are using our cloud. The sale and implementation of eByggesak runs as planned, and the same goes for our platform Samsvar (cloud-based solution making sure that governance, risk management, GDPR, compliance, rules and regulations are followed). Even though we have been a digital society for many years, large parts of documentation are still paper driven. In Sikri Group, we have the foremost experts in digitizing paper through the PixEdit portfolio. This software is central to us when it comes to digitizing paper documentation for both the public sector, private business and consumers.

Ambita (Private segment) has delivered growth above expectations in 2022 and been successful in maintaining focus on customers and ensuring a steady, high customer satisfaction and retention. Infoland maintaining the position as Norway's largest provider of real estate information, continuously offering new products and services. During 2022, the share of Norwegian digitally registered property transactions reached an all-time high of 52 percent. In December 2022, we launched functionality for power of attorney for property transactions. This functionality enables an even higher volume of digital transactions. We have modernized and improved the Decision service client solution used by consumer loan banks and debt collectors. These improvements provide the opportunity to enter new market segments in 2023. In 2022, Byggesøknaden grew its revenue base by 15 percent compared to last year, driven primarily by growth in our SMB segment. Our number of paying customers grew by 10 percent compared to 2021.Further developed the land and property register API, REALTY, with several mortgage banks having adopted our solutions. The traffic via the API is almost 1 million transactions in 2022.

Boligmappa (Consumer segment) experienced a 32 percent growth in license sales during 2022, driven by the new property transaction law ("avhendingsloven"), as well as an increased demand from property owners for documentation from their craftsmen (electricians, plumbers, carpenters etc), resulting in more craftsmen joining the platform. Our digital sales channel continued to grow during the year, strengthening our position in the large segment of small business with only one to three employees. During the year, Boligmappa signed new enterprise agreements with VVS Eksperten and EL-Proffen. In Q4, Boligmappa increased the number of monthly active users by 204 percent and reached 2,2 million activated "boligmapper".

Metria increased revenue by 1 percent in local currency in 2022. During the fourth quarter of 2022, Metria signed two framework agreements with the Swedish Environmental Protection Agency (Naturvårdsverket), both with an agreement period of four years with a three-year option to extend. Metria has collaborated with the Swedish Protection Agency for several years already, and the new agreements underline the solid foundation between the two entities. The estimated value of the contracts over the seven-year period are SEK 430 million. Metria has signed several new customers and developed a significant volume of business opportunities in 2022. During the year, Metria has also renewed and signed new contracts with municipalities, which underlines Metria's strong market position within the municipality segment.

Sikri Group is involved in many ongoing tenders and are continuously investing in our sales force. We are confident that we will maintain or improve our win rate into 2023. Our market knowledge, close customer dialogue and market monitoring gives us direct invitation to customer cases. With the addition of our combined strength with the tight integration of Metria to the Company, we look forward to exciting common opportunities and co-development of products and expanding our product portfolio.

Transparency Act

The Norwegian Transparancy Act ("Åpenhetsloven") grants anyone the right to request information from the Company on how we handle negative impacts on human rights and working conditions, as well as specific information related to goods and services. This includes information about Sikri Group's organization and structure, the policies, and the procedures established to prevent negative consequences. Furthermore, it includes how the negative consequences are identified and how they are addressed, and the impact of any measures we have taken.

Assessments are regularly conducted and are proportional to the size, nature, and segments of the various companies within Sikri Group, as well as the severity and likelihood of negative consequences for basic human rights and decent working conditions. The main focus is on how the business impacts people both inside and outside the organization.

In addition to our permanent employees in Norway and Sweden, the Company also employs contractors in some other countries. We conduct due diligence assessments when approaching potential projects/businesses in other countries and have our own guidelines for our suppliers. Suppliers are required to maintain high ethical standards, good business practices, and not act in violation of applicable laws and regulations, key UN conventions, and national labor laws at the production site. The UN Declaration on Human Rights must be respected. Whenever conventions, national legislation, and regulations cover the same issue, the highest standard shall always prevail.

Anyone who wishes to obtain information under the Transparency Act may contact Sikri Group in writing and request information on how we handle actual and potential negative impacts on basic human rights and decent working conditions that we may have identified. Currently, no risk elements that have led to specific measures have been identified. HR is responsible for this task within the Company.

The yearly statement on the Company's due diligence assessments will be made available on the Company's website once approved by the Board of Directors and no later than June 30, 2023.

14.2 Financial review

Profit and loss

Sikri Group's consolidated revenue was MNOK 1,031.5 in full year 2022, compared to MNOK 543.2 in 2021. Metria contributes with MNOK 308.4.

Gross margin was 61 percent in 2022 as a whole and 63 percent in 2021. Ambita Group (excluding 4CGroup AS and Prognosesenteret AS) is consolidated from 1 May 2021, and Metria AB from 1 April 2022. Both Ambita and Metria's revenues carry lower gross margins.

EBITDA was MNOK 136.3 in 2022 (13 percent of revenue) compared to MNOK 77.3 in the same period last year (14 percent of revenue). Adjusted EBITDA was MNOK 175.4 in 2022 (17 percent of revenue).

The net income amounted to MNOK 27.0 in 2022, compared to negative MNOK 8.5 in 2021.

Financial position

As of 31 December 2022, Sikri Group's total assets were MNOK 2,211 compared to MNOK 1,600 at the end of 2021.

Intangible assets amounted to MNOK 1,846 at the end of December 2022 compared to MNOK 1,342 at the end of 2021 due to the acquisition of Metria in April 2022. Total receivables were MNOK 204.5 at the end of December 2022 compared to MNOK 84.1 at the end of 2021 due to the volume added by the Metria business.

Sikri Group's total liabilities were MNOK 1,174 at the end of December 2022 compared to NOK 843.4 million at the end of 2021. The increase is a result of additional borrowings to finance the acquisition of Metria, as well as an increase in lease liabilities coming from Metria. Current liabilities amounted to MNOK 405.3 compared to MNOK 300.5 at the end of 2021, while non-current liabilities were MNOK 768.6 at the end 2022, compared to MNOK 542.9 at the end of 2021.

Net interest-bearing debt (NIBD) as of the end of 2022 was MNOK 755.8. Of this, lease liabilities comprise MNOK 48.4. Sikri Group's total equity was MNOK 1,036.7 at the end of 2022 and the equity ratio was 47 percent. The share capital of Sikri Group ASA was NOK 2,548,859.54 as of 31 December 2022, consisting of 127,442,977 ordinary shares with a nominal value of NOK 0.02.

Cash flow

Sikri Group had a positive cash flow from operating activities in full year 2022 of MNOK 108, compared to MNOK 94.6 in full year 2021. Cash flow from investing activities was negative MNOK 643.2 in 2022 compared to negative MNOK 900.5 in 2021, mainly due to the acquisition of Metria AB (MNOK 593.8) and capitalized development costs (MNOK 74.5). Cash flow from financing activities was MNOK 467.3 in 2022 compared to MNOK 792.3 in 2021, mainly due to proceeds from borrowings related to the acquisition of Metria.

In total, Sikri Group had a net decrease in cash and cash equivalents in 2022 of MNOK 67.9, decreasing the cash and cash equivalents.

The parent company, Sikri Group ASA, had cash and cash equivalents of MNOK 28.1 as at the end of 2022. The full financial statement of the parent company is presented in chapter 16 of the annual report.

The Board considers the Company's financial position, including cash and cash equivalents, to be satisfactory as at the end of 2022.

Going concern

Based on the aforementioned comments about Sikri Group ASA's accounts, the Board of Directors confirms that the annual financial statements for 2022 have been prepared on the basis of a going concern assumption, and that this assumption has been made in accordance with Section 3-3a of the Norwegian Accounting Act.

Allocation of the profit for Sikri Group ASA

As described in chapter 16 of this report, profit for the year 2022 for the parent company was MNOK 1.4. The Board has proposed that the profit will be allocated to other equity.

Financial risk and risk management

Sikri Group is exposed to risks from its use of financial instruments, including credit risk, liquidity risk and market risk.

Credit risk is the risk that customers are unable to settle their obligations under a financial instrument or customer contract, leading to a financial loss. Approximately 45 percent of Sikri Group's revenue is generated from customers within the public sector where the risk related to these trade receivables is nearly non-existent. The majority of the last 55 percent are within the private sector, in which exposure is limited by using credit ratings and risk assessments upon engaging in assignments. Sikri Group also has a small portion of sales to private individuals which pays upfront. All receivables are monitored closely, and any overdue receivables are followed up.

Liquidity risk arises from Sikri Group's management of working capital and the finance charges and principal repayments on its debt instruments. It is the risk that Sikri Group will encounter difficulty in meeting its financial obligations as they fall due. Sikri Group's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities when they become due as well as being able to take advantage of acquisition opportunities. Management of liquidity risk is performed at Group level, where the Finance department monitors liquidity flows in short-term and long-term reporting. In additional to the cash reserve at 31 December 2022, Sikri Group also has liquidity reserves available through credit facilities with its primary bank.

Market risk is the risk that the future cash flows will fluctuate because of changes in market prices. Market risk includes interest risk and currency risk. Financial instruments affected by market risk include borrowings, deposits and debt.

Interest rate changes have only a marginal direct effect on consolidated operating income and cash flows from operating activities. Sikri Group's interest rate risk is related to floating interest rates on bank accounts and bank loans. Sikri Group has no fixed-rate deposits or debt and is therefore not exposed to fair value interest rate risk.

Further information on risk management can be found in Note 28.

Transactions with related parties

Jens Rugseth, a member of the Board of Sikri Group ASA also holds positions as a member of the Board in Crayon Group Holding ASA and Techstep ASA. Trade between Sikri Group and these companies is disclosed in Note 30.

There were no other material transactions with related parties during the period.

Research and development

Sikri Group's R&D efforts are focused on development of own software, using own resources and external development expertise. Sikri has in 2022 capitalized personnel cost and external costs related to R&D, as well as received some funding from the "SkatteFUNN" tax incentive scheme. Our R&D is focused on developing new or improved software for our customers, using innovative tools and the newest technology.

Corporate social responsibility

Sikri Group aims to be a responsible company which respects people, society, and the environment.

The Company has developed a CSR policy, committing Sikri Group to responsible business practices in the areas of human rights, labour, anti-corruption and the environment.

At Sikri Group, we actively work to create a safe working environment without harassment or discrimination. We have in place a Code of Conduct which each employee is committed to follow, and a whistle blowing policy and external process in place to ensure adherence and protect our employees. No accidents or incidents were reported in 2022.

Sikri Group's philosophy is to be an equal opportunity employer, and we promote equal rights regardless of gender, gender identification or expression, ethnic identity, religion, or other beliefs, sexual orientation or age. We permit no form of discrimination and work actively to promote diversity across the Company and functions.

We strive to beat the IT industry average in terms of gender distribution, which is approximately 30 percent, and are well above this level.

Environmental responsibility

In Sikri Group, we are dedicated to leading by example, with a high degree of trust in our fellow team members. We believe that value creation happens in collaboration and co-creation, and we strive to enable our employees to work in teams, with a high degree of freedom, using their individual competence, initiative, and creativity – to the best for the Company and our customers.

In our organization, continuous improvement is a natural part of everyday life. Customer and market orientation is key to act quickly on the customer's needs and market shifts. We believe in an organization characterized by trust, responsibility, and ownership – with clear frameworks. Shared functions and centralized resources help the various market segments to achieve their goals more easily – through access to effective solutions and specialist expertise. We believe in an efficient organization with short decision-making processes and little bureaucracy.

An overriding goal for all the Sikri Group subsidiaries is to ensure a safe and positive working environment, where both personal and professional development is facilitated. We do this by focusing on the importance of having a good working environment, safe operations, continuous competence development, competitive conditions, and a flexible and balanced working life. We expect all suppliers to cooperate with us in achieving our environmental ambitions. Environmental requirements are a central part of all our contracts. We are committed to:

- Reduce our impact on the external environment by setting requirements for sustainable awareness when choosing partners and suppliers
- To the extent financially sound, prioritize eco-labeled, sustainable, or environmentally friendly products and suppliers
- Take the external environment into account when evaluating new products, methodologies, or technologies
- Through communication, awareness and inclusion,

contribute to strengthening environmental awareness among employees

- Prioritize reuse of hardware over submission and destruction
- Reduce CO_2 emissions in connection with travel and the use of company cars

Sikri AS is certified under ISO 14001 – environmental management systems, which confirms our dedication towards reducing our negative impact on the external environment.

A statement on Sikri's corporate governance principles and practices is provided in section 14.3 in Board of Director's report. A statement on Sikri Group's work with ESG is provided in section 13.

Shareholder information

As of 31 December 2022, Sikri Group ASA's share capital was NOK 2,548,859.54, consisting of 127,442,977 ordinary shares with a nominal value of NOK 0.02. At the end of 2022, Sikri Group held 2,075 own shares.

The Company's largest shareholder, Karbon Invest AS, held 34.89 percent of the shares at year end, with the 10 largest shareholders holding 83 percent of the shares outstanding.

The final share price at the close of the year, as of 30 December 2022, was NOK 8.19.

For detailed shareholder information, see Note 23 in the consolidated financial statements for 2022.

Insurance for Board members and CEO

Sikri Group has in place an insurance that covers members of the Board and Sikri Group's CEO, for their potential responsibility towards Sikri Group and its companies, as well as third parties. The insurance also covers the Boards and CEOs of subsidiary companies, and coverage is maximum MNOK 100.

Events after the reporting period

On April 17, 2023, Sikri Group announced that it has entered into an agreement to divest the Planning and Surveying consultancy business in Sweden, a part of the Swedish company Metria AB. The divestment will further sharpen Sikri Group's focus on scalable software and software related services. The agreed purchase price of the business unit is SEK 52.5 million on a debt free basis. The transaction will be consummated as a carve-out of the P&S business from Metria AB and closing of the transaction is, subject to customary closing conditions, expected to take place in early May 2023. The consideration will be paid fully in cash.

As a part of the divestment of Prognosesenteret in November 2022, a seller's credit of NOK 37.5 million was issued to Sikri Group, due in two years from the transaction date. In February 2023, an early repayment was made, providing a positive cash inflow of NOK 37.5 million in Q1 2023 for Sikri Group.

At March 31, 2023, some of the financial covenants for Sikri Group's loan financing have been updated. Please see note 26 for details of current covenants in force from March 31, 2023.

Outlook

The company will continue to pursue its growth strategy in building a Nordic technology powerhouse and will continue to invest in own solutions as well as pursue M&A opportunities. With the addition of Metria, Sikri Group took a big step towards achieving the ambitions, and while continuing to realize synergies from the integration of the existing companies in Sikri Group, an integration project to onboard Metria to Sikri Group's strategy is ongoing. Sikri Group's priorities in 2023 are to realize cross selling opportunities across the Company, as well as improving margins through leveraging common support structures. We expect our investments in product development to materialize in improved margins and an improved cash flow yield over time, although there is uncertainty associated with assessing future conditions. The volatile markets may continue to impact some of our customer segments, but our services are expected to remain stable, and we will continue to exploit opportunities in existing and new markets, products, and services.

14.3 Corporate Governance statement

Corporate governance provides the basis for value creation for the benefit of Sikri Group's shareholders, employees, and other stakeholders. The Board of Directors of Sikri Group has adopted a set of governance principles to ensure a clear division of roles between the Board, executive management, and shareholders.

The principles are based on the Norwegian Code of Practice for Corporate Governance. As Sikri Group complies with the Norwegian Accounting Act, the Company follows the annual corporate governance reporting requirements under section 3-3b of the Norwegian Accounting Act and the Norwegian Code of Practice for Corporate Governance.

The Accounting Act may be found (in Norwegian) on www.lovdata.no. The Norwegian Code of Practice for Corporate Governance, which was last revised on 14 October 2021 (the Code), may be found on www.nues.no. Sikri Group's 2022 corporate governance statement follows below.

The statement was approved by the Board of Directors on 27 April 2023.

01 CORPORATE GOVERNANCE PRINCIPLES

Sikri Group ASA (the Company) aims to maintain a high standard of corporate governance. The Company's guidelines for corporate governance aim to provide the basis for long-term value creation and to strengthen the confidence in the Company, to the benefit of shareholders, employees and other stakeholders.

In order to comply with the Code, the Company will apply the "comply or explain principle". The Company provides an overall report on corporate governance in this section of the annual report. The Company's corporate governance principles are based on the Code, and includes the following main objectives:

- Create value for shareholders of the Company in a sustainable manner
- The Board shall be autonomous and independent of management
- Clear division of roles and responsibilities between board and management
- Equal treatment of all shareholders

The Company's governance documents set out principles for how business should be conducted, including ethical guidelines and guidelines for corporate social responsibility. The Company's corporate governance regime is approved by the Board of Directors of the Company.

02 BUSINESS

The Company's business objective is stated in the Articles of Association to be as follows: The Company's business objective is to invest in, own, develop and sell or otherwise realize, wholly or partially, businesses and companies, both domestic and foreign, and everything in connection with the foregoing.

The Company's business activities shall be carried out so that the Company creates value for shareholders in a sustainable manner. The Board sets the direction for the Company by determining the objectives, strategy and risk profile of the business within the parameters of the Articles of Association such that the Company creates value for shareholders in a sustainable manner and takes into account financial, social and environmental considerations. These objectives, strategies and risk profiles are evaluated on an annual basis by the Board through a designated strategy process. Information concerning the objectives and principal strategies of the Company and changes thereto as well as business risks aspects are disclosed to the market in the context of the Company's annual report, its quarterly reporting, market presentations and on the Company's website.

03 EQUITY AND DIVIDENDS

3.1 Equity

The Board ensure that the Company's capital structure is suitable for the Company's objectives, strategy and approved risk profile, by regularly monitoring the capital situation and immediately take adequate steps should it be apparent at any time that the Company's equity or liquidity is less than adequate.

During 2022, Sikri Group completed two private placements. The first was in September 2022, rising NOK 200 million in gross proceeds, while the Company successfully completed a NOK 100 million placement in November 2022. The proceeds raised from the private placements have strengthened the Company's balance sheet by reducing leverage, replacing the bridge facility component financing Sikri Group's acquisition of Metria.

The share capital of the Company was NOK 2,548,859.54 as of 31 December 2022, consisting of 127,442,977 ordinary shares with a nominal value of NOK 0.02.

3.2 Dividend

The Board shall establish a clear and predictable dividend policy as the basis for the Board's proposals on dividend payments that it makes to the general meeting. The background to any proposal for the Board to be given an authorization to approve the distribution of dividends shall be explained. The dividend policy is available in the Prospectus as of 11 November 2022, located in the investor relations section of the Company's website.

The company's strategy does not provide for dividend distributions at this stage of the business development process. The Board does not propose any dividend payment for the fiscal year 2022.

3.3 Capital increases and purchases of own shares

Any authorizations granted to the Board to increase the Company's share capital shall be restricted to defined purposes. If the Board authorization covers several purposes, each such authorization shall be considered separately by the general meeting. Authorizations granted to the Board to increase the share capital or purchase treasury shares shall be limited in time and shall not be given for a period longer than until the next annual general meeting.

The Board considers that Sikri Group has a capital structure as of the end of 2022 that is appropriate for its objectives, strategy, and risk profile.

04 EQUAL TREATMENT OF SHAREHOLDERS

4.1.1 General information

The Company has only one share class. Each share in the Company carries one vote and otherwise has equal rights in the Company including the right to participate in general meetings. All shareholders shall be treated on an equal basis unless there is just cause for treating them differently.

On 7 July 2022, Sikri Group successfully uplisted from Euronext Growth to Euronext Oslo Børs.

4.1.2 Capital increases without preferential rights and transactions in the Company's own shares

All existing shareholders have pre-emptive rights to subscribe for shares in the event of share capital increases. The general meeting may by a qualified majority set aside the pre-emptive rights of existing shareholders. Any deviations from such rights must be justified by the common interest of the Company and the shareholders. Explanation of the justification by the Board shall be included in the agenda for the shareholders meeting. Where the Board has authorizations to increase the Company's share capital and waive the pre-emption rights of existing shareholders, a stock exchange notice will be issued containing the reasoning for the deviation.

Any transaction by the Company in its own shares shall take place either through the stock exchange or otherwise at prevailing stock exchange prices. In the event there is limited liquidity in the Company's shares, the Company will consider other ways to ensure equal treatment of all shareholders.

05 FREE TRANSFERABILITY

Sikri Group's shares are listed on the Oslo Stock Exchange under the ticker SIKRI and are freely transferable. There are no restrictions on the transferability of shares in The Company in the Articles of Association.

There are no general restrictions on the purchase or sale of shares by members of Sikri Group's management as long as they comply with the regulations on insider trading and in the Market Abuse Regulation (MAR).

06 GENERAL MEETING

6.1 Exercise of rights

The Board shall arrange for as many shareholders as possible to be able to exercise their rights to participate in the Company's annual general meeting (AGM). The AGM of 2022 was held on 31 May 2022, while the 2023 AGM will take place on 31 May 2023. The company's financial calendar is published via Oslo Stock Exchange and in the investor relations section of Sikri Group's website.

The Board ensures that the annual general meeting is an effective meeting place for shareholders and the Board, through, among other things, ensuring that:

a) the notice and agenda documents for the general meeting, including the nomination committee's recommendations, are published on the Company's website at the latest 21 days before the general meeting is to be held;

b) the resolutions and supporting information are sufficiently detailed for shareholders to be able to take a position on all matters that are to be considered;

c) the deadline for shareholders to give notice of attendance is to be set as close to the meeting as practically possible and in accordance with the provisions in the Articles of Association;

d) the Board and the person chairing the meeting shall ensure that the general meeting is able to vote on each of the candidates for appointment to the Company's corporate bodies;

e) all representatives of the Board and the chairperson of the nomination committee should be present at general meetings. Representatives of the nomination committee, the remuneration committee and the audit committee, as well as the auditor should be present at general meetings where matters of relevance for such committees/persons are on the agenda;

f) arrangements are in place to ensure an independent chair of the general meeting; and

g) shareholders who are unable to attend in the meeting in person shall be given the opportunity to vote by proxy. The Company shall prepare a proxy form, which shall in so far as this is possible, be set up so that it is possible to vote on each of the items on the agenda and each of the candidates that are nominated for election. Information on the procedure for attending by proxy and a proxy form shall be included in the notice convening the general meeting. A shareholder may be represented through power of attorney.

07 NOMINATION COMMITTEE

According to the Company's Articles of Association, the Company shall have a nomination committee. The nomination committee shall consist of two to three members elected by the general meeting for a term of up to two years. The general meeting shall determine the remuneration of the committee's members and approve instructions for the committee.

The members of the nomination committee shall be selected to take into account the interests of the shareholders in general. All of the members of the committee shall be independent of the Board and executive personnel. The nomination committee should not include the Company's board members or the CEO or any other executive personnel.

The nomination committee shall issue explained proposals to the general meeting regarding the election of shareholder-elected members, deputy members and Chair of the Board, and election of members and Chair of the nomination committee. The nomination committee shall also issue a proposal regarding the remuneration of the Board and the nomination committee.

The Company shall provide information on who are the members of the committee and any deadlines for presenting proposals to the committee on the Company's website. The nomination committee shall hold individual discussions with members of the Board.

As at 31 December 2022, the nomination committee consists of Tor Malmø (chair) and Fredrik Cappelen. Mr. Malmø is considered independent from the Company, while Mr. Cappelen controls 12 percent of the Company through Stella Industrier AS and Stella AS.

08 CORPORATE ASSEMBLY, BOARD COMPOSITION AND INDEPENDENCE

The Company does not have a corporate assembly.

The Company aims to ensure a balanced composition of the Board taking to ensure that the Board can attend to the common interest of all shareholders and meets the Company's need for expertise, capacity and diversity. Attention will be paid to ensuring that the Board can function effectively as a collegiate body.

The Board shall be composed so that it can act independently of any special interests. The majority of the shareholder-elected members shall be independent of the Company's executive personnel and significant business contacts. At least two of the shareholder-elected board members shall be independent of the Company's major shareholder(s).

For the purposes of these Corporate Governance Guidelines, a major shareholder shall mean a shareholder that owns or controls 10 percent or more of the Company's shares or votes, and independence shall entail that there are no circumstances or relations that may be expected to be able to influence independent assessments of the person in question.

No member of the Company's executive personnel are members of the Board. The chair of the Board is elected by the general meeting.

The term of office for board members shall not be longer than two years at a time. Members of the Board may be re-elected.

The Company's annual report will provide information on participation at board meetings and on matters that can illustrate the Board members' expertise. In addition, information shall be given on which board members are considered to be independent.

All of the Board members are independent of the executive management and material business contacts. Rolv Erik Ryssdal, Sigrun Hansen Syverud and Martine Drageset are independent of the Company's main shareholders.

Board members shall be encouraged to own shares in the Company.

Information on each of the Board members regarding experience, qualifications and ownership of options/shares is available on the Company's website.

Three of the current five board members are men (60 percent), and two are women (40 percent).

Board of Directors composition as at 31 December 2022:

Name	Position	Name	Position
Rolv Erik Ryssdal	Chairman	Martine Drageset	Board member
Jens Rugseth	Board member	Preben Rasch-Olsen	Board member
Sigrun Syverud	Board member		

Participation in Board meetings in 2022:

Name	Board meetings	Audit committee meetings	Remuneration committee meetings
Rolv Erik Ryssdal[1]	1		2
Jens Rugseth	22		
Sigrun Syverud[2]	12		4
Martine Drageset[2]	12	1	
Preben Rasch-Olsen	23	1	
Torstein Harildstad[3]	20		1
Christian Breddam[4]	11		
Torbjørn Krøvel[4]	11		
Rune Syversen[4]	10		
Fredrik Cappelen[4]	11		

1) Serves as Chairman from 24 November 2022, 2) Serves as Board member from 31 May 2022,
3) Served as Chairman until 24 November 2022, 4) Served as Board member until 31 May 2022

09 THE WORK OF THE BOARD

The Board's duties are regulated by Norwegian law. The Board has the ultimate responsibility for the management and control of the Company and its operations which should be conducted in accordance with the Articles of Association and guidelines and framework given by the shareholders through the general meeting. The Board will produce an annual schedule for its work, focusing particularly on objectives, strategies and implementation.

The Board will implement instructions for the Board and the CEO, focusing on determining allocation of internal responsibilities and duties. These instructions shall also state how the Board and executive management shall handle agreements with related parties, including whether an independent valuation must be obtained. Any such agreements shall be presented by the Board in their annual directors' report.

Discussions of any matter in which the chair is, or has been, actively involved will be chaired by some other member of the Board.

The Company has established an audit committee and adopted mandate and instructions for its work. The duties and composition of the audit committee are in compliance with the Norwegian Public Limited Companies Act. The audit committee shall comprise of at least two shareholder representatives from the Board. The majority of the members of the committee should be independent.

The Company has established a remuneration committee and adopted mandate and instructions for its work, to help ensure thorough and independent preparation of matters relating to compensation paid to the executive personnel. The remuneration committee shall comprise of at least two shareholder representatives from the Board executive personnel, and those representatives shall be independent of the Company's executive personnel.

Both the Board committees will assist the Board with preparing its work, but decisions should be taken by the whole board. Information regarding the appointment of board committees shall be provided in the annual report.

The Board shall perform an annual evaluation of its own performance and expertise.

10 RISK MANAGEMENT AND INTERNAL CONTROLS

It is the responsibility of the Board of Directors to ensure that the Company has sound and appropriate internal control and systems for risk management reflecting to the extent and nature of the Company's activities. Sound and appropriate risk management is of importance in ensuring long-term value creation and to strengthen the confidence in the Company.

Risk management and internal control is performed through various processes, both on a board level and in the daily management of the Company. As a part of the Company's risk management and internal control arrangements, risks are identified and evaluated with respect to probability of occurrence and the impact of the risk. Actions are defined in order to monitor or mitigate the risk. The outcome of such processes is reported to and reviewed by the Board at least annually. As a part of the risk management, the Board has developed and adopted a risk profile as further set out in the Company's internal policies.

In respect of its internal control and risk management, the Company shall approve adequate policies and guidelines which, inter alia, address ethics, corporate social responsibility, risk management, financial reporting, and internal communication.

The Board performs risk management and internal control through board meetings. The Board shall regularly receive reports from executive personnel outlining the financial and operational performance of the Company. In connection with the annual planning and budgeting process, the Board carries out an annual review of the Company's most important areas of exposure to risk.

11 REMUNERATION OF THE BOARD

The remuneration to the Board is proposed by the nomination committee and decided by the annual general meeting. The Board's remuneration shall reflect the Board 's responsibilities, expertise, and use of time and the complexity of the business. Remuneration shall not be linked to financial results and no options shall be issued to board members.

Board members, or companies associated with board members, shall not engage in specific assignments for the Company in addition to their appointments as board members. If they, nonetheless, do take on such assignments the entire board must be informed and the consideration for such additional duties is subject to approval by the Board.

Any consideration paid to board members in addition to their board remuneration shall be specifically identified.

The Company has the following deviation from the Code:

- The chairman has been granted 51,808 share options in the Company under the Chairman Option Program.

This deviation was pre-dated the change of the Company to a Public Limited Liability Company (ASA) in June 2022, and this was thus not a deviation at the time the grant was made. After the change to ASA, it was decided by the Board of Directors that the option program for the Chairman was terminated, and that no further grants will be made under the program, after the 2022 grant, as described in section 11.6.4 "Share option programs" in the Prospectus of the Company, located on the Company's website. Furthermore, the Chairman in question has since been replaced, and no longer holds a position in the Board of Sikri Group ASA.

Apart from the above, neither the Board of Directors nor the Company's general meeting of shareholders have adopted any resolutions which are deemed to have a material impact on the Company's corporate governance regime.

12 REMUNERATION OF THE MANAGEMENT

The Board shall prepare guidelines for the remuneration of management and key personnel pursuant to the Norwegian Public Limited Liability Companies Act section 6-16a, including the main principles for the Company's remuneration policy and should contribute to aligning the interests of shareholders and management. These guidelines shall be approved by the general meeting at least every fourth year and are binding for the Board from the time they are approved. The guidelines shall be clear and easily understandable and provide the framework for the remuneration of key personnel in the Company and aim to support the Company's business strategy, long-term interests and financial viability. The Board shall also prepare a report on remuneration to management and key personnel pursuant to the Norwegian Public Limited Liability Companies Act section 6-16b. The remuneration committee is responsible for, amongst other, to prepare the Board's proposal to the guidelines for remuneration for key personnel and yearly remuneration report.

Performance-related remuneration should be subject to an absolute limit.

The Company has established an employee share purchase program where the employees and board members of the Company have been invited to purchase Shares in the Company. Subject to the employee not selling its Shares acquired under the ESPP and remaining an employee in the Company for a 3-year period, the employees will be entitled to receive 1 bonus share per 3 Shares purchased in the ESPP. Except that each employee must pay the nominal value of each bonus share upon delivery, the bonus shares will be delivered free of charge to the employees. The Company has also established an option program for the management and certain key employees.

13 INFORMATION AND COMMUNICATION

The Company shall continuously provide its owners, Oslo Børs and other players in the financial markets with timely and precise information about the Company and its operations. Relevant information shall be given in form of annual reports, quarterly reports, investor presentations, stock exchange notices and press releases in accordance with what is appropriate from time to time. The Company's investor relations policy is provided in chapter 13 of the annual report, and on Sikri Group's website.

The Company shall maintain an open dialog with shareholders and other participants in the securities market. The Company has established principles for investor relations which includes guidelines for the Company's contact with shareholders and the financial community.

Information shall be given to owners and other players in the markets simultaneously and with the most efficient methods. The disclosure of financial information and other information shall be accurate, timely and based on openness and equal treatment of the owners and players in the financial market. In accordance with the market abuse regulation (MAR), the Norwegian Securities Trading Act and the Stock Exchange Act, notifications are distributed to Oslo Børs and national and international news agencies, and are published on our website.

The Company's financial calendar will also be published through Oslo Børs and on the website with important dates for investors, such as the date of the general meeting and quarterly reports.

The Company has established separate guidelines for handling of inside information and rules for primary insiders and its close associates.

During 2022, the Company has published an annual electronic financial calendar with an overview of dates for important events, such as the general meeting, interim financial reports and public presentations. The calendar and information therein are available in English. Subject to any applicable exemptions that are invoked, the Company will promptly disclose all inside information.

14 TAKEOVERS

The Board has set out main principles for how it will act in the event of a take-over bid. In a take-over process, the Board and management each have an individual responsibility to help ensure that the Company's shareholders are treated equally and that there are no unnecessary interruptions to the Company's business activities. The Board has a particular responsibility in ensuring that the shareholders have sufficient information and time to assess the offer.

In the event of a take-over process, the Board shall seek to comply with the principles in the Code, in addition to relevant legislation and regulations. The Board must be aware of the particular duty it has for ensuring that the values and interests of the shareholders are protected. The Board should not seek to hinder or obstruct any takeover bid for the Company's operations or shares unless there are particular reasons for doing so. The Board should not undertake any actions intended to give shareholders or others an unreasonable advantage at the expense of other shareholders or the Company. The Board should not institute measures with the intention of protecting the personal interests of its members at the expense of the interests of the shareholders.

If an offer is made for the Company's shares, the Board shall issue a statement making a recommendation as to whether shareholders should or should not accept the offer. The Board's statement on the offer should make it clear whether the views expressed are unanimous, and if this is not the case, it will explain the basis on which specific members of the Board have excluded themselves from the Board's statement. The Board shall also seek to arrange a valuation from an is in effect a disposal of the Company's activities shall be independent expert. Any transaction that decided by a general meeting.

15 AUDITOR

The general meeting elects the auditor. The auditor shall annually present the main features of the plan for work with the audit of the Company to the Board or the audit committee.

The auditor shall participate in the Board meeting that approves the annual financial statements. In this meeting, the auditor is describing its views on accounting matters and principles, risk areas, and internal control. The Company's internal control shall be reviewed by the auditor at least once a year.

The auditor shall at least once a year present to the Board or the audit committee a review of the Company's internal control procedures, including identification of weaknesses and proposals for improvement. The Company's auditor, BDO, participated in one meeting with the Board of Directors during 2022, without the management team of the Company present.

The audit committee shall hold a meeting with the auditor at least once a year at which no representative of the management is present.

The audit committee held one meeting during 2022. BDO participated in the meeting.

The Board shall specify the management's right to use the auditor for other purposes than auditing.

The Board shall report the remuneration paid to the auditor to the shareholders at the annual general meeting, including a breakdown of the fee paid for audit work and fees paid for other specific assignments, if any.

Responsibility statement

Oslo, 27 April 2023

From the Board of Directors and CEO of Sikri Group ASA

The Board and CEO have considered and approved the consolidated set of financial statements for the period 1 January to 31 December 2022. We confirm to the best of our knowledge that the consolidated set of financial statements for the above-mentioned period has been prepared in accordance with IFRS (International Financial Reporting Standards), and they present a true and fair view of Sikri Group's assets, liabilities, financial position, and overall result for the period viewed in their entirety. Furthermore, we declare that the Board of Directors report gives a true and fair overview of any significant events that arose during the above-mentioned period and their effect on the financial report, and that it gives a correct view of any significant related parties' transactions, principal risks and uncertainties faced by Sikri Group.

Rolv Erik Ryssdal
Chairperson

Jens Rugseth
Board Member

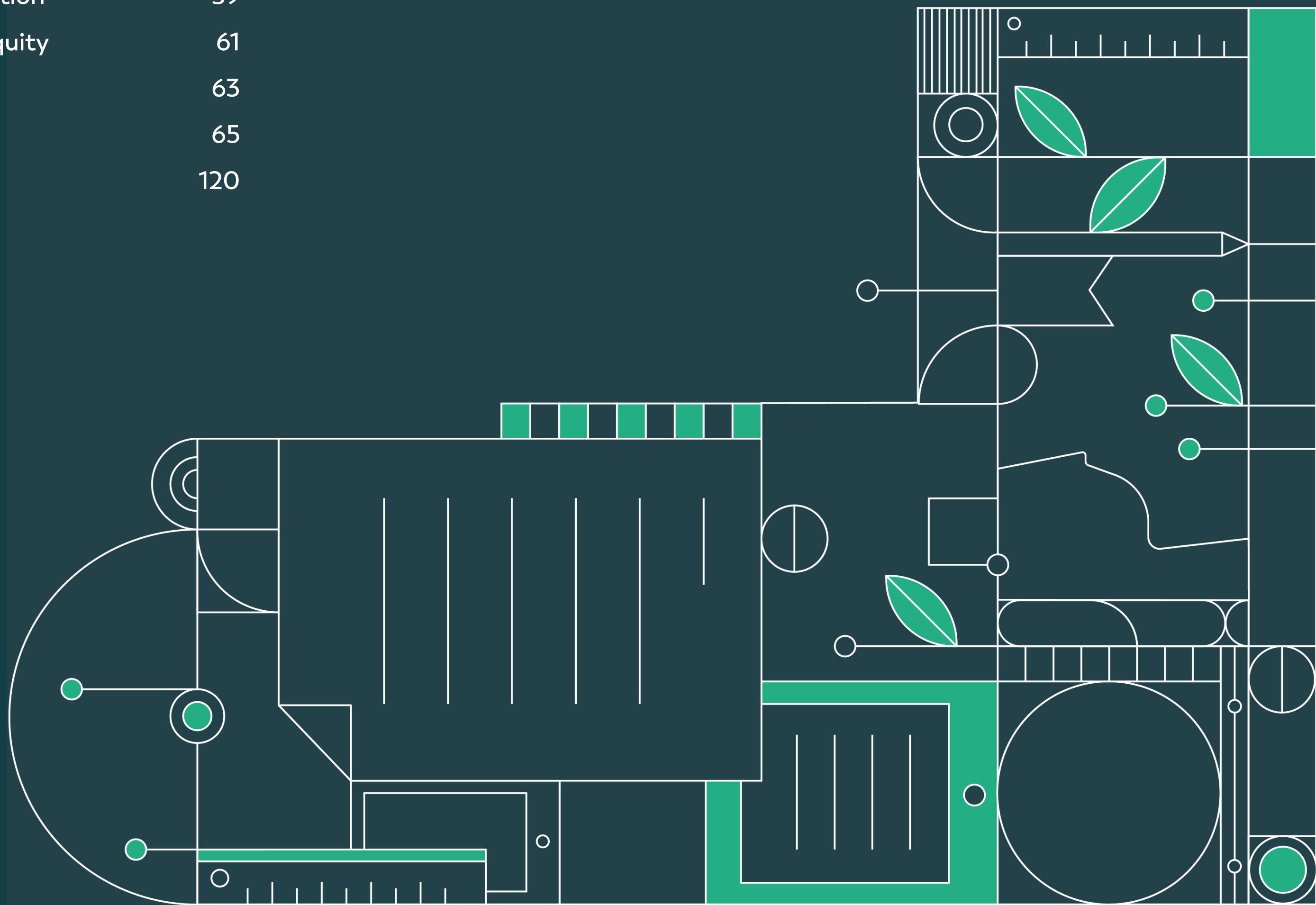
Martine Dragset
Board Member

Sigrun Syverud
Board Member

Preben Rasch-Olsen
Board Member

Nicolay Moulin
CEO

15 Consolidated financial statements



Sikri Group

15.1

Consolidated statement of profit and loss

NOK 1000	Note	2022	2021
Revenue	5, 6	1 031 512	543 242
Cost of providing services	7	397 528	198 714
Gross profit		**633 984**	**344 528**
Personnel expenses	8, 9, 10	345 289	180 981
Other operating expenses	11	152 399	86 241
EBITDA		**136 296**	**77 306**
Depreciation and amortisation expenses	13	116 430	64 847
Impairment losses	19	2 533	
Operating profit		**17 333**	**12 459**
Financial income	15	3 479	2 212
Financial expenses	15	-52 628	-15 290
Profit before income tax		**-31 816**	**-619**
Income tax expense	16	-648	7 119
Profit from continuing operations		**-31 169**	**-7 738**
Profit from discontinued operations	4	58 134	-746
Net income		**26 965**	**-8 484**
Profit for the period is attributable to:			
Owners of Sikri Group ASA		23 713	-8 703
Non-controlling interests		3 252	219
		26 965	-8 484
Earnings per share:			
Basic earnings per share	17	0.23	-0.10
Diluted earnings per share	17	0.23	-0.10
Basic earnings per share continuing operations	17	-0.30	-0.08
Diluted earnings per share continuing operations	17	-0.30	-0.08

15.2

Consolidated statement of comprehensive income

NOK 1000	Note	1.1 - 31.12.2022	1.1 - 31.12.2021
Profit for the period		**26 965**	**-8 484**
Other comprehensive income (net of tax):			
Items that will or may be reclassified to profit or loss:			
Exchange differences on translation of foreign operations		7 337	125
Total comprehensive income for the period		**34 302**	**-8 359**
Total comprehensive income for the period is attributable to:			
Owners of Sikri Group ASA		30 922	-8 640
Non-controlling interest		3 380	280
		34 302	**-8 359**

15.3

Consolidated statement of financial position

NOK 1000	Note	2022	2021
Assets			
Non-current assets			
Equipment and fixtures	18	21 785	5 517
Right-of-use assets	21	47 600	36 466
Intangible assets	19	1 846 267	1 341 844
Other investments	20, 22, 23	30 582	13 456
Total non-current assets		**1 946 234**	**1 397 284**
Current assets			
Trade and other receivables	22, 23	204 544	84 122
Contract assets	6	8 904	
Cash and cash equivalents	22, 24	50 905	118 833
Total current assets		**264 352**	**202 954**
Total assets		**2 210 586**	**1 600 238**
Equity and liabilities			
Equity			
Share capital	25	2 549	1 880
Share premium		1 005 748	683 396
Capital increase, not registered			9 611
Other equity	25	25 026	9 905
Non-controlling interests		3 341	52 076
Total equity		**1 036 665**	**756 869**

15.3

Consolidated statement of financial position
Continued

NOK 1000	Note	2022	2021
Liabilities			
Non-current liabilities			
Borrowings	22,26	629 791	439 673
Lease liabilities	21	23 320	23 964
Deferred tax liabilities	3, 16	115 527	79 249
Total non-current liabilities		**768 638**	**542 886**
Current liabilities			
Trade and other payables	22,27	211 876	132 463
Contract liabilities	6	38 092	39 085
Current tax liabilties	16	1 767	14 653
Borrowings	22,26	128 478	101 000
Lease liabilities	21	25 069	13 282
Total current liabilities		**405 282**	**300 483**
Total liabilities		**1 173 921**	**843 369**
Total equity and liabilities		**2 210 586**	**1 600 238**

Oslo,
27 April 2023

Rolv Erik Ryssdal
Chairperson

Jens Rugseth
Board Member

Martine Dragset
Board Member

Sigrun Syverud
Board Member

Preben Rasch-Olsen
Board Member

Nicolay Moulin
CEO

Sikri Group

15.4

Consolidated statement of changes in equity

NOK 1000	Note	Share capital	Share premium	Capital increase, not registered	Cumulative translation differences	Other equity	Total	Non-controlling interests	Total equity
		Attributable to owners of Sikri Group ASA							
Balance at 1 Jan 2021		**1 480**	**237 173**	**0**		**14 938**	**253 591**	**0**	**253 591**
Profit or loss for the period						-8 703	-8 703	219	-8 484
Other comprehensive income									
Translation differences					64		64	61	125
Total comprehensive income for the period		**0**	**0**	**0**	**64**	**-8 703**	**-8 640**	**280**	**-8 359**
Contributions by and distributions to owners:									
Issue of share capital net of transaction costs and tax	25	400	446 223	9 611			456 235		456 235
Non-controlling interests on acquisition of subsidiary	3							51 796	51 796
Share-based payments	10					3 607	3 607		3 607
		400	446 223	9 611	0	3 607	459 842	51 796	511 638
Balance at 31 Dec 2021		**1 880**	**683 396**	**9 611**	**64**	**9 841**	**704 793**	**52 076**	**756 869**

15.4

Consolidated statement of changes in equity
Continued

NOK 1000	Note	Share capital	Share premium	Capital increase, not registered	Cumulative translation differences	Other equity	Total	Non-controlling interests	Total equity
		Attributable to owners of Sikri Group ASA							
Balance at 1 Jan 2022		**1 880**	**683 396**	**9 611**	**64**	**9 841**	**704 793**	**52 076**	**756 869**
Profit or loss for the period						23 713	23 713	3 252	26 965
Other comprehensive income									
Translation differences					7 209		7 209	128	7 337
Total comprehensive income for the period		**0**	**0**	**0**	**7 209**	**23 713**	**30 922**	**3 380**	**34 302**
Contributions by and distributions to owners:									
Issue of share capital net of transaction costs and tax	25	668	322 352	-9 611			313 409		313 409
Acquisition of non-controlling interests	3					-24 196	-24 196	-10 382	-34 579
Non-controlling interests in subsidiaries sold	4						0	-41 733	-41 733
Share-based payments	10					8 396	8 396		8 396
		668	322 352	-9 611		-15 800	297 610	-52 115	245 494
Balance at 31 Dec 2022		**2 549**	**1 005 748**	**0**	**7 273**	**17 754**	**1 033 324**	**3 341**	**1 036 665**

15.5

Consolidated statement of cash flows

NOK 1000	Note	2022	2021
Cash flows from operating activities			
Profit before income tax		28 848	-2 260
Adjustments for			
Depreciation and amortisation expenses	13	116 430	64 847
Depreciation and amortisation expenses (discontinued)	10	5 835	10 043
Share-based payment expense		8 396	3 607
Net gain/loss on sale of non-current assets			
Net gain on sale of Prognosesenteret/4CG		-49 161	
Interest received and paid - net		38 631	12 265
Net exchange differences		103	
Change in operating assets and liabilities, net of effects from purchase of subsidiaries			
Change in trade and other receivables and contract assets		-23 151	41 664
Change in trade and other payables and contract liabilities		-9 937	-30 282
Interest received	15	1 058	68
Income taxes paid		-9 039	-5 338
Net cash inflow from operating activities		**108 013**	**94 614**
Cash flows from investing activities			
Payment for acquisition of subsidiaries, net of cash acquired	3,26	-593 830	-855 675
Payment for equipment and fixtures	18	-9 360	-853
Payment of capitalised development costs	19	-74 538	-43 947
Payment for associates and other financial assets		-11 472	
Proceeds from sale of equipment and fixtures		197	
Proceeds from sale of subsidiaries	4	39 886	
Receipt of government grants		5 871	
Net cash inflow/outflow from investing activities		**-643 246**	**-900 474**

Sikri Group

15.5

Consolidated statement of cash flows
Continued

NOK 1000	Note	2022	2021
Cash flows from financing activities			
Proceeds from issuance of ordinary shares	25	312 411	456 235
Proceeds from borrowings	26	694 408	505 930
Repayment of borrowings	26	-478 389	-149 556
Principal element of lease payments	21	-22 565	-8 569
Interest paid		-38 111	-11 723
Transactions with non-controlling interests		-450	
Net cash inflow/outflow from financing activities		**467 304**	**792 317**
Net increase/decrease in cash and cash equivalents		-67 929	-13 543
Cash and cash equivalents 1 January		118 833	132 376
Effects of exchange rate changes on cash and cash equivalents			
Cash and cash equivalents at the end of the period		**50 905**	**118 833**
Profit before taxes from total operations consists of:			
Profit before taxes from continuing operations		-31 816	-619
Profit before taxes from discontinued operations		60 664	-1 641
Profit before taxes from total operations		28 848	-2 260

15.6

Notes

Note 1 - General information

Sikri Group ASA is a public limited liability company incorporated in Norway. Sikri Group ASA is the parent company of the Sikri Group. Refer to note 20 for a list of the subsidiaries. The Group`s head office is located at Dronning Mauds Gate 10, 0250 Oslo, Norway. The Group was established in 2020.

The Group reports into four segments; Public, Private, Consumer and Metria. The Public segment comprises sale of software and services in Sikri AS. The Private segment comprise sale of property data, software and data services in Ambita AS. The Consumer segment comprise sale of software and services within documentation and value estimates on residential properties to professionals within the real estate market through Boligmappa AS and Virdi AS. The Metria segment offers services, software and solutions in the Swedish market within geoinformation and planning and surveying. Refer to note 4 for more information on segments.

7 July 2022, Sikri Holding ASA was successfully uplisted on Euronext Oslo Børs, and 24. november the company change the name to Sikri Group ASA. Sikri Group ASA is listed on Euronext Oslo Børs under the ticker SIKRI.

The consolidated financial statements of Sikri Group ASA for the fiscal year 2022 were approved in the board meeting on 27 April 2023.

Note 2 - Summary of significant accounting policies and estimates

Statement of compliance

The consolidated financial statements of Sikri Group ASA have been prepared in accordance with International Financial Reporting Standards (IFRS) as endorsed by the European Union (EU), and Norwegian disclose requirements regulated in the Norwegian Accounting Act as of 31.12.2022.

Basis of preparation

The consolidated financial statements of Sikri Group ASA for the year ended 31 December 2022 comprise the Company and its subsidiaries except for for Pixedit AB and Mahoom AS which is not consolidated as the entity is immaterial to the Group (together referred to as the "Group"). The consolidated financial statements consist of statement of comprehensive income, statement of financial position, cash flow statement, statement of changes in equity and disclosures.

The consolidated financial statements are based on historical cost, with the exception of financial instruments at fair value through profit or loss (ref note 22).

The consolidated financial statements have been prepared on the basis of uniform accounting policies for similar transactions and events under otherwise similar circumstances.

The Group's presentation currency is NOK. This is also the parent company's functional currency.

Basis for consolidation

The Group's consolidated financial statements comprise the parent company and it's subsidiaries as of 31 December 2022. An entity has been assessed as being controlled by the Group when the Group is exposed for or have the rights to variable returns from its involvement with the entity, and has the ability to use its power over the entity to affect the amount of the Group's returns.

Thus, the Group controls an entity if and only if the Group has all the following:

- power over the entity;
- exposure, or rights, to variable returns from its involvement with the entity; and
- the ability to use its power over the entity to affect the amount of the Group's returns.

There is a presumption that if the Group has the majority of the voting rights in an entity, the entity is considered as a subsidiary. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over the entity. Including ownership interests, voting rights, ownership structure and relative power, as well as options controlled by the Group and shareholder's agreement or other contractual agreements.

The assessments are done for each individual investment.

The Group re-assesses whether or not it controls an entity if facts and circumstances indicate that there are changes to one or more of the three elements of control.

Business combinations are accounted for by using the acquisition method, see note 3 - business combinations. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Note 2, continued

Non-controlling interests is presented separately under equity in the Group's balance sheet.

Foreign currency

Transactions in foreign currencies are translated to the functional currency of the Group entities at the exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the exchange rate on that date. Foreign exchange translation differences are recognized as part of financial items in profit or loss.

Assets and liabilities in foreign subsidiaries, whose functional currency differ from the presentation currency, are converted to NOK using the exchange rate in effect at the balance sheet date. Income and expenses from foreign companies are converted to NOK using the quarterly average rate of exchange.

Classification of current and non-current items

An asset is classified as current when it is expected to be realized or sold, or to be used in the Group's normal operating cycle, or falls due or is expected to be realized within 12 months after the end of the reporting period. Other assets are classified as non-current. Liabilities are classified as current when they are expected to be settled in the normal operating cycle of the Group or are expected to be settled within 12 months of the end of the reporting period, or if the Group does not have an unconditional right to postpone settlement for at least 12 months after the balance sheet date.

Provisions

A provision is recognized when the Group has an obligation (legal or self-imposed) as a result of a previous event, it is probable (more likely than not) that a financial settlement will take place as a result of this obligation and the size of the amount can be measured reliably.

The use of estimates and assessment of accounting policies when preparing the annual accounts

Estimates and assumptions

The management has used estimates and assumptions that have affected assets, liabilities, incomes, expenses and information on potential liabilities. This particularly applies to the depreciation of intangible assets, evaluations related to acquisitions and impairment test of goodwill. It is reasonably possible, based on existing knowledge, that outcomes within the next financial year are different from the assumptions made which may lead to these estimates being materially changed. Estimates and their underlying assumptions are reviewed on a regular basis and are based on best estimates and historical experience. Changes in accounting estimates are recognised during the period when the changes take place. If the changes also apply to future periods, the effect is divided among the present and future periods.

Judgements

The management has, when preparing the financial statements; made certain significant assessments based on critical judgment when it comes to application of the accounting policies. The following notes include the Group's assessments regarding:

- Business combinations (refer to note 3)
- Depreciation of intangible assets (refer to note 13 and 19)
- Impairment test of goodwill (refer to note 14)
- Important estimates and assessments regarding the length of the leases (refer to note 21)
- Leases - calculation of incremental borrowing rate (refer to note 21)
- Events after the reporting period (refer to note 32)

Note 2, continued

Adoption of new and revised International Financial Reporting Standards

New and amended IFRS Standards that are effective for the current year

The following amendments to existing IFRS standards have become effective in 2022:

- Onerous Contracts – Cost of Fulfilling a Contract – Amendments to IAS 37
- Annual Improvements to IFRS Standards 2018-2020
- Property Plan and Equipment: Proceeds before Intended Use – Amendments to IAS 16.
- Reference to the Conceptual Framework – Amendments of IFRS 3

The Group also elected to adopt the following amendments early:

- Deferred Tax related to Assets and Liabilities arising from a Single Transaction – Amendments to IAS 12.

None of these amendments have had any significant effect for Sikri's financial reporting.

New and revised IFRS Standards not yet effective

The following new and revised IFRS Standards are issued but not yet effective:

- Classification of Liabilities as Current or Non-current – Amendments to IAS 1.
- IFRS 17 Insurance Contracts
- Disclosure of Accounting Policies – Amendments to IAS 1 and IFRS Practice Statement 2.
- Definition of Accounting Estimate – Amendments to IAS 8

None of these new and revised IFRS Standards are expected to have significant effect for Sikri's financial reporting.

Note 3 - Business combinations

Accounting principles

Business combinations are accounted for using the acquisition method as of the acquisition date, which is when control is transferred to the Group. The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any contingent consideration is measured at fair value at the date of acquisition. Contingent consideration is classified as either equity or a financial liability. Changes in fair value of the contingent consideration from acquisition of a subsidiary will be recognised in profit and loss.

The excess of the consideration transferred in a business combination, non-controlling interests, and the acquisition-date fair value of any previous equity interest in the acquired entity over the fair value of identifiable net assets of the acquired entity is recognised as goodwill in the balance sheet. Goodwill that arises from a business combination is tested annually for impairment. If the sum is less than the entity's net assets, the difference is immediately recognised in the profit or loss. Acquisition related transaction costs are expensed as incurred.

Where settlement of any part of cash consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquisition is re-measured to fair value at the acquisition date. Any gains or losses arising from such re-measurement are recognised in profit or loss.

Note 3, continued

Critical judgements and significant estimates

The acquisitions require the use of substantial judgement when assessing the fair value of the consideration transferred, identifying, and valuation of intangible assets such as capitalised development, customer contracts and trademarks.

Business combinations completed in 2022

Metria AB

On 1 April 2022 the Group entered into a binding agreement regarding the acquisition of all the shares and voting rights in Metria AB. The transaction was closed later the same day.

Together with Sikri and the other companies in the Group, Metria represents a strong Nordic innovation centre, uniquely positioned to offer the public sector, private businesses, and citizens better services. In addition to cost synergies, Sikri expects there to be further synergy potential from common solutions and services, cross-selling towards combined customer bases, and growth in the Nordics in the upcoming years.

Below details of the fair value of identifiable assets and liabilities acquired, consideration transferred, and goodwill are presented. Note that fair value was not used as the measurement basis for right-of-use assets and lease liabilities that require a different basis of measurement.

Below the fair values recognised on acquisition are presented.

NOK 1000	Note	Metria AB
Assets		
Identifiable intangible assets	19	254 269
Equipment and fixtures	18	15 905
Right-of-use assets	21	40 822
Cash and cash equivalents		83 534
Trade and other receivable		83 596
Other assets		19 827
Total assets		**497 953**
Liabilities		
Borrowings		0
Trade and other payables		95 579
Contract liabilities		13 044
Lease liabilities	21	40 822
Deferred tax liability	16	51 504
Total liabilities		**200 949**
Net identifiable assets and liabilities at fair value		**297 004**
Non-controlling interests		
Goodwill	19	380 360
Purchase consideration transferred		**677 364**
The consideration consists of		
Cash consideration		677 364
Total consideration		**677 364**
Net decrease/(increase) in cash		
Cash consideration		677 364
Cash and cash equivalents received		83 534
Net decrease/(increase) in cash		**593 830**

Note 3, continued

The goodwill of MNOK 380.4 reflect highly skilled workforce, know-how and technical expertise. No part of the goodwill is deductible for tax purposes. Transaction costs of MNOK 16.7 related to the acquisition are recorded as an expense in 2022.

Fair value of trade receivables acquired is MNOK 75,6.

The Group elected to recognise the non-controlling interests in Ambita at its proportionate share of the acquired net identifiable assets. This decision is made on an acquisition-by-acquisition basis.

The acquired business contributed revenues of MNOK 308.4 and operating profit of MNOK 20.3 to the group for the period from 1 April to 31 December 2022.

If the acquisition had occurred on 1 January 2022, consolidated pro-forma revenue and operting profit for the period ending 31 December 2022 would have been MNOK 1 134 and MNOK 26.5 respectively. These amounts have been calculated using the subsidiary's consolidated results and adjusting them for differences in the accounting policies and the additional amortisation that would have been charged assuming the fair value adjustments to assets had applied from 1 January 2022.

Business combinations completed in 2021

Ambita AS

On 3 May 2021 the Group acquired 100 % of the shares in Ambita AS with an agreed purchase price of MNOK 971.0. The amounts recognised at the date of the acquisition in respect of identifiable assets acquired and liabilities assumed are set out in the table below. Acquisition costs of MNOK 19.4 were recognised as other operating expenses in the income statement following the transaction. Ambita is a technology company delivering solutions digitizing the real estate market. The company's services are used by several thousands of users in real estate transactions and construction projects every day. Ambita's portfolio of services includes Infoland, Ambita's digital registration service, Virdi, Boligmappa and a solution for digital building applications amongst others. The company is also the majority shareholder in Prognosesenteret.

Together with Sikri and the other companies in the Group Ambita represent a strong Nordic innovation centre, uniquely positioned to offer the public sector, private businesses, and citizens better services. In addition to cost synergies, Sikri expects there to be further synergy potential from common solutions and services, cross-selling towards combined customer bases, and growth in the Nordics in the upcoming years.

At the date of acquisition Ambita controls several entities, some of them less than 100 %. As part of the acquisition the non-controlling interests in these entities are recognised in the consolidated financial statements of the Group.

Below the fair values recognised on acquisition are presented.

Note 3, continued

NOK 1000	Note	Ambita AS
Assets		
Identifiable intangible assets	19	431 830
Equipment and fixtures	18	3 945
Right-of-use assets	21	32 905
Cash and cash equivalents		69 356
Trade and other receivable		98 823
Other assets		13 442
Total assets		**650 300**
Liabilities		
Borrowings		26 556
Trade and other payables		140 128
Lease liabilities	21	32 905
Current income taxes payable		6 917
Deferred tax liability	16	73 535
Total liabilities		**280 041**
Net identifiable assets and liabilities at fair value		**370 259**
Non-controlling interests		-51 796
Goodwill	19	652 568
Purchase consideration transferred		**971 031**
The consideration consists of		
Cash consideration		921 031
Seller's credit	26	50 000
Total consideration		**971 031**
Net decrease/(increase) in cash		
Cash consideration		921 031
Cash and cash equivalents received		69 356
Net decrease/(increase) in cash		**851 675**

The goodwill of MNOK 652.6 consists of assembled work-force, as well as the value of combined technologies, services and solutions and new opportunities, through combined customer bases and geographical foot print.

Fair value of trade receivables acquired is MNOK 75.6.

The Group elected to recognise the non-controlling interests in Ambita at its proportionate share of the acquired net identifiable assets. This decision is made on an acquisition-by-acquisition basis.

The acquired business contributed revenues of MNOK 350.9 and profit before income tax of MNOK 16,6 to the group for the period from 3 May to 31 December 2021.

If the acquisition had occurred on 1 January 2021, consolidated pro-forma revenue and profit before income tax for the period ending 31 December 2021 would have been MNOK 775.6 and MNOK 6.9 respectively. These amounts have been calculated using the subsidiary's consolidated results and adjusting them for differences in the accounting policies and the additional amortisation that would have been charged assuming the fair value adjustments to assets had applied from 1 January 2021.

Note 4 - Discontinued operations

Accounting principles

Discontinued operations 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 co-ordinated 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, and historical numbers.

Discontinued operations

On 1 November 2022, Sikri Group announced that the company has entered into an agreement with Construction Analytics AS to divest its ownership in 4CastGroup and Prognosesenteret (Prognosesenteret AS and Prognoscenteret AB), an independent market analysis company that specialises in the Nordic construction and property markets. The transaction was completed on 24 November 2022.

The transaction values 4CastGroup and Prognosesenteret at an enterprise value (EV) of NOK 255 million, implying a cash EBITDA (EBITDAC) multiple of 18.2 using 2021 figures. For Sikri Group, the gross proceeds of the sale are NOK 142 million. Sikri Group will continue to develop the proptech portfolio (EV) 69,6 and has through the transaction acquired 4CG's previous 49 % ownership in the companies in addition to retaining its previous shareholding in the companies.

The cash effect of the transaction is NOK 108 million, of which NOK 37.5 million is a two-year seller´s credit. Prognosesenteret has been part of Ambita since it was acquired on 9 September 2019, at an enterprise value (EV) of approximately NOK 140 million, and a part of Sikri Group since the aqusition of Ambita in 3 May 2021.

The profit (loss) and cash flow information for the disposed Prognosesenteret and 4CastGroup presents as follows:

NOK 1000	2022	2021
Revenue	85 821	38 418
Cost of providing services	4 050	2 273
Gross Profit	**81 771**	**36 145**
Personnel expenses	37 168	26 384
Other operating expenses	14 158	675
EBITDA	**30 445**	**9 086**
Depreciation and amortization expenses	15 135	10 043
Operating Profit	**15 310**	**-957**
Financial Income	69	44
Financial expenses	-674	-728
Profit before income tax	**14 705**	**-1 641**
Income tax expenses	3 201	-895
Profit after income tax of the discontinued operations	**11 504**	**-746**
Gain on sale of the subsidiary after income tax	46 630	
Profit from discontinued operations	**58 134**	**-746**
Net cash flow from operating activities	12 010	10 957
Net cash flow from investing activities*	-19 330	-5 014
Net cash flow from financing activities	0	0
Net increase in cash generated by the subsidiary	**-7 320**	**5 943**
Cash 01.01	**38 218**	**32 275**
Cash at sale	**30 898**	**38 218**

* The group had a cash inflow of TNOK 39 886 from the sale of Prognosesenteret og 4CastGroup.

Note 4, continued

Details of the sale of the subsidiary:

NOK 1000	2022	2021
Consideration received or receivable		
Cash	70 784	
Two year seller credit[1]	37 500	
Gross Profit	**108 284**	
Sellers Credit[2]	34 124	
Total disposal consideration	142 408	
Carrying amount of net assets sold	95 778	
Gain on sale	**46 630**	

1) Repaid in 2023.
2) Extraordinary dividend settled through offset against shares.

Note 5 - Segment information

Accounting principles

An operating segment is a component of an entity that engages in business activities from which it may earn revenues and incur expenses. Furthermore, the entity's component's operating results are regularly reviewed by the entity's chief operating decision maker to make decisions about resources to be allocated to the segment and to assess its performance, and thus separate financial information is available. The Company has determined that the Group's CEO is the chief operating decision maker.

Description

The Group has reorganized its segments and business areas from 1 January 2022, after completing the integration of Ambita into the Sikri Group. The Group's financial reporting has from the same date been changed to reflect the new operating structure. On 1 April 2022, Sikri Group AS finalized the acquisition of Metria AB and this Company was added into the group as an own reporting segment. As a result of the divestment i Prognosesenteret (Prognosesenteret AS and Prognoscenteret AB) these companies are excluded as an own segment.

The group has divided the business into four reportable segments: Public, Private, Consumer and Metria. These four reportable segments represent the main customer groups.

Public: Sale of software and services towards the public sector through Sikri AS.

Private: Sale of services within digital real estate and construction offerings in Norway, enabling digital transformation and providing digital services through Ambita AS.

Consumer: Sale of services within documentation and value estimates on residential properties to professionals within the real estate market through Boligmappa AS and Virdi AS.

Metria: Offers services and solutions in the Swedish market within geoinformation and planning & surveying.

The holding company of the Group, Sikri Group ASA is not allocated to any of the reportable segments but is included in the other/elimination column together with acquisition related expenses and the Sikri Growth portfolio. The operation profit from the discontinued operations in the divested companies are also included in Other/elimination.

Following the on-going integration activities, the way the Group is organised can change and this can have consequences for the reportable segments in the future.

Major products and services are included as disagregated revenue information in note 6.

Note 5, continued

1 January - 31 December 2022

NOK 1000	Public	Private	Consumer	Metria	Other/elimination	Group
Revenue	240 470	432 603	38 389	308 374	11 677	1 031 512
Inter-segment revenue	910	6 705	798	0	-8 413	0
Cost of providing services	33 658	263 756	731	96 843	2 541	397 528
Gross profit	**207 723**	**175 552**	**38 456**	**211 531**	**723**	**633 984**
Personnel expenses	108 554	73 677	15 226	124 616	23 216	345 289
Other operating expenses	33 055	35 529	22 871	38 646	22 297	152 399
EBITDA	**66 113**	**66 345**	**359**	**48 269**	**-44 790**	**136 296**
Depreciation and amortisation expenses	37 083	34 497	14 764	27 926	2 160	116 430
Impairment losses			2 533			2 533
Operating profit	**29 030**	**31 849**	**-16 939**	**20 343**	**-46 950**	**17 333**
Operating profit from discontinued operations					15 310	15 310
Net operation profit	**29 030**	**31 849**	**-16 939**	**20 343**	**-31 640**	**32 643**

1 January - 31 December 2021

NOK 1000	Public	Private	Consumer	Metria	Other/elimination	Group
Revenue	230 792	281 074	21 046		10 330	543 242
Inter-segment revenue	0	0	0		0	0
Cost of providing services	33 164	163 734	555		1 261	198 714
Gross profit	**197 628**	**117 340**	**20 491**	**0**	**9 069**	**344 528**
Personnel expenses	107 827	50 705	8 410		14 039	180 981
Other operating expenses	32 364	20 027	11 029		22 821	86 241
EBITDA	**57 437**	**46 608**	**1 052**	**0**	**-27 791**	**77 306**
Depreciation and amortisation expenses	32 945	22 995	7 700		1 207	64 847
Operating profit	**24 492**	**23 613**	**-6 648**	**0**	**-28 998**	**12 459**
Operating profit from discontinued operations					-957	-957
Net operation profit	**24 492**	**23 613**	**-6 648**	**0**	**-29 955**	**11 502**

Note 5, continued

Segment assets and liabilities

31 December 2022

NOK 1000	Public	Private	Consumer	Metria	Other/elimination	Group
Segment assets	336 044	896 906	166 410	887 177	-75 951	2 210 586
Segment liabilties	195 526	163 713	28 877	186 734	599 069	1 173 921

31 December 2021

NOK 1000	Public	Private	Consumer	Metria	Other/elimination	Group
Segment assets	347 165	889 105	168 479		195 489	1 600 238
Segment liabilties	187 620	154 892	25 174		475 683	843 369

Significant customers and non-current assets

No individual customers account for more than 10 % of the Group's revenue.

Revenues by geographical areas

Around 65% of the revenue in the group comes from Norway. Sweden is the second largest revenue area with more than 30 %.

Note 6 - Revenues

Accounting principles

The sources of revenue from contracts with customers are mainly:

Subscriptions	Software-as-a-Service (SaaS) arrangements, user support, software maintenance and data-driven subscriptions.
Data-driven queries	A menu-based service offering a predefined set of reports or data tailored with specific information for customers to choose from at a fixed price per query.
Consulting services	Installation, implementation, integration, configuration, training, and other consulting services.
On-premises licences	Software licenses transferred/installed on customers computers or data centres owned/contracted by the customer.

Revenue from customer contracts is recognised when the performance obligation in the contract has been performed, either at a "point in time" or "over time". A performance obligation is satisfied when control of the promised product or service is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those products or services.

The Group has identified several types of contracts as listed above. Timing of revenue recognition under each contract or type of contract is determined by the timing of the transfer of promised products and services to the customer. The amount of revenue recognised reflects the amount of consideration to which the Group is entitled for each performance obligation.

The Group considers whether there are other promises in the contracts that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for sale of software and cloud licenses with value-added services, the Group considers the effect of variable considerations, the existence of significant financing components and consideration payable to the customer (if any).

Description of contracts with customers

Subscriptions

Subscriptions include Software-as-a-Service (SaaS) arrangements (in which software maintenance is integrated) and user support related to both SaaS arrangements and on-premises software licences. Subscriptions also include software maintenance related to on-premises software licences and data-driven subscriptions.

Software-as-a-Service (SaaS)

A SaaS subscription is accounted for as a service and does not include the transfer of a license of intellectual property (IP). The company is providing a series of distinct services that represent a single performance obligation satisfied over time as the customer simultaneously receives and consumes the benefits provided. The appropriate measure of progress is day by day over the period in which the service is available.

User support

The promise to the customer is to provide support when it is needed. The delivery of the service is based on requests from the customer. These requests can come un-evenly distributed over time or not at all. The performance obligation is satisfied over time because the customer simultaneously receives and consumes the benefits of the company's performance which is making the support service available over the period of the contract. The appropriate measure of progress is day by day over the period in which the customer has a right to receive support services.

Note 6, continued

Software maintenance

The Group provides software maintenance related to on-premises software licences. As long as the software maintenance is unspecified, and for instance only give the customer a right to software maintenance when and if updates are available, the performance obligation is satisfied over time. The appropriate measure of progress is day by day over the period in which the customer has a right to receive the maintenance.

Data-driven subscriptions

The group provides a predefined set of reports and data tailored with specific information in response to the individual customer's needs. The data-driven subscriptions are accounted for as a service and is a promise to deliver end product based on requests from the customer.

The delivery of the service is based on requests from the customer, unevenly distributed in time and in volume over the period in which the customer has a right to receive the predefined reports and data. The performance obligation is satisfied over time because the customer simultaneously receives and consumes the benefits of the company's performance which is ensuring the services availability over the period of the contract. The appropriate measure of progress is day by day over the period in which the customer has a right to receive the predefined set of report or data.

Data-driven queries

The Group provides a menu-based service offering a predefined set of reports and data for customers to choose at a fixed price per query. The data-driven queries are accounted for as a service and is a promise to deliver an end product. The performance obligation is satisfied at the point in time when the report or data is delivered.

Consulting services

The Group provides consulting services including installation, implementation, integration, configuration, training and other consulting services. The consulting services can either be a promise to deliver each and every hour (time and material type of contracts) or an end result or product.

For the first type of consulting services the performance obligation is satisfied at a point in time, when each hour is delivered. This can be considered to be a series of distinct services that represents a single performance obligation satisfied over time, but the solution for revenue recognition would be the same since accrued hours would be the appropriate measure of progress.

For the other type of consulting services, it is also concluded that the performance obligation is satisfied over time as there is no alternative use for the work performed and the entity has an enforceable right to payment.

On-premises software licenses

The on-premises software licence is made available to the customer to be installed on the customers computers/data centres or in a data centre which the customer has contracted. When the software is installed, or the customer has received the necessary information to download and install the software, the Group is no longer obliged to perform anything, and the software will remain functional for the term of the contract. The customer can use and benefit from the software as it is transferred, and the customer's use or benefit is not significantly conditioned upon the activities of the entity. The performance obligation is satisfied at a point in time when the customer obtains control of the software to be installed.

Transaction price - financing components

There is no significant financing components to be considered when determining the transaction price.

Note 6, continued

Invoicing and payment terms

Invoices are issued periodically, for some yearly subscriptions on a yearly basis, for most other services on a monthly basis. Invoices are generally payable within 30 days.

Principal/agent - third party licenses

The Group may act as a principal or an agent in its contracts that include third-party software licenses. This depends particularly on the primary responsibility for fulfilling the promise to provide the products or services and the entity's discretion in establishing the price, both of which are relevant considerations under the guidance. When acting as principal, the Group assumes responsibility for the licenses delivered and the support provided to the customer in connection with the sale and/or the subsequent license period. In addition, under such contracts, the Group assesses that other factors such as the ability to set prices support the conclusion that the Group is acting as principal. The Group acts as principal under most of its contracts to resell licenses.

Contract costs

The Group recognises the incremental costs of obtaining a contract with a customer as an asset to the extent that the Group expects to recover those costs. The incremental costs of obtaining a contract are those costs that an entity incurs to obtain a contract with a customer that it would not have incurred if the contract had not been obtained. Contract costs are included in trade and other receivables in the statement of financial position. Contract costs are amortised on a systematic basis that is consistent with the Group's transfer of the related services to the customer.

The Group has applied the practical expedient and recognises contract costs, such as commissions, as an expense when incurred if the amortisation period of the asset that the entity otherwise would have recognised is one year or less.

No contract costs are recognised in the statement of financial position as of 31 December 2022 and 31 December 2022.

Presentation

Contract balances

Contract assets

A contract asset is the right to consideration in exchange for products or services transferred to the customer. If the Group performs by transferring products or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Trade receivables

A receivable represents the Group's right to an amount of consideration that is unconditional.

Contract liabilities

A contract liability is the obligation to transfer products or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers products or services to the customer, a contract liability is recognised when the payment is made. Contract liabilities are recognised as revenue when the Group fulfils the performance obligation(s) under the contract.

Note 6, continued

Disaggregated revenue information 2022
Revenue by major products and services

NOK 1000	Share %	Public	Private	Consumer	Metria	Other/elimination	Group
Subscriptions	33 %	167 825	51 455	38 389	78 322		335 991
Data-driven queries	46 %		371 786		86 878	11 677	470 341
Consulting services	20 %	65 536	3 149		142 380		211 065
On-premises software licenses	1 %	6 899	0		0		6 899
Other revenues	1 %	210	6 213		794		7 217
Total revenues	**100 %**	**240 470**	**432 603**	**38 389**	**308 374**	**11 677**	**1 031 512**

Disaggregated revenue information 2021
Revenue by major products and services

NOK 1000	Share %	Public	Private	Consumer	Metria	Other/elimination	Group
Subscriptions	19 %	145 654	26 769	21 046			193 469
Data-driven queries	25 %		248 052			10 330	258 382
Consulting services	7 %	70 710	4 741				75 451
On-premises software licenses	1 %	8 299					8 299
Other revenues	1 %	6 129	1 512				7 641
Total revenues	**53 %**	**230 792**	**281 074**	**21 046**	**0**	**10 330**	**543 242**

Note 6, continued

Contract balances
Changes in contract assets

NOK 1000	2022	2021
Balance at 1 January	0	680
Business combinations	17 346	0
Reclassifications to accounts receivables		-680
Additions in the period	-8 442	0
Impairment losses and allowances recognised		0
Balance at 31 December	**8 904**	**0**

Changes in contract liabilities related to performance obligations

NOK 1000	2022	2021
Balance at 1 January	39 085	15 735
Business combinations	13 044	27 839
Divestment	-2 870	
Revenue recognised in the period that was included in the contract liability at the beginning of the year and acquired in business combinations	-49 259	-43 574
Additions in the period	38 092	39 085
Balance at 31 December	**38 092**	**39 085**

The performance obligations that constitute the contract liability at 31 December 2022 are in its entirety expected to be performed within one year.

Note 7 - Cost of providing services

Description

Cost of providing services is a group of variable costs directly connected with delivering a service, and are recognized when the corresponding service is delivered to the customer. Cost of providing services mainly consists of third-party software licenses, external platform costs (mainly ASP costs) and external consultants hired on customer projects. Other cost of services provided are mainly fees to third parties, as part of deliveries to customers (non-license costs).

Specification of cost of providing services

NOK 1000	2022	2021
Third-party software licenses	9 574	5 083
External IT platforms (ASP, etc.)	16 565	10 663
Services/goods from Data suppliers	326 731	157 850
Goods for resale	217	4 678
External consultants	24 170	6 475
Other cost of services provided	20 271	13 964
Total cost of services provided	**397 528**	**198 714**

Note 8 - Personnel expenses and number of employees

Number of employees during the year (full-time equivalents) was 447 (261 in 2021). At the end of the year the Group consisted of 490 employees (270 in 2021).

Specification of salary and personnel costs

NOK 1000	Note	2022	2021
Salaries		232 069	128 315
Bonuses		9 446	7 000
Pension costs		23 698	12 133
Share-based payment	10	8 396	3 975
Payroll tax		60 403	24 215
Other benefits		11 276	5 344
Salary and personnel costs		**345 289**	**180 981**

Capitalised personnel costs related to research and development in 2022 was MNOK 41.9 (2021 MNOK 17.2).

Pension cost

The Group is required to have an occupational pension scheme for all employees in accordance with the Norwegian law on required occupational pension ("lov om obligatorisk tjenestepensjon"). The Group's pension scheme meets the requirements of that law. The pension schemes in the Group are defined contribution schemes and the total cost of these schemes was MNOK 23.7 in 2022 (MNOK 12.1 in 2021).

Note 9 - Compensation and benefits to the management

Main principles for the stipulation of remuneration to Senior Executives

The guidelines for remuneration to the Senior Executives can be found on Sikri Group ASA's web-pages, at https://sikrigroup.com/corporate-governance.

The remuneration to the Senior Executives shall be determined on the basis of the following main principles:

- The executive management shall be offered competitive salary and other benefits in line with similar positions in comparable companies.
- The compensation arrangements should be easy to manage and understand, long-term and possess flexibility.
- The total compensation arrangement should be linked to the Company's earnings and performance, and to the individual elements of the personal terms.

The total remuneration package for Senior Executives may consist of a fixed base salary, pension and insurance coverage, variable salary and other benefits. The variable salaries shall be suitable to motivate, retain and reward individuals, and shall be based on responsibilities, expertise and performance.

Base salary

The executive mangament are offered a fixed base salary at a level considered competitive and comparable to similar positions and companies. The level of fixed salary is reviewed regularly, usually annually. The fixed base salary are constitute the main component of the executive management compensation.

Note 9, continued

Pension and insurance

The executive management are included in the Company's standard pension and insurance schemes on the same terms and conditions as other employees.

Other benefits

The executive management may be offered other benefits that are common for comparable positions, such as telephone service, home PC, free broadband service and newspapers. There are no special restrictions on the type of other benefits that can be agreed on.

Variable remuneration

In order to implement the Group's business strategy, long-term interests and financial sustainability, the executive management have receive the following variable remuneration:

1. Bonus arrangements (short-term incentive)

The exectutive management are offered performance-based bonus arrangements which is based on the Company's financial and operational results as well as personal goals. The criteria for the performance-based bonus are determined by the board of directors and is linked to measurable factors.

Whether the criteria for bonus payment for exectutive mangement have been fulfilled, is determined by the board of directors. This is done during the first quarter of the subsequent year on the basis of the pre-determined criteria. To determine if the goals have been met, a quantitative assessment is made of the quantitative goals, while individual assessments are made for the qualitative goals. The Company may not require repayment of variable remuneration, except in the event of obvious errors in the calculation or the payment process.

The CEO and CFO of the Company have performance-based variable remunerations in addition to their basic salary, which constitutes 3 months' salary. The amount of bonus is determined upon meeting certain pre-defined financial targets for the Company set by the board of directors. The criteria for this bonus is a combination of quantitative and qualitative targets determined by the board of directors.

The remaining executive management have separate bonus agreements. The bonus is calculated on the basis of achievement of budgeted Group income and EBITDA, and other quantitative and qualitative criteria that are determined on an annual basis. The annual bonus is capped at the equivalent of 2 or 3 months' salary.

2. Share-based compensation (long-term incentive)

In order to align the interest of the Company's key personnel by those of the Company, rights to shares in the Company (options) are granted as a part of the total remuneration package for Senior Executives and other key personnel. The different option programs are described in note 10.

Employe share-purchase program (ESPP)

The Company has established share purchase programs for the Group's employees and board members. The executive management have also been given the opportunity to participate, on the same terms and conditions as the other employees of the Group. The different ESPP programs are described in note 9.

Conditions for dismissal and severance schemes

The CEO has an agreement with a 12 months' notice period in case of termination, during which the CEO receives full compensation.

Note 9, continued

Remuneration
The Board of Directors

NOK 1000	2022	2021
Rolf Erik Ryssdal, Chairman of the board *		
Jens Rugseth, Board member *	200	400
Martine Drageset, Board member		
Sigrun Syverud, Board member		
Preben Rasch-Olsen, Board member	200	200
Torstein Harildstad, Chairman of the board *	400	0
Rune Syversen, Board member **	200	200
Christian Krag Breddam, Board member **	200	200
Fredrik Cappelen, Board member **	200	200
Torbjørn G. Krøvel, Board member **	200	200
Total Board of Directors	**1 600**	**1 400**

* Jens Rugseth was Chairman of the board until 18 June 2021. Torstein Harildstad was Chairman of the board until 24. November 2022. ** Board members until 31. May 2022.

Management

NOK 1000	Salary and other short-term benefits	Bonus for the year**	Pension contributions and other benefits	Share-based payment expenses	Total
Nicolay Moulin, Chief executive officer	1 865	580	84	575	3 104
Camilla Aardal, Chief financial officer	1 763	768	83	615	3 229
Eirik Pedersen, Chief sales officer	1 728	125	83	610	2 546
Anny Bratterud, Chief human resources officer*	833	74	43	415	1 365
Anne Mette Havaas, Chief Marketing officer	1 132	135	63	508	1 838
Total remuneration	**7 321**	**1 682**	**356**	**2 723**	**12 082**

* New role on Group level, from 1 June, 2022.
** Bonus defined as yearly mgmt bonus/variable remuneration earned in the year, in addition to project bonuses/special bonuses paid in the year.

No loans or guarantees have been given to the CEO or the Chairman/members of the Board.

Note 9, continued

Number of shares directly or indirectly held by the management

		31.12.22*	31.12.21
Rolf Erik Ryssdal	Chairman of the board	1 767 467	6 873
Jens Rugseth	Board Member	44 514 628	6 401 401
Preben Rasch-Olsen	Board Member	16 179 619	2 186 395
Martine Drageset	Board Member	7 025	
Sigrun Syverud	Board Member	17 055	
Nicolay Moulin	CEO	1 249 985	245 000
Camilla Aardal	CFO	145 780	25 409
Eirik Pedersen	CSO	1 250 640	250 128
Anny Bratterud	CHRO	7 730	
Anne Mette Havaas	CMO	82 810	16 562
Total number of shares directly or indirectly held by the management		**65 222 739**	**9 131 768**

* Reflects the 1:5 share split resolved at the annual general meeting 31 May 2022; ** Rolf Erik Ryssdal was elected Chairman of the board at the extraordinary general meeting 24 November, 2022.

Number of share options directly or indirectly held by the management

Year ended 31 December 2022

NOK 1000	Opening balance	Options adjusted*	Options expired	Closing balance
Nicolay Moulin, Chief executive officer	47 294	189 176		236 470
Camilla Aardal, Chief financial officer	45 051	180 204		225 255
Eirik Pedersen, Chief sales officer	46 524	186 096		232 620
Anny Bratterud, Chief human resources officer	20 998	83 992		104 990
Anne Mette Havaas, Chief Marketing officer	40 633	162 532		203 165

* Reflects the 1:5 share split resolved at the annual general meeting 31 May 2022.

Year ended 31 December 2021

NOK 1000	Opening balance	Options granted	Options expired	Closing balance
Nicolay Moulin, Chief executive officer	32 565	14 729		47 294
Camilla Aardal, Chief financial officer	25 904	19 147		45 051
Eirik Pedersen, Chief sales officer	25 904	20 620		46 524
Anny Bratterud, Chief human resources officer*	0	20 998		20 998
Anne Mette Havaas, Chief Marketing officer	25 904	14 729		40 633

* Reflects the 1:5 share split resolved at the annual general meeting 31 May 2022.

Note 10 - Share-based payment

Accounting principles

The Group has a share option program for its key employees and an employee share purchase program involving bonus shares that are accounted for as equity settled. The future potential shares, both in the form of options and bonus shares, are valued at fair value at the grant date and recognised as an employee benefit expense during the vesting period with a corresponding entry in equity.

The expense determined at the grant date is based on the Group's estimate of the number of shares that will ultimately vest. The estimate is reviewed at each reporting date and the potential impact of any adjustments to the initial estimates is recognised in profit or loss and a corresponding adjustment is made to equity.

Fair value of the potential shares (options and bonus shares)

The fair value of the options and the right to bonus shares is determined when they are allotted and expensed over the vesting period. The vesting period is when the employees' service conditions are met, and the employee has the right to exercise the option. The fair value at the grant date is determined using the Black-Scholes-Merton option pricing model, which takes into account the exercise price, the expected lifetime of the option, the current price of the underlying shares, the expected volatility of the share price, any dividends expected on the shares and the risk-free interest rate for the life of the option. The expected share price volatility is based on historical volatility for a selection of comparable listed companies. The risk-free rate is based on published government zero-coupon yields published by the Central Bank of Norway.

Description

Share option program

The Group has implemented a share option program for management and key employees. The program originally comprised 444,117 share options (pre-split in 2022) of which the board of directors of the Company (the "Board") can grant 148,039 share options annually over a three-year period starting in 2020. Each share option will give the option holder the right to subscribe and be allocated one share in the Company at the exercise price. The exercise price for the share options will be set by the Board and be based on the market value of the Company's shares and is subject to an 10 % annual increase. Grant and allocation of share options are at the discretion of the Board. Each grant of share options will vest with 1/3 each 1 January over a three-year period and can thereafter be exercised during a period ending 31 December in the second year after the last 1/3 of the options are vested. Share options that are not exercised within the exercise period will lapse and be of no value to the option holder. Exercise of vested share options can only take place during certain exercise windows, each window being the 14-days period after the Company has published its quarterly financial information. Exercise of share options are subject to the option holder being employed with the Group at the time of exercise. The Company has the right, in its sole discretion, to settle any share options by transfer of existing shares, new shares or a mix of the two. Further, the Company has the right to settle any vested share option in cash in the event of certain circumstances, such as in the event of a take-over.

Options granted in 2022

In 2021, the company established a share option program for the chairman of the Board, with similar terms as offered under the option program established in December 2020 and on 20 May 2022 the Board resolved to grant 25,409 share options to the company's chairman. The exercise price for this grant is set at NOK 86, corresponding to the market price of the Company's shares at the time the chairman accepted the role, and is subject to a 10% increase annually, first

Note 10, continued

time 1 May 2023. The share options under this grant will vest with 1/3 on 1 May 2023, 1/3 on 1 May 2024 and 1/3 on 1 May 2025. Any vested share options under this grant must be exercised no later than on 30 April 2027. When the company changed the company structure to a Public Limited liability company, this option program was cancelled. No new grants were, or will be, given under the grant. Furthermore, as the previous chairman of the Board, Torstein Harildstad, was replaced by EGM in November 2022, the final vesting in 2024 and 2025 will not take place.

Weighted average fair value of the options granted in 2022 at the measurement date is NOK 4.92. The fair value calculation is based on a weighted average risk-free rate of 2.5 %. The stock price used for the calculation is NOK 17.20. No dividends are expected to be paid in the period., and the volatility used for the calculation is 43.9%.

Options granted in 2021

In 2021, the company established a share option program for the chairman of the Board, with similar terms as offered under the option program established in December 2020 and on 3 June 2021 the Board resolved to grant 25,409 share options to the company's new chairman. The exercise price for this grant is set at NOK 86, corresponding to the market price of the Company's shares at the time the chairman accepted the role, and is subject to a 10% increase annually, first time 1 May 2022. The share options under this grant will vest with 1/3 on 1 May 2022, 1/3 on 1 May 2023 and 1/3 on 1 May 2024. Any vested share options under this grant must be exercised no later than on 30 April 2026. When the company changed the company structure to a Public Limited liability company, this option program was cancelled. No new grants were, or will be, given under the grant. Furthermore, as the previous chairman of the Board, Torstein Harildstad, was replaced by EGM in November 2022, the final vesting in 2024 will not take place.

On 29 December 2021, the Board resolved to grant 148,039 share options (the "2021 Grant") under the share option program. The exercise price for this grant is set at NOK 108, being equal to the market price of the Company's shares on 28 December 2021, and is subject to a 10 % increase annually, first time 1 January 2023. The share options under the 2021 Grant will vest with 1/3 on 1 January 2023, 1/3 on 1 January 2024 and 1/3 on 1 January 2025. Any vested share options under the 2020 Grant must be exercised no later than on 31 December 2026.

Further, following the acquisition of Ambita, the Board decided to grant an additional 104,990 options to key employees in the Ambita Group (the "Ambita Grant"), under the same terms as the 2020 Option program. These options are in addition to the options that may be awarded under the 2020 option program.

Weighted average fair value of the options granted in 2021 at the measurement date is NOK 35,62. The fair value calculation is based on a weighted average risk-free rate of 1,40 %. The weighted average stock price used for the calculation is NOK 111,73. No dividends are expected to be paid in the period., and the volatility used for the calculation is 48,2 %.

Options granted in 2020

On 30 December 2020, the Board resolved to grant 148,039 share options (the "2020 Grant") under the share option program. The exercise price for this grant is set at NOK 89, being equal to the market price of the Company's shares on 21 December 2020, and is subject to a 10 % increase annually, first time 1 January 2022. The share options under the 2020 Grant will vest with 1/3 on 1 January 2022, 1/3 on 1 January 2023 and 1/3 on 1 January 2024. Any vested share options under the 2020 Grant must be exercised no later than on 31 December 2025.

Weighted average fair value of the options in the 2020 Grant at the measurement date is NOK 26,83. The fair value calculation is based on a treasury bond rate of 0,24 %. The stock price on 30 December 2020 used in the calculation was NOK 95. No dividends are expected to be paid in the period. The calculation of volatility is based on all observations from the listing of the company 15 July 2020 until 30 December 2020. The annualized standard deviation is 56,7 %.

Note 10, continued

	Number of share options	Weighted average exercise price
Outstanding at 1 January 2022	426 971	114.62
Granted during the year	25 409	94.89
Adjusted during the year*	1 809 520	22.70
Forfeited during the year	-213 395	20.45
Outstanding at 31 December 2022	**2 048 505**	**22.94**
Exercisable at 31 December 2022	0	0.00

* Reflects the 1:5 share split resolved at the annual general meeting 31 May 2022.

The options outstanding at 31 December 2022 had an exercise price in the range of NOK 19.58 to NOK 26.14 and a weighted average contractual life of 4.6 years.

	Number of share options	Weighted average exercise price
Outstanding at 1 January 2021	148 039	108.02
Forfeited during the year	0	0.00
Exercised during the year	0	0.00
Granted during the year	278 932	118.13
Outstanding at 31 December 2021	**426 971**	**114.62**
Exercisable at 31 December 2021	0	0.00

The options outstanding at 31 December 2021 had an exercise price in the range of NOK 97.90 to NOK 130.68 and a weighted average contractual life of 4.6 years.

Employee share purchase program

The Group has established a share purchase programme ("ESPP") for the employees approved by the Board on 14 May 2020. Under the ESPP employees and board members have been invited to purchase shares in the Company. There have been 3 different ESPP programs with the same terms (2020 ESPP, 2021 ESPP and 2022 ESPP).

Subject to the employee not selling its shares under the ESPP and continued employment in the Group for a three-year period, the employee will be entitled to receive 5 bonus share per 15 shares purchased in the ESPP (1 bonus share per 3 shares pre split). The employees must pay the nominal value of each bonus share upon delivery. The nominal value of one share is currently NOK 0.02.

The members of the Board of Directors participate in the ESPP on the same terms and conditions as the employees, except that entitlement to bonus shares is only subject to the board members not selling the shares acquired under the ESPP for the three-year period.

Under the ESPP, the company has the right to settle the bonus shares in cash.

Potential bonus shares

	Number of bonus shares granted	Grant date	Vesting date	Expiry date
2020 grant *)	375 910	14.05.2020	07.01.2023	07.01.2023
2021 grant *)	175 110	03.12.2021	03.12.2024	03.12.2024
2022 grant *)	156 980	27.05.2022	27.05.2025	27.05.2025

* Reflects the 1:5 share split resolved at the annual general meeting 31 May 2022.

Note 10, continued

The fair value of the bonus share is calculated as the difference between the estimated marked price of the share at grant date (2022: NOK 18.7 2021: NOK 23.3. 2020: NOK 7.8) and the strike price (NOK 0.02). It is assumed that 95 per cent of the employees (2020: 90 per cent) are still employed and receive the shares following the vesting of the service period.

	Number of share options	Weighted average exercise price
Outstanding at 1 January 2021	75 182	0.1
Adjusted during the year	-4 658	0.1
Terminated during the year	-1 794	0.1
Granted during the year	35 022	0.1
Outstanding at 31 December 2021	**103 752**	**0.1**
Outstanding at 1 January 2022*	103 752	0.1
Adjusted during the year	415 008	0.02
Terminated during the year	-17 234	0.02
Granted during the year	156 980	0.02
Outstanding at 31 December 2022	**658 506**	**0.02**

* Previous to the 1:5 share split resolved at the annual general meeting 31 May 2022.

Note 11 - Other operating expenses

Specification of other operating expenses

NOK 1000	Note	2022	2021
General IT, licenses and hosting		46 366	19 167
Advisors and consultants		48 476	31 850
Acquisition costs	3	16 704	19 251
Facilities and office costs		7 976	7 810
Sales and marketing		12 914	4 490
Travel expenses		9 305	1 312
General administration		4 885	1 715
Loss in receivables	23	1 705	213
Other operating expenses		4 068	434
Total other operating expenses		**152 399**	**86 241**

No significant research and development expenditures are expensed during the period.

Specification of the auditor’s fees

NOK 1000	2022	2021
Statutory audit	2 505	1 173
Other assurance services	778	329
Other non-assurance services	0	0
Tax consultant services	0	0
Total auditor's fees	**3 283**	**1 502**

VAT is not included in the fees specified above.

Note 12 - Government Grants

Accounting principles

Government grants are recognised when it is reasonably certain that the Group will meet the conditions stipulated for the grants and that the grants will be received. Operating grants are recognised systematically during the grant period. Grants are deducted from the cost which the grant is meant to cover. Investment grants are capitalised and recognised systematically over the asset's useful life. Investment grants are recognised either as deferred income or as a deduction of the asset's carrying amount.

Specification of government grants

NOK 1000	2022	2021
SkatteFUNN*	7 476	5 658
Innovasjon Norge	1 190	0
Norsk Forskningsråd	3 857	0
Oslo Kommune**	360	78
Total government grants	**12 883**	**5 736**

* The SkatteFUNN is a government program designed to stimulate research and development in Norwegian trade and industry. The incentive is a tax credit and comes in the form of a possible deduction from a company's payable corporate tax.

** Salary compensation from Oslo Kommune - "Company-internal training".

Note 13 - Depreciation and amortisation

Accounting principles

Equipment and fixtures

Depreciations are calculated on a straight-line basis over the assets' expected useful life and adjusted for any impairment charges. Expected useful lives are reviewed annually. If this differs significantly from previous estimates, depreciation plans are changed accordingly.

Leases

The Group applies the depreciation requirements in IAS 16 Property, Plant and Equipment in depreciating the right-of-use asset, except that the right-of-use asset is depreciated from the commencement date to the earlier of the lease term and the remaining useful life of the right-of-use asset.

Intangibles

Assets acquired as a part of a business combination are recognised at their fair value at the date of acquisition and are subsequently amortised on a straight-line basis over their estimated useful lives. Capitalised development costs are amortised on a straight-line basis over the estimated useful life of the asset.

Critical judgements and significant estimates

The useful life of a software development project is difficult to estimate and monitor. The estimated useful life for such development projects is 5-10 years. For customer contracts/customer relations, an amortisation period of 10 years is applied. The observable churn rate is low.

Note 13, continued

Depreciation and amortization expenses

NOK 1000	Note	2022	2021
Equipment and fixtures	18	8 474	2 260
Right-of-use assets	21	22 800	6 650
Intangible assets	19	85 157	55 937
Total depreciation and amortisation expenses		**116 430**	**64 847**

Specification of amortisation expenses (intangible assets)

Amortisation charge

NOK 1000	2022	2021
Capitalised development		
Amortisation on internally developed	39 261	23 617
Amortisation on acquired in business combinations	13 681	10 518
Total capitalised development	**52 942**	**34 135**
Cutomer contracts/relations		
Amortisation on internally developed	377	377
Amortisation on acquired in business combinations	31 329	20 916
Total customer contracts/relations	**31 705**	**21 293**
Trademarks		
Amortisation on internally developed	0	0
Amortisation on acquired in business combinations	509	510
Total trademarks	**509**	**510**
Total amortisation expenses	**85 157**	**55 937**

Note 14 - Impairment tests

Accounting principles

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. Intangible assets in progress are also 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 if 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.

Critcal judgements and significant estimates

The Group is required to assess conditions that could cause an asset or a cash-generating unit to become impaired. The recoverable amount of the cash-generating units was determined based on value-in-use calculations which requires management estimates on highly uncertain matters, such as sales, macroeconomic outlook and the impact on markets and prices, development in demand, inflation, operating expenses, and legal regulation. The Group uses internal business plans and the best estimate of long-term development in the markets where it operates, discount rates and other relevant information.
A forecast is developed for a period of five years with projections thereafter.

Note 14, continued

Impairment tests for goodwill, intangible assets that have an indefinite useful life and intangible assets in progress

Goodwill, intangible assets that have an indefinite useful life and intangible assets in progess were tested for impairment at the end of 2022. No impairment losses were recognised, as the determined recoverable amounts exceeded the carrying values.

Goodwill

Recognised goodwill in the Group amounts to MNOK 1041.8 as of 31 December 2022. Goodwill is derived from the acquisitions described in note 3. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to cash-generating units or groups of cash-generating units as follows:

NOK 1000	31.12.2022	31.12.2021
Sikri CGU's	59 818	59 818
Ambita CGU	515 820	515 820
4CastGroup CGU *)		56 624
Proptech CGU *)	5 662	
Boligmappa CGU	80 124	80 124
Metria CGU	384 468	
Total goodwill	**1 045 892**	**712 386**

* 4CastGroup divested in 2022, Proptech is the remaining companies after the divestment.

Intangible assets that have an indenfinite useful life

Intangible assets that have an indefinite useful life comprise the trademarks acquired as part of the Ambita acquisition (refer to note 3). The carrying values of the trademarks and their respective cash-generating units are summarised in the table below.

NOK 1000	31.12.2022	31.12.2021
Sikri CGU		
Ambita CGU	118 196	118 196
4CastGroup CGU *)		29 515
Proptech CGU *)		
Boligmappa CGU	16 222	16 222
Metria CGU		
Total goodwill	**134 418**	**163 933**

* 4CastGroup divested in 2022, Proptech is the remaining companies after the divestment.

Note 14, continued

Key assumptions in value in use calculations and sensitivity to changes in assumptions

The value in use calculations are based on forecasts for the period from 2023 to 2027 and cash flow projections thereafter. The following significant assumptions are used for the value in use calculations. In the view of the management, no reasonable change in the assumptions would lead to the recognition of an impairment loss. The sensitivity analysis is commented on under each assumption below.

Cash-generating units	Revenue growth	EBITDA-margin	Capital expenditure	Long-term growth rate	Pre-tax discount rate
Sikri	11.3 %	30.2 %	8.8 %	2.0 %	13.5 %
Ambita	5.0 %	18.2 %	2.5 %	2.0 %	13.0 %
Boligmappa	28.2 %	21.4 %	31.2 %	2.0 %	19.0 %
Metria	7.3 %	18.1 %	2.5 %	2.0 %	12.1 %

Revenue growth rate

Average rates of growth in operating revenue and gross profit are based on management's expectations of growth within the cash-generating units. A decrease of the growth assumption of 5 percent units for Sikri, Boligmappa/Virdi and Metria would lead to a significant change in the value in use, but it would still be significantly higher than the carrying values and no impairment loss would be recognised. For Ambita the value in use will exceed the carrying value to the point of a 1.9 percent units decrease of the growth assumption.

EBITDA-margin

EBITDA margins are based on the volume/margins achieved historically, adjusted for expected future developments in market conditions. A reduction in the EBITDA margin of 5 percent units for Sikri and Boligmappa/Virdi would lead to a significant change in the value in use, but it would still be significantly higher than the carrying values and no impairment loss would be recognised. For Ambita and Metria the value in use will exceed the carrying value to the point of respectively a 1.2 percent units decrease and a 4,9 percent units decrease of the EBITDA margin.

Capital expenditure

The level of internal development activities is expected to be high in the coming years and capital expenditure is expected to increase in line with the growth in revenue. An increase of 5 percent units for Sikri and Boligmappa/Virdi, and an increase of respectively 1.2 percent units and 4.9 percent units for Ambita and Metria will have the same impact on the value in use calculation as the change in EBITDA margin as explained above.

Long-term growth rate

This is the average growth rate used to extrapolate cash flows beyond the budget period and is based on management expectations. A reduction in the long-term growth rate by 2 percent units for Sikri, Boligmappa/Virdi and Metria would lead to a significant change in the value in use, but it would still be significantly higher than the carrying values and no impairment loss would be recognised. For Ambita the value in use will exceed the carrying value to the point of a 1.3 percent units reduction in the long-term growth rate.

Pre-tax discount rate

Future cash flows are discounted to present value using a discount rate based on a calculation of a

weighted average cost of capital (WACC) adjusted for tax. An increase by 2 percent units for Sikri, Boligmappa/Virdi and Metria would lead to a significant change in the value in use, but it would still be significantly higher than the carrying values and no impairment loss would be recognised. For Ambita the value in use will exceed the carrying value to the point of a 0.8 percent units increase in the WACC.

Note 15 - Financial income and expenses

Specification of financial income and expenses

Financial income

NOK 1000	Note	2022	2021
Interest income from bank deposits		1 058	19
Foreign exchange gains		729	156
Other financial income		1 692	2 036
Total financial income		**3 479**	**2 212**

Financial expenses

NOK 1000	Note	2022	2021
Interest on debts and borrowings	26	45 617	13 682
Foreign exchange losses		2 057	307
Interest expense on lease liabilities	21	2 327	1 007
Other financial expenses		2 626	295
Total financial expenses		**52 627**	**15 290**
Net financial items		**-49 148**	**-13 078**

Note 16 - Income tax

Accounting principles

The tax expense consists of tax payable and changes to deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. The reported income taxes are recognised in the amount expected to be payable on the basis of the statutory regulations in force or enacted on the balance sheet date.

Deferred tax assets and liabilities are calculated on the basis of temporary differences between the carrying amount of assets and liabilities in the statement of financial position and their tax basis, together with tax losses carried forward at the balance sheet date. Deferred tax assets and liabilities are calculated based on the tax rates and tax legislation that are expected to apply when the assets are realized or the liabilities are settled, based on the tax rates and tax legislation that have been enacted or substantially enacted on the balance sheet date. Deferred tax is not recognised for temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised when it is probable that the company will have sufficient taxable profit in subsequent periods to utilise the tax asset. Deferred tax and deferred tax assets are recognised at their nominal value and classified as non-current assets (non-current liabilities) in the statement of financial position. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred taxes assets and liabilities relate to income taxes in the same taxable entity.

Note 16, continued

Critical judgements and significant estimates

Valuation of deferred tax assets is dependent on management's assessment of future utilisation of the asset. Expected utilisation may result from expected taxable income in the future, planned transactions or planned tax optimizing measures, all of which may be uncertain. Economic conditions may change and lead to a different conclusion regarding the utilisation. Tax authorities may challenge the calculation of taxes payable in the entities from prior periods. Such processes may lead to changes to prior periods taxable income, resulting in changes to income tax expense in the period of change, as well as interest and fines.

Specification of income tax expense

NOK 1000	2022	2021
Current tax		
Taxes payable on this year's taxable income	19 134	12 452
Income tax expense accrued prior to the business combination	0	-232
Correction of previous years current income taxes	-784	0
Deferred tax		
Changes in deferred taxes	-18 998	-5 101
Income tax expense	**-648**	**7 119**

Temporary differences - basis for recognised deferred tax

NOK 1000	31.12.22	31.12.21
Equipment and fixtures	-13 705	47 622
Intangible assets	555 854	340 427
Right-of-use assets	47 600	36 466
Receivables	-358	-1 580
Lease liabilities	-48 389	-37 247
Profit and loss account	705	882
Tax losses carried forward	-14 443	-42 555
Other	-159	-16 808
Total temporary differences - basis for recognised deferred tax	**527 105**	**327 207**
Deferred tax asset - gross	-18 298	-24 721
Deferred tax liabilities - gross	130 848	96 725
Unrecognised deferred tax	2 977	7 245
Net deferred tax asset(-)/liability(+)	**115 527**	**79 248**

Note 16, continued

Recognition of tax expense

The income tax expense differs from the amounts computed when applying the Norwegian statutory tax rate to income before income taxes as a result of the following:

NOK 1000	2022	2021
Pre-tax profit	-31 816	-619
Income taxes calculated at 22 %	-6 999	-136
Changes in unrecognised deferred tax asset	1 560	-661
Permanent differences (non-deductible expenses)	283	8 779
Non-taxable income	3 675	-413
Effect of lower tax rate in Sweden	-400	
Other	1 235	-450
Income tax expense	**-648**	**7 119**

Changes in net deferred tax assets

NOK 1000	Note	2022	2021
Opening balance as of 1 January		79 249	10 155
Other changes		-612	660
Deferred tax liabilities attributable to business combinations	3	51 504	73 535
Deferred tax liabilities attributable to discontinued operations		-13 556	
Tax expense/income recognised in profit and loss		-1 057	-5 101
Net deferred tax asset(-)/liability(+) at 31 December		**115 527**	**79 249**

Note 17 - Earnings per share

Accounting principles

The calculation of basic earnings per share is based on the profit from continuing operations attributable to the ordinary equity holders of the parent entity using the weighted average number of ordinary shares outstanding during the year after deduction of the average number of treasury shares held over the period.

The calculation of diluted earnings per share is consistent with the calculation of the basic earnings per share, but at the same time gives effect to all dilutive potential ordinary shares that were outstanding during the period, by adjusting the profit/loss and the weighted average number of shares outstanding for the effects of all dilutive potential shares, i.e.:

- The profit/loss for the period attributable to ordinary shares is adjusted for changes in profit/loss that would result from the conversion of the dilutive potential ordinary shares
- The weighted average number of ordinary shares is increased by the weighted average number of additional ordinary shares that would have been outstanding, assuming the conversion of all dilutive potential ordinary shares

Note 17, continued

Basic and diluted earnings per share

NOK 1000	2022	2021 *
Profit for the year	26 964 949	-8 484 107
Non-controlling interest	3 251 682	219 148
Owners of Sikri Group ASA	**23 713 267**	**-8 703 255**
Weighted average number of ordinary shares (basic)		
Issued ordinary shares at 1 January	94 544 600	74 019 275
Effect of shares issued in the period	8 175 684	13 514 795
Effect of own shares	-2 075	-2 075
Weighted average number of ordinary shares (basic) outstanding	**102 718 209**	**87 531 995**
Basic earnings per share	**0.23**	**-0.10**
Weighted average number of ordinary shares (diluted)		
Weighted average number of ordinary shares (basic)	103 266 126	87 536 145
Effect of share options on issue		0
Weighted average number of ordinary shares (diluted) outstanding	**103 266 126**	**87 536 145**
Diluted earnings per share	**0.23**	**-0.10**
Number of share options on issue that could potentially dilute basic earnings per share in the future that are antidilutive in the period	545 842	441 680

	2022	2021 *
Number of outstanding ordinary shares at 1 January	94 544 600	74 019 275
Number of outstanding ordinary shares at 31 December	127 442 977	94 544 600

* Share split completed in June. Earnings per share are aligned with the new number for shares.

Basic and diluted earnings per share continuing operations

NOK 1000	2022	2021 *
Profit for the year	-31 168 585	-7 737 842
Non-controlling interest	-409 318	-1 160 000
Owners of Sikri Group ASA	**-30 759 267**	**-6 577 842**
Weighted average number of ordinary shares (basic)		
Issued ordinary shares at 1 January	94 544 600	74 019 275
Effect of shares issued in the period	8 175 684	13 514 795
Effect of own shares	-2 075	-2 075
Weighted average number of ordinary shares (basic) outstanding	**102 718 209**	**87 531 995**
Basic earnings per share	**-0.30**	**-0.08**
Weighted average number of ordinary shares (diluted)		
Weighted average number of ordinary shares (basic)	103 266 126	87 536 145
Effect of share options on issue		0
Weighted average number of ordinary shares (diluted) outstanding	**103 266 126**	**87 536 145**
Diluted earnings per share	**-0.30**	**-0.09**
Number of share options on issue that could potentially dilute basic earnings per share in the future that are antidilutive in the period	545 842	441 680

	2022	2021 *
Number of outstanding ordinary shares at 1 January	94 544 600	74 019 275
Number of outstanding ordinary shares at 31 December	127 442 977	94 544 600

* Share split completed in June. Earnings per share are aligned with the new number for shares.

Note 18 - Equipment and fixtures

Accounting principles

Equipment and fixtures are stated at historical cost less accumulated depreciation and any impairment charges. Refer to note 11 for further informastion on the depreciation policy and costs. Ordinary repairs and maintenance costs are charged to the income statement during the financial period in which they are incurred. Gains and losses on disposals are determined by comparing the disposal proceeds with the carrying amount and are included in operating profit.

Equipment and fixtures are reviewed for potential impairment if events or changes in circumstances indicate that the carrying amount of an asset exceeds its recoverable amount. The difference between the assets carrying amount and its recoverable amount is recognised in the income statement as impairment charges. Equipment and fixtures that are impaired are reviewed for possible reversal of the impairment at each reporting date. If the basis for an impairment loss recognised in previous periods no longer is present, the impairment loss is reversed up to a maximum of the amortised/depreciated cost.

Reconciliation of equipment and fixtures

Year eneded 31 December 2022

NOK 1000	Note	Office, equipment, furniture etc.
Accumulated cost at 1 January		8 518
Additions		9 360
Acquisitions of business	3	15 905
Sale/disposal		-568
Translation difference		173
Closing balance accumulated cost at 31 December		**33 389**
Accumulated depreciations and impairment at 1 January		3 002
Depreciation charge	13	8 474
Sale/disposal		128
Closing balance accumulated depreciations and impairment		**11 603**
Closing net book amount at 31 December		**21 785**
Useful life		3-5 years
Depreciation plan		Linear

Note 18, continued

Year eneded 31 December 2021

NOK 1000	Note	Office, equipment, furniture etc.
Accumulated cost at 1 January		3 939
Additions		853
Acquisitions of business	3	3 945
Sale/disposal		-220
Closing balance accumulated cost at 31 December		**8 518**
Accumulated depreciations and impairment at 1 January		911
Depreciation charge	13	2 260
Depreciation charge discontinued operations		51
Sale/disposal		-220
Closing balance accumulated depreciations and impairment		**3 002**
Closing net book amount at 31 December		**5 517**
Useful life		3-5 years
Depreciation plan		Linear

Note 19 - Intangible assets

Accounting principles

Intangible assets acquired in business combinations

Acquired Intangible assets comprise capitalised development, customer contracts/ customer relations and trademarks. Assets acquired as a part of a business combination are recognised at their fair value at the date of acquisition and are subsequently amortised on a straight-line basis over their estimated useful lives. Business combinations are further described in note 3.

Goodwill

Goodwill is recognised as the aggregate of the consideration transferred and the amount of any non-controlling interest and deducted by the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. Goodwill is not depreciated but is tested at least annually for impairment. Accounting principles related to impairment testing are described in note 13.

Capitalized development

Expenses relating to research activities are recognised in the income statement they incur. Expenses relating to development activities are capitalised to the extent that the product or process is technically and commercially viable and the Group has sufficient resources to complete the development work. Expenses that are capitalised include the costs of materials, direct wage costs and a share of the directly attributable common expenses. Capitalised development costs are recognised at their cost minus accumulated amortisation and impairment losses. Capitalised development costs are amortised on a straight-line basis over the estimated useful life of the asset.

Note 19, continued

Impairment

Intangible assets are reviewed for potential impairment if events or changes in circumstances indicate that the carrying amount of an asset exceeds its recoverable amount. The difference between the assets carrying amount and its recoverable amount is recognised in the income statement as impairment.

Goodwill acquired in a business combination and intangible assets with indefinite useful life is tested annually for impairment. Refer to note 13 for further information.

Government grants

The Group receives government grants as part of the SkatteFunn scheme in Norway. The SkatteFUNN R&D tax incentive scheme is a government program designed to stimulate research and development (R&D). The incentive is a tax credit and comes in the form of a deduction from payable corporate tax. Grant received related to assets is accounted for by deducting the grant from the carrying amount of the related asset if there is reasonable assurance that the grant will be received, and the Group will comply with the conditions associated with the grant. Grants are then credited to profit or loss on a straight-line basis over the expected lives of the related assets.

Critical judgements and significant estimates

Development of the software that constitutes the core business of the Group is a continuous process. The customers expect an up to date service and the software is updated/changed on a regular basis. The useful life of a development project is difficult to estimate and monitor. The estimated useful life for development projects is 5-10 years.

For customer contracts/customer relations, an amortisation period of 10 years is applied. The observable churn rate is low.

The Group works continuously with improvements of technical platforms. This work involves both maintenance, research and development. These activities are integrated, and it can be challenging to separate them for accounting purposes. Management have, to their best effort, assessed the projects and expenses that qualify for capitalisation and the remaining part is expensed.

The impairment test of goodwill is largely based on judgements and significant estimates. Refer to note 13 for further information.

Note 19, continued

Reconciliation of intangible assets

Year ended 31 December 2022

NOK 1000	Note	Goodwill	Capitalised development	Customer contracts/relations	Trademarks	Total
Opening balance accumulated cost		712 386	252 544	291 434	169 226	1 425 590
Additions			74 538			74 538
Acquisitions of business	3	380 360	52 622	157 181	44 465	634 629
Sale/disposal		-50 962	-32 081	-38 047	-29 515	-150 605
Impaiment losses[1]			-2 533			-2 533
Translation difference		4 108	723	1 698	480	7 009
Closing balance accumulated cost		**1 045 892**	**345 813**	**412 266**	**184 657**	**1 988 626**

NOK 1000	Note	Goodwill	Capitalised development	Customer contracts/relations	Trademarks	Total
Opening balance accumulated amortisation and impairment			50 756	31 980	1 007	83 743
Amortisation charge	13		52 942	31 705	509	85 157
Amortisation charge from discontinued operations				5 707		5 707
Sale/disposal			-23 962	-8 243		-32 205
Translation differences			-13	-32		-45
Closing balance accumulated amortisation and impairment			**79 723**	**61 117**	**1 516**	**142 358**
Closing net book amount		**1 045 892**	**266 090**	**351 148**	**183 141**	**1 846 267**
Useful life			5-10 years	10 years	10 years/ indefinite	
Amortisation plan			Linear	Linear	Linear	

1) Impairment losses of NOK 2.5 million were realized in Virdi AS. As Virdi now is integrated in the Boligmappa organization, and development resources are prioritizing a common future solution for property owners, the existing Virdi technology has been abandoned, in order to focus on Boligmappa development. Virdi already reports into the Consumer segment, together with Boligmappa AS. In 2023, post closing of the 2022 accounts, a merger of the two companies is underway.

The closing carrying value of capitalised development as of 31 December 2022 comprise only completed development activities that are released and depreciated according to plan in accordance with the products expected life cycle.

Note 19, continued

Reconciliation of intangible assets

Year ended 31 December 2021

NOK 1000	Note	Goodwill	Capitalised development	Customer contracts/relations	Trademarks	Total
Opening balance accumulated cost		59 818	119 090	113 044	5 293	297 244
Additions		0	43 947	0	0	43 947
Acquisitions of business	3	652 568	89 507	178 390	163 933	1 084 398
Sale/disposal		0	0	0	0	0
Closing balance accumulated cost		**712 386**	**252 544**	**291 434**	**169 226**	**1 425 588**

NOK 1000	Note	Goodwill	Capitalised development	Customer contracts/relations	Trademarks	Total
Opening balance accumulated amortisation and impairment		0	11 434	8 406	497	20 337
Amortisation charge	13		34 135	21 038	510	55 682
Amortisation charge from discontinued operations			5 187	2 536		7 724
Reclassifications		0	0	0	0	0
Closing balance accumulated amortisation and impairment		**0**	**50 756**	**31 980**	**1 007**	**83 744**
Closing net book amount		**712 385**	**201 786**	**259 454**	**168 219**	**1 341 844**
Useful life			5-10 years	10 years	10 years/ indefinite	
Amortisation plan			Linear	Linear	Linear	

The closing carrying value of capitalised development as of 31 December 2021 comprise only completed development activities that are released and depreciated according to plan in accordance with the products expected life cycle.

Note 20 - Subsidiaries and associates

Subsidiaries

Subsidiaries as of 31 December 2022

Company	Country	Date of acquisition	Consolidated (Yes/No)	Registered office	Ownership share
Sikri AS	Norway	01.03.2020	Yes	Oslo	100%
PixEdit AB	Sweden	01.05.2020	No[1]	Hagfors	50%
Ambita AS	Norway	03.05.2021	Yes	Oslo	100%
Boligmappa AS	Norway	03.05.2021	Yes	Oslo	93.1%
Virdi AS	Norway	03.05.2021	Yes	Oslo	100%
Sikri Growth AS[2]	Norway	01.09.2022	Yes	Oslo[3]	100%
4CastMedia AS	Norway	03.05.2021	Yes	Oslo[3]	99.7%
Energiportalen AS	Norway	03.05.2021	Yes	Oslo[3]	65%
Buildflow AS[2]	Norway	01.07.2022	Yes	Oslo[3]	100%
Mahoom	Norway	25.05.2022	No[4]	Oslo[5]	100%
Metria AB	Sweden	01.04.2022	Yes	Stockholm	100%

4CastGroup AS, Prognosesenteret AS og Prognosesenteret i Sverige AB was divested in november 2022. Sikri Group retained ownership of 4CastMedia AS and Energiportalen AS and inceased ownerhip share. As a part of the investment within Proptech Sikri Growth, 4CGrowth and Buildflow are established as separate companies during 2022. Pixedit AS and Sureway AS is merged into Sikri AS from 01.01.2022.

1) PixEdit AB is considered immaterial to the Group and is not consolidated. Book value of the shares in PixEdit AB at 31 December 2022 is TNOK 60.4. Net result in PixEdit AB in 2022 was TSEK 56.3 and the equity was TSEK 268.1.

2) Established in 2022.

3) The subsidiaries Sikri Growth, 4CastMedia AS, Energiprotalen AS and Buildflow are controlled by Ambita AS with an ownership share of 100 %, 100 %, 65 % and 100 % respectively.

4) Mahoom AS is considered immaterial to the Group and is not consolidated. Book value of the shares in Mahoom AS at 31 December 2022 is TNOK 75. Net result in Mahoom in 2022 was negative TNOK 322.3 and the equity was TNOK 172.4.

5) The subsidiary Mahoom are controlled by 4CastMedia AS with an ownership share of 100%.

Subsidiaries as of 31 December 2021

Company	Country	Date of acquisition	Consolidated (Yes/No)	Registered office	Ownership* share
Sikri AS	Norway	01.03.2020	Yes	Oslo	100%
PixEdit AS	Norway	01.05.2020	Yes	Sandefjord	100%
PixEdit AB	Sweden	01.05.2020	No[1]	Hagfors	50%
Sureway AS	Norway	01.10.2020	Yes	Harstad	100%
Ambita AS	Norway	03.05.2021	Yes	Oslo	100%
Boligmappa AS	Norway	03.05.2021	Yes	Oslo	93.1%
Virdi AS	Norway	03.05.2021	Yes	Oslo	100%
4CastGroup AS	Norway	03.05.2021	Yes	Oslo	51%
Prognosesenteret AS	Norway	03.05.2021	Yes	Oslo[2]	51%
Prognosesenteret i Sverige AB	Sweden	03.05.2021	Yes	Stockholm[2]	51%
4CastMedia AS	Norway	03.05.2021	Yes	Oslo[2]	48%
Energiportalen AS	Norway	03.05.2021	Yes	Oslo[2]	33%

During 2021 the subsidiary Augment AS was merged with Sikri AS and the subsidiaries Whatif AS and Sureway Invest AS were merged with Sureway AS.

1) PixEdit AB is considered immaterial to the Group and is not consolidated. Book value of the shares in PixEdit AB at 31 December 2021 is TNOK 60. Net result in PixEdit AB in 2021 was TSEK 31 and the equity was TSEK 427.

2) The subsidiaries Prognosesenteret AS, Prognosesenteret i Sverige AB, 4CastMedia AS and Energiprotalen AS are controlled by 4CastGroup AS with an ownership share of 100 %, 100 %, 95 % and 65 % respectively. The group controls 4CastGroup AS with an ownership share of 51 % and in the table above the mathematical ownership share of the subsidiaries of 4CastGroup AS is stated.

Note 20, continued

Associates

Associates are all entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting.

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates are recognised as a reduction in the carrying amount of the investment.

Where the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity-accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

If there are indication of that the investment in the associate is impaired, the Group will perform an impairment test of the carrying amount of the investment. Any impairment losses are recognised as share of profit of an associate in the statement of profit or loss.

Associates as of 31 December 2022

Company	Country	Date of acquisition	Registered office	Ownership share
4CGrowth AS	Norway	03.05.2021	Oslo	45.0%
Takstsentralen AS	Norway	03.05.2021	Hagfors	29.6%
Simenergi AS	Norway	03.05.2021	Oslo	21.6%

Note 21 - Leases

Accounting principles

Identifying a lease

The Group leases several assets, such as premises/office space, furniture, vehicles, and office-/IT-equipment. At the inception of a contract, The Group assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group as a lessee

Separating components in the lease contract

For contracts that constitute, or contain a lease, the Group separates lease components if it benefits from the use of each underlying asset either on its own or together with other resources that are readily available, and the underlying asset is neither highly dependent on, nor highly interrelated with, the other underlying assets in the contract. The Group then accounts for each lease component within the contract as a lease separately from non-lease components of the contract.

Note 21, continued

Recognition of leases and exemptions

At the lease commencement date, the Group recognises a lease liability and corresponding right-of-use asset for all lease agreements in which it is the lessee, except for the following exemptions applied:

- Short-term leases (defined as 12 months or less)
- Low value assets

For these leases, the Group recognises the lease payments as other operating expenses in the statement of profit or loss on a systematic basis, usually on a straight-line basis over the lease term.

Lease liabilities

The lease liability is recognised at the commencement date of the lease. The Group measures the lease liability at the present value of the lease payments for the right to use the underlying asset during the lease term that are not paid at the commencement date. The lease term represents the non-cancellable period of the lease, together with periods covered by an option either to extend or to terminate the lease when the Group is reasonably certain to exercise this option.

The lease payments included in the measurement comprise of:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date
- Amount 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
- Payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate the lease.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications, or to reflect adjustments in lease payments due to an adjustment in an index or rate.

The Group does not include variable lease payments in the lease liability. Instead, the Group recognises these variable lease expenses in profit or loss.

The Group presents its lease liabilities as separate line items in the statement of financial position.

Right-to-use assets

The Group measures the right-of use asset at cost, less any accumulated depreciation and impairment losses, adjusted for any remeasurement of lease liabilities. The cost of the right-of-use asset comprise:

- The amount of the initial measurement of the lease liability recognised
- Any lease payments made at or before the commencement date, less any incentives received
- Any initial direct costs incurred by the Group. An estimate of the costs to be incurred by the Group in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease, unless those costs are incurred to produce inventories.

Refer to note 13 for further information on accounting policies regarding depreciation and impairment.

Note 21, continued

Critical judgements and significant estimates

Important estimates and assessments regarding the length of the leases

When the lease's length is determined, management takes into account all available information that provides a financial incentive to use an extension option, or to not use an option to terminate an agreement. Possibilities of extending an agreement are only included in the lease's length if it is reasonably certain that the agreement will be extended (or not concluded).

For leases that concern premises the following factors are normally the most significant:

- If the agreements contain significant fees to terminate the agreements (or not extend them), the Group normally deems that it is reasonably certain that extension will take place (or that termination will not take place).
- If the Group has costs of improvements on external properties and expects that they have a significant residual value, it is usually reasonably certain that the agreements will be extended (or not terminated).
- Otherwise, the Group takes into account other factors, including historical leasing period, and the costs and interruptions to operations that are required to replace the leased asset.

The leasing period is reviewed if an option is used (or not used) or if the Group is forced to use the option (or not use it). The assessment whether it is reasonably certain is reviewed only if a significant event or changes in circumstances arise that affect this assessment and the change is within the lessee's control. During the current financial year, none of the Group's leases have been revalued due to revised useful lives.

Description

The Group has several leasing contracts for rental of premises and other underlying assets which are included in the calculation below.

Right-of-use assets

Year ended 31 December 2022

NOK 1000	Other assets	Buildings	Total
Opening balance accumulated cost	400	36 066	36 466
Adjustment	35	-1 908	-1 873
Additions	4 609	728	5 337
Derecognition			0
Divestment	-400	-10 223	-10 623
Acquisitions of business	4 538	36 284	40 822
Depreciation charge	-2 802	-19 998	-22 800
FX translation differences	-35	305	270
Closing net book amount	**6 345**	**41 255**	**47 600**
Useful life	1 - 3 years	2 - 6 years	
Depreciation plan	Linear	Linear	

Year ended 31 December 2021

NOK 1000	Other assets	Buildings	Total
Opening balance accumulated cost		11 464	11 464
Additions	432	975	1 407
Derecognition	-103	0	-103
Acquisitions of business	209	32 696	32 905
Depreciation charge	-129	-9 044	-9 173
FX translation differences	-9	-25	-33
Closing net book amount	**400**	**36 066**	**36 466**
Useful life	1 - 3 years	2 - 6 years	
Depreciation plan	Linear	Linear	

Note 21, continued

Lease liabilities

Undiscounted lease liabilities and maturity of cash outflows

NOK 1000	2022	2021
Less than 1 year	26 658	13 324
1-2 years	19 111	13 251
2-3 years	3 629	10 435
3-4 years	1 274	2 149
4-5 years	201	0
More than 5 years		0
Total undiscounted lease liabilities at 31 December	**50 873**	**39 159**

Changes in lease liabilities

NOK 1000	Note	2022	2021
Balance at 1 January		37 246	11 643
Adjustment		-1 777	
Business combinations	3	40 822	32 905
Additions		5 337	1 407
Derecognition		-92	-104
Divestment		-10 806	
Lease payments		-24 893	-9 887
Interest on the lease liability	15	2 328	1 319
FX translation differences		224	-35
Total lease liabilities at 31 December		**48 389**	**37 246**
Current lease liabilities		25 069	13 282
Non-current lease liabilities		23 320	23 964
Total cash outflows for leases		**24 893**	**9 887**

Summary of other lease expenses recognised in profit or loss

NOK 1000	2022	2021
Variable lease payments expensed in the period	0	0
Operating expenses in the period related to short-term leases	0	0
Operating expenses in the period related to low value assets *)	15 974	6 245
Total lease expenses included in other operating expenses	**15 974**	**6 245**

* including long-term low value assets.

The leases do not contain any restrictions on the Group's dividend policy or financing. The Group does not have significant residual value guarantees related to its leases to disclose.

Practical exemptions applied

The Group also rents office machines, IT equipment etc with typical lease terms from 1 to 3 years. The Group has decided not to recognize leases where the underlying asset has low value, and thus does not recognize lease obligations and right-of-use assets for any of these leases. Instead, the rental payments are expensed when they occur. The group also does not recognize lease obligations and rights-of-use assets for short-term leases, as presented in the table above.

Options to extend a lease and purchase options

As of 31 December 2022, there are no significant future potential lease payments that are not included in the lease obligations as a result of extension or purchase options.

Note 22 - Financial instruments

Accounting principles

A financial instrument is a contract that gives rise to both a financial asset for one entity and a financial liability or equity instrument for another entity. Financial instruments are generally recognized as soon as the Group becomes a party to the terms of the financial instrument.

Financial assets

Financial assets include, in particular, cash and cash equivalents and trade and other receivables. Financial instrument classification is based on the business model in which the instruments are held as well as the structure of the contractual cash flows.

Financial assets measured at fair value through profit and loss

Financial assets measured at fair value through profit and loss are equity investments for which the Group has not elected to recognise fair value gains and losses through OCI.

Financial assets measured at amortised cost

Financial assets measured at amortised cost are non-derivative financial assets with contractual payments that consist exclusively of payments of interest and principal on the outstanding nominal amount and are held with the objective of collecting the contractually agreed cash flows, such as trade and other receivables and cash and cash equivalents (the ”hold” business model).

After initial recognition, these financial assets are measured at amortised cost using the effective interest method less impairment. Gains and losses are recognised in profit or loss when the receivables are impaired or derecognized. Interest effects from the application of the effective interest method and effects from currency translation are also recognised through profit or loss.

Financial liabilities

The group classifies its financial liabilities in the following categories: At fair value through profit or loss and amortised cost. The classification is determined based on the contractual cash flow characteristic of the instrument and the business model the instrument is held within. Management determines the classification of its financial liabilities at initial recognition.

Financial liabilities measured at amortised cost

Financial liabilities at amortised cost are non-derivative financial liabilities with fixed or determinable payments that are not quoted in an active market. Financial liabilities at amortised cost are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method. They are included in current liabilities, unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date. These are classified as non-current liabilities.

Fair value

The fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. This applies regardless of whether the price is directly observable or estimated using a valuation method.

The fair value is not always available as a market price but must be calculated on the basis of a range of valuation parameters. For this purpose, various categories (fair value hierarchy) are established in which, depending on the availability of observable parameters and the significance of these parameters for determining the fair value as a whole, the following levels apply:

Level 1 Prices quoted on active markets for identical assets and liabilities
Level 2 Input parameters other than level 1 that are either directly observable for the asset or liability or can be derived indirectly from other prices
Level 3 Input parameters that are not observable for the asset or liability

Note 22, continued

Categories of financial instruments in the balance sheet

Year ended 31 December 2022

NOK 1000	Note	Assets at fair value through profit/loss	Assets at amortised cost	Total
Financial assets				
Other investments	32	3 194	12 638	15 832
Trade receivables	23		128 326	128 326
Other receivables	23		47 945	47 945
Cash and cash equivalents	24		50 905	50 905
Total financial assets		**3 194**	**239 814**	**243 007**

NOK 1000	Note	Liabilities at fair value through profit/loss	Liabilities at amortised cost	Total
Financial liabilities				
Borrowings	26		758 270	758 270
Other financial liabilities			0	0
Trade and other payables	27		172 226	172 226
Lease liabilities	21		48 389	48 389
Total financial liabilities		**0**	**978 885**	**978 885**

Year ended 31 December 2021

NOK 1000	Note	Assets at fair value through profit/loss	Assets at amortised cost	Total
Financial assets				
Other investments	32	5 781	3 825	9 606
Trade receivables	23		62 086	62 086
Other receivables	23		9 933	9 933
Cash and cash equivalents	24		118 833	118 833
Total financial assets		**9 227**	**194 676**	**200 457**

NOK 1000	Note	Liabilities at fair value through profit/loss	Liabilities at amortised cost	Total
Financial liabilities				
Borrowings	26		540 673	540 673
Other financial liabilities				
Trade and other payables	27		101 620	101 620
Lease liabilities	21		37 246	37 246
Total financial liabilities		**0**	**679 539**	**679 539**

Other financial liabilities comprise contingent consideration in business combinations and are valued at level 3 in the fair value hierarchy.

Due to the short-term nature of the current receivables and trade and other payables, their carrying amount is considered to be the same as their fair value. For the non-current receivables, the fair values are also not significantly different from their carrying amounts. For the borrowings, the fair values are not materially different from their carrying amounts, since the interest payable on those borrowings is close to current market rates.

Note 22, continued

Maturity profile of the Group's financial liabilities - undiscounted contractual cash flows

Year ended 31 December 2022

NOK 1000	Less than 1 year	1-3 years	3-5 years	Over 5 years	Total contractual cash flows
Borrowings	128 479	177 556	458 778		764 812
Other financial liabilities					0
Trade and other payables	172 226				172 226
Lease liabilities	26 658	22 740	1 475		50 873
Total financial liabilities	**327 363**	**200 296**	**460 252**	**0**	**987 911**

Year ended 31 December 2021

NOK 1000	Less than 1 year	1-3 years	3-5 years	Over 5 years	Total contractual cash flows
Borrowings	120 606	141 645	98 847	258 358	619 454
Other financial liabilities	0	0	0	0	0
Trade and other payables	101 620	0	0	0	101 620
Lease liabilities	13 324	23 686	2 149	0	39 159
Total financial liabilities	**235 549**	**165 331**	**100 995**	**258 358**	**760 233**

Reconciliation of changes in financial liabilities arising from financing activities

NOK 1000	Note	Borrowings	Lease liabilities	Total
Opening balance 1 January 2021		**104 667**	**11 643**	**116 309**
Changes from financing cash flows				
Repayment of borrowings	21,26	-149 556	-8 569	-158 124
Proceed from borrowings	26	505 930		505 930
Total changes from financing cash flows		**356 374**	**-8 569**	**347 806**
Non-cash changes				
Acquired in business combinations	3	26 556	32 905	59 460
Sellers credit in business combinations	3	52 534		52 534
New lease liabilities	21		1 407	1 407
Currency and other changes		543	-139	404
Total non-cash changes		**79 632**	**34 173**	**113 805**
Closing balance at 31 December 2021		**540 673**	**37 247**	**577 920**
Opening balance 1 January 2022		**540 673**	**37 247**	**577 920**
Changes from financing cash flows				
Repayment of borrowings	21,26	-478 389	-22 565	-500 954
Proceed from borrowings	26	694 408		694 408
Total changes from financing cash flows		**216 019**	**-22 565**	**193 454**
Non-cash changes				
Acquired in business combinations	3		40 822	40 822
Divestment			-10 806	-10 806
New lease liabilities	21		5 337	5 337
Currency and other changes		1 578	-1 647	-69
Total non-cash changes		**1 578**	**33 707**	**35 285**
Closing balance at 31 December 2022		**758 270**	**48 389**	**806 659**

Note 23 - Trade and other receivables

Accounting principles

Trade receivables are amounts due from customers for services performed in the ordinary course of business. They are generally due for settlement within 30 days and are therefore all classified as current. 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. The Group holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

Due to the short-term nature of the current receivables, their carrying amount is considered to be the same as their fair value.

Impairment and risk exposure

The Group applies the IFRS 9 simplified approach to measuring expected credit losses using a lifetime expected credit loss provision for trade receivables and contract assets. To measure expected credit losses on a collective basis, trade receivables and contract assets are grouped based on similar credit risk and aging. The contract assets have similar risk characteristics to the trade receivables for similar types of contracts.

The expected loss rates are based on the Group's historical credit losses experienced over the three year period prior to the period end. The historical loss rates are then adjusted for current and forward-looking information on macroeconomic factors affecting the Group's customers.

The provision for impairment of trade receivables is TNOK 2,183 at 31 December 2022 (TNOK 1,769 at 31 December 2021). The credit loss of the Group recognised in 2022 was TNOK 651 (2021: TNOK 256). Actual and expected credit losses on trade receivables are classified as other operating expense in the income statement.

Specification of trade and other receivables

NOK 1000	Note	2022	2021
Trade receivables		128 326	62 086
Prepaid expenses		28 273	12 103
Other short-term receivables		47 945	9 933
Total trade and other receivables		**204 544**	**84 122**

Specification of trade receivables

NOK 1000	Note	2022	2021
Trade receivables related to revenue from contracts with customers		131 431	63 855
Trade receivables from related parties	30	0	0
Total trade receivables (gross)		**131 431**	**63 855**
Allowance for expected credit losses		-3 105	-1 769
Total trade receivables (net)		**128 326**	**62 086**

Change in the provision for impairment of trade receivables

NOK 1000	2022	2021
Provision at 1 January	-1 769	-55
Provisions in companies acquired in business combinations	-228	-1 459
This years provision for trade receivables impairment	-1 108	-236
Trade receivables written off during the year as uncollectible		-20
Unused amount reversed		0
Provision at 31 December	**-3 105**	**-1 769**

Note 23, continued

At 31 December the aging og the company's trade receivables (gross) was as follows:

NOK 1000	Total	Not due	<30 days	30-60 days	60-90 days	>90 days
2022	131 431	112 989	16 277	1 008	1 220	-63
2021	63 855	46 094	9 682	1 113	2 575	4 391

Note 24 - Cash and cash equivalents

Accounting principles

Cash includes cash in hand and at bank. Cash equivalents are short-term liquid investments that can be immediately converted into a known amount of cash and have a maximum term to maturity of three months.

Specification

NOK 1000	Note	31.12.22	31.12.21
Cash and cash equivalents		50 905	118 833
Restricted cash		-9 049	-10 235
Free available cash		**41 856**	**108 598**
Available credit facility	26	40 000	50 000
Liquidity reserve		**81 856**	**158 598**

Liquidity reserve is a useful measure as it provides information of the Group's financing capabilities.

Specification of restricted cash

NOK 1000	31.12.22	31.12.21
Guarantees for leases and credit from suppliers	0	0
Taxes withheld	-9 046	-10 232
Other restricted cash	-2	-3
Total restricted cash	**-9 049**	**-10 235**

The Group has implemented a Global Cash Pool that includes the operating accounts of the group companies. The subsidiaries has the same interests as parent company has with the bank. The subsidiaries included in this arrangement is Sikri AS, Ambita AS, Boligmappa AS, Virdi AS and Metria AB.

Note 25 - Share capital, shareholder information and dividend

Sikri Group ASA has only one class of shares and all shares have the same voting rights. The holders of shares are entitled to receive dividends as and when declared, and are entitled to one vote per share at general meetings of the Company.

Dividend distribution to the company's shareholders is recognised as a liability in the group's financial statements in the period in which the dividends are approved by the company's shareholders.

At 31 December 2022

NOK 1000	Number of shares	Nominal amount	Book value
Ordinary shares	127 442 977	0.02	2 548 860
Total	**127 442 977**	**0.02**	**2 548 860**

Sikri Group ASA holds 2,075 of its own shares at 31 December 2022.

Change in number of shares

NOK 1000	2022	2021
Number of shares at 1 January	18 908 920	14 803 855
Share splitt in the period (nominal amount reduced from 0.1 to 0.02)	75 635 680	
Share issue in the period	32 898 377	4 000 000
Share issue in the period, not registered with the business register		105 065
Number of shares at 31 December	**127 442 977**	**18 908 920**

Dividend distribution

No dividend is proposed related to the 2022 annual accounts.

Ownership structure

Specification of the largest shareholders as of 31 December 2022:

NOK 1000	Number of shares	% of shares
Karbon Invest AS	44 464 003	35 %
Carucel Finance AS	15 604 794	12 %
Stella Industrier AS	15 095 825	12 %
Varner Kapital AS	12 853 156	10 %
State Street Bank and Trust Comp	6 590 960	5 %
Skandinaviska Enskilda Banken AB	3 646 225	3 %
Verdipapirfondet DNB SMB	3 344 610	3 %
Skandinaviska Enskilda Banken AB	2 680 000	2 %
Barney Invest AS	1 733 102	1 %
Total	106 012 675	83 %
Others (ownership < 1 %)	21 430 302	17 %
Total number of shares	**127 442 977**	**100 %**

Note 26 - Borrowings and securities/pledges

Accounting principles

Reference is made to note 22 Financial instruments for description of accounting principles.

Description

Year ended 31 December 2022

NOK 1000	Current	Non-current	Total
Secured			
Bank borrowings	118 778	629 791	748 569
Total secured borrowings	**118 778**	**629 791**	**748 569**
Unsecured			
Sellers' Credit - Sureway/Whatif acquisition	9 701		9 701
Total unsecured borrowings	**9 701**	**0**	**9 701**
Total borrowings	**128 479**	**629 791**	**758 270**

Year ended 31 December 2022

NOK 1000	Current	Non-current	Total
Secured			
Bank borrowings	51 000	429 973	480 973
Total secured borrowings	**51 000**	**429 973**	**480 973**
Unsecured			
Sellers' Credit - Ambita acquisition	50 000	0	50 000
Sellers' Credit - Sureway/Whatif acquisition	0	9 701	9 701
Total unsecured borrowings	**50 000**	**9 701**	**59 701**
Total borrowings	**101 000**	**439 673**	**540 673**

Sellers credit - Ambita acquisition

Following the share purchase agreement for the acquisition of Ambita it was agreed that MNOK 50.0 of the purchase price should be settled by the parties entering a seller's credit agreement. The seller's credit carried an interest of 3.0 per cent per annum and is to be repaid within 3 May 2022. The seller credit (MNOK 50) with interest was paid 28 April 2022. The paid interest amount was MNOK 1.5.

Liabilities related to the Sureway/Whatif acquisition

The Group has a liability to the former shareholders of Sureway/Whatif. A seller's credit was given in connection with the acquisition of the companies. The liability falls due in October 2023 and is subject to an interest of 5 % p.a.

The seller's credit following the Sureway/Whatif acquisition was MNOK 9.7 on 31 December 2022. The contingent consideration with fair value estimate of MNOK 6.5 on the date of acquisition was confirmed and the amount is no longer uncertain, and it is added to the seller's credit. In addition, an amount of MNOK 4.0 is repaid during the 2021. For the purpose of the statement of cash flows this repayment is presented as payment for acquisition of subsidiaries, net of cash acquired.

Liabilities to credit institutions

The Group has during 2022 obtained a loan facility totalling NOK 875.000.000 from Nordea Bank. During the year the group has paid an extra payment of MNOK 35 to Facility A and instalment of MNOK 44.4 to Facility B. The loan is distributed between 4 facilities as described below.

Note 26, continued

Information about bank borrowings in Nordea Bank, Norway

Facility	Original amount	Currency	Nominal interest rate[1]	Maturity date
Facility A - Term loan bullet[2]	405 000 000	NOK	Nibor+3.00%	30.04.2027
Facility B - Term loan amortising[3]	400 000 000	NOK	Nibor+2.75%	30.04.2026
Facility C - Overdraft	40 000 000	NOK	[4]	[4]
Facility D - Revolving facility	30 000 000	NOK	[5]	[5]

1) The basis for the nominal interest rates is NIBOR (3 months) if not otherwise stated.

2) On 24. november 2022 the company made a payment of MNOK 35 in connection with the divestment of 4CG, Prognosesenteret AS og Prognosesenteret AB. As of 31.12.2022 the remaining amount is MNOK 370.

3) The loan is repaid over 10 equal semi-annual instalments NOK 44.388.389. On 3. oktober 2022 the first instalment was paid. As of 31.12.2022 the remaining amount is MNOK 355.6.

4) Facility C is an overdraft facility of MNOK 40.0 that is to be renewed yearly and with the first renewal on 1 April 2023. The nominal interest rate is NIBOR (7 days) + 2,25 per cent and a commission of 0,25 per cent of the limit per quarter. The facility has not been utilised as of 31 December 2022.

5) Facility D is a revolving facility of MNOK 30.0 at a nominal interest rate of Nibor+2.25 per cent and a commitment fee of 35 per cent of the margin on unutilised amounts. During a period of 12 months Facility D shall be fully repaid for a minimum of 5 banking days. The period between each fully repayment cannot be shorter than 3 months or longer than 15 months. The facility has been utilised as of 31 December 2022.

Security, terms and covenants - bank borrowings in Nordea Bank

Nordea Bank has first priority pledge over all issued shares in the current Material Subsidiaries Sikri AS, Ambita AS, Metria AB and any other Material Subsidiary, as well as first priority pledge on Intellectual Property Rights in Metria AB and first priority pledge over the following assets:

NOK 1000	Carrying value 31.12.2022
Bankaccounts	50 905
Trade receivables in Sikri AS and Ambita AS	44 630
Equipment and fixtures in Sikri AS and Ambita AS	4 603

In order to enter into and maintain the Nordea Bank loan facilities described above, Sikri Group ASA (consolidated) is obliged to have a ratio between net interest-bearing debt (NIBD) and earnings before interest, taxes, depreciation and amortisation (EBITDA) of less or equal to 4.24 up to and including 31.12.2022, less or equal to 3.91 on 31.3.2023, 3.61 on 30.6.2023 and 3.32 30.9.2023. On 31.12.2023 and each following quarter less or equal to 3.25. In addition, the interest cover ratio (EBITDA/Net financial expenses), should not be lower than 4.32 as of 31.12.2022, 4.57 at 31.03.2023, 4.85 at 30.06.2023, 5.20 at 30.09.2023 and 6 as of 31.12.2023 and each quarter thereafter. For the purpose of calculation of the ratios above, EBITDA should be the pro forma last twelve months (LTM) EBITDA adjusted for non-recurring items. The adjustments can not exceed 10 % of pre-adjusted EBITDA. Finally, the Group must also report CAPEX equal to or less than MNOK 95 for financial reporting year 2022, equal or less than MNOK 105 for 2023, equal or less than MNOK 115 for 2024, equal or less than MNOK 120 for 2025 and equal or less than MNOK 125 for 2026.

As long as the Nordea Bank loan is not fully repaid and the ratio described above (NIBD/EDITDA) is above 2, the Group cannot pay dividends, pay group contributions, repay subordinated loans or similar transactions without written consent of the bank. Furthermore, such transactions cannot take place until the Bridge Facility has been repaid in full, which took place during 2022. The Group cannot enter into other loan agreements, except for 1) subordinated sellers' credit in acquisition of business, for up to 40% of purchase price, and up to an aggregate of MNOK 75 for the Group at any time and 2) inter-group loan agreements up to aggregate MNOK 75 for the Group at any time.

Note 26, continued

The Group has complied with the financial covenants of its borrowing facilities during the 2022 reporting period.

For information, per 31.03.2023 some of the financial covenants have been updated. The interest cover ratio has been removed from covenants and the leverage ratio has been updated to: Sikri Group ASA (consolidated) is obliged to have a ratio between net interest-bearing debt (NIBD) and earnings before interest, taxes, depreciation and amortisation (EBITDA) of less or equal to 4.25 up to and including 30.06.2023, less or equal to 4 on 30.09.2023 and 31.12.2023, 3.75 on 31.03.2024 and 30.06.2024, 3.5 on 30.09.2024 and 31.12.2024 and 3.25 on 31.03.2025 and each following quarter thereafter.

Note 27 - Trade and other payables

Specification of trade and other payables

NOK 1000	31.12.22	31.12.21
Trade payables	63 048	30 316
Payroll tax and other statutory liabilities	39 650	30 843
Accrued salary and vacation pay	40 348	32 258
Accrued expenses	1 693	11 292
Other current payables	67 138	27 753
Total - trade and other payables	**211 876**	**132 463**

Trade payables are non-interest bearing and are normally settled on 30-day terms.

Note 28 - Financial risk management

The Group is exposed to risks from its use of financial instruments, including credit risk, liquidity risk and market risk. This note presents information about the Group's exposure to each of the above mentioned risks, and the Group's objectives, policies and processes for managing such risks. At the end of this note, information regarding the Group's capital management is provided.

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument (see note 22) or customer contract (see note 6), leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks, debt instruments and account receivables.

Approximately 40% of Group's revenue is generated from customers within the public sector where by the risk related to these trade receivables is nearly non-existent. The majority of the last 60% are within the private sector, in which exposure is limited by using credit ratings and risk assesments upon engaging in assignments. The Group also has a small portion of sales to private individuals which pays upfront. All receivables are monitored closely, and any overdue receivables are followed up. The credit loss of the Group recognised in 2022 was TNOK 1896 (2021: TNOK 256).

Although the losses have been minimal, the Group has in place processes for credit rating and risk evaluation of new customers, and a monthly process for follow up of overdue receivables. Invoices are issued periodically, for some yearly subscriptions on a yearly basis, for most other services on a monthly basis. Invoices are generally payable within 30 days.

Also refer to note 23 - Trade and other receivables.

Note 28, continued

Liquidity risk

Liquidity risk arises from the Group's management of working capital and the finance charges and principal repayments on its debt instruments. It is the risk that the Group will encounter difficulty in meeting its financial obligations as they fall due. The Group's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities when they become due as well as beeing able to take advantage of acquisition opportunities.

Management of liquidity risk is performed at Group level, where the Finance department monitors liquidity flows in short-term and long-term reporting.

The liquidity reserve, presented in note 24, is a useful measure as it provides information of the Group's financing capabilities. The liquidity reserve at 31 December 2022 is MNOK 81.9. The maturity profile of the Group's financial liabilities are shown in note 22 - Financial instruments. The liquidity risk of the Group is considered to be low.

Market risk

Market risk is the risk that the future cash flows will fluctuate because of changes in market prices. Market risk includes interest risk and currency risk. Financial instruments affected by market risk include borrowings, deposits and debt.

Foreign currency risk

The foreign currency risk is insignificant to the Group as the turnover and monetary items / costs are mainly nominated in the same currencies (NOK or SEK) and thus have a natural hedge. More than 60% percent of the revenue of the Group in 2022 was nominated in NOK. Measures to reduce currency risk are so far not considered necessary but will be reassessed if the currency risk increases.

Interest rate risk

Interest rate changes have only a marginal direct effect on consolidated operating income and cash flows from operating activities. The Group's interest rate risk is related to floating interest rates on bank accounts and bank loans. The table below shows how an increase/decrease of the interest rate on the Companys' term loans would have affected profit before income tax in 2022. The Group does not have fixed-rate deposits or debt and is therefore not exposed to fair value interest rate risk. Also refer to note 26 - Borrowings.

Interest rate risk sensitivity analysis

NOK 1000	Impact on profit before income tax in 2022
Interest rates (NIBOR) - increase by 100 basis points	-7 363
Interest rates (NIBOR) - decrease by 100 basis points	7 363

Capital management

The primary focus of the Group's capital structure is to assure sufficient free liquidity in the form of cash and cash equivalents along with bank overdraft facilities to ensure that the Group can continually service its obligations and at the same time be able to make strategic acqusitions. In addition, the Group seeks to maintain an optimal capital structure to reduce the cost of capital. The Group makes sure to be within the covenants of its borowings at any time (see note 26 - Borrowings).

Note 28, continued

The Group's capital consists of net interest-bearing debt (NIBD) and equity and is being monitored through net interest bearing debt (NIBD), the NIBD/EBITDA ratio, the interest cover ratio (EBITDA/Net financial expenses), and the equity ratio (equity/total assets).

The key figures in the table below are not comparable to the covenants described in note 26 – Borrowings. The key figures below are based on the actual reported numbers and the covenants described in note 26 are based on pro forma last twelve months EBITDA adjusted for non-recurring items.

NOK 1000	Note	2022	2021
Non-current interest-bearing borrowings	26	629 791	439 673
Current interest-bearing borrowings	26	128 479	101 000
Less: free available cash and cash equivalents	24	41 856	108 598
Net interest bearing debt (NIBD)		**716 414**	**432 075**
Total equity		1 036 665	756 869
Total assets		2 010 586	1 600 238
EBITDA (unadjusted, actual)		136 296	86 392
Net financial expenses		49 149	13 762
Key figures			
NIBD/EBITDA		5.3	5.0
Interest cover ratio (EBITDA/Net financial expenses)		2.8	6.3
Equity ratio (Total equity/Total assets)		47%	47%

Note 29 - Provisions, contingent liabilities and contingent assets

Accounting principles

Provisons

Provisions are recognised when: the group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. When the effect is material, provisions are determined by discounting expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

Contingent liabilities and contingent assets

Contingent liabilities are not recognised in the annual accounts. Significant contingent liabilities are disclosed, with the exception of contingent liabilities that are unlikely to be incurred. Contingent assets are not recognised in the annual accounts but are disclosed if there is a certain probability that a benefit will be added to the Group.

Description

The Group has as of 31 December 2022 not identified any claims, legal or other obligations or contingent liabilities.

Note 30 - Related parties

Description

A related party is a person or entity that is related to one or more of the entities of the Group. The Group companies have entered into transactions with related parties. The transactions are summarised below. Sales to and purchases from related parties are made on normal market terms and conditions and at market prices. There are no commitments or contingencies on behalf of related parties.

The Group companies have entered into the following transaction with related parties who are not members of the group:

Year ended 31 December 2022

NOK 1000 Related party	Sale of products and services to	Purchase of products and services from	Balance owed from	Balance owed to
Crayon	1 142	20 286	39	356
Techstep		107		
Link Mobility		129		

Year ended 31 December 2021

NOK 1000 Related party	Sale of products and services to	Purchase of products and services from	Balance owed from	Balance owed to
Crayon	517	8 055	5	338
Techstep	0	84	0	9

The companies listed above are related parties as a result of key management personnel of the Group also being members of key management personnel of these companies.

Other related parties

In 2022 PixEdit AS sold products and services to subsidiary PixEdit AB (not consolidated), with the amount of TNOK 1.246 (2021: TNOK 1.434). The balance owed from PixEdit AB at 31 December 2022 is TNOK 1.186 (31.12.2021: TNOK 905).

Reference is made to note 9 for information regarding compensation and benefits to the management.

Note 31 - Events after the balance sheet date

Accounting principles

New information after the reporting period about conditions that existed at the end of the reporting period is recognised in the financial statement. Events after the reporting period affecting the group's future financial position are disclosed if material.

Description

In 2022 it is decided that Virdi AS will be merged into Boligmappa AS (sister company). This merger is expected to be completed by 31 May 2023 with accounting and tax effect from 01.01.2023.

On April 17, 2023 the Group announced that it has entered into an agreement to divest the Planning and Surveying consultancy business in Sweden, a part of the Swedish company Metria AB. The divestment will further sharpen the Group's focus on scalable software and software related services. The agreed valuation of the business unit is approximately SEK 50 million on a debt free basis, subject to certain potential minor adjustments before closing. The transaction will be consummated as a carve-out of the P&S business from Metria AB and closing of the transaction is, subject to customary closing conditions, expected to take place in early May 2023. The consideration will be paid fully in cash.

Note 32 - Other investments and associates

Accounting policies

Other investments comprise non-current receivables at amortized cost, loan to associates, investment in non-listed equity instruments at fair value through profit or loss, investments in other financial instruments (funds) at fair value through profit and loss, investments in assosiates accounted by the equity method and pension assets in the form of prepaid pension contributions.

Specifications

NOK 1000	Note	31.12.22	31.12.21
Investment in assosiates	20	14 345	3 445
Financial assets at fair value	22	3 194	5 781
Financial assets at amortised cost	22	12 638	3 825
Prepaid pension contributions		405	405
Total		**30 582**	**13 456**

Specifications of investments in associates

NOK 1000	Note	Ownership share	31.12.22	31.12.21
4CGrowth AS		45.0%	10 700	
Takstsentralen AS		29.6%	1 801	1 601
Simenergi AS		21.6%	1 844	1 844
Total			**14 345**	**3 445**

Specification of financial assets at fair value

NOK 1000	Note	Ownership share	31.12.22	31.12.21
Supertakst AS	22	10 %	2 530	2 530
Mahoom AS	22	100 %	75	
Pixedit AB	22	100 %	60	60
Other investments	22	< 10 %	528	
Other financial instruments (funds)	22		0	3 191
Total			**3 194**	**5 781**

Specification of financial assets at amortised cost

NOK 1000	Note	31.12.22	31.12.21
Deposits	22	3 844	3 825
Loan to affiliated companies	22	8 794	
Total		**12 638**	**3 825**

15.7

Alternative performance measures

Alternative performance measure

The Group's financial information in this report is prepared under International Financial Reporting Standards (IFRS), as adopted by the EU. To enhance the understanding of the Group's performance, the Company has presented a number of alternative performance measures (APMs) that are regularly reviewed by management. An APM is defined by ESMA guidelines as a financial measure of historical or future financial performance, financial position, or cash flows, other than a financial measure defined or specified in the relevant financial reporting framework (IFRS).

Annual recurring revenue (ARR) is defined as recurring revenue of the reporting period's last month, annualized. For the Group, recurring revenue used in ARR calculation is defined as revenue from time-limited contracts where the purchase is recurring in nature; software subcriptions and related maintenance contracts, data and analysis subscriptions and other recurring time-limited agreements.

Gross profit is calculated as operating revenue less cost of services provided.

EBIT: Earnings before interest expense, other financial items and income taxes.

EBITDA: Earnings before interest expense, other financial items, income tax and depreciations and amortization.

EBITDA before other income and other expenses (Adjusted EBITDA) is defined as EBITDA adjusted for costs of a nonrecurring nature. Such non-recurring costs include, but are not limited to; integration costs, restructuring costs, acquisition costs, one-time advisory costs and other non-recurring costs. This measure is useful to users of the Group's financial information in evaluating underlying operating profitability.

The adjusted EBITDA margin presented is defined as EBITDA before other income and other expenses divided by total revenues.

Net Interest Bearing Debt (NIBD) is non-current interest-bearing debt plus current interest-bearing liabilities less cash and cash equivalents.

Alternative performance measures, continued

Reconciliation of alternative performance measures

NOK 1000	31.12.22	31.12.21
Revenue	1 031 512	543 242
(-) Cost of providing services	397 528	198 714
Gross Profit	**633 984**	**344 528**

NOK 1000	31.12.22	31.12.21
Operating profit	17 333	12 459
(+) Depreciation and amortisation	116 430	64 847
(+) Impairment losses	2 533	
EBITDA	**136 296**	**77 306**

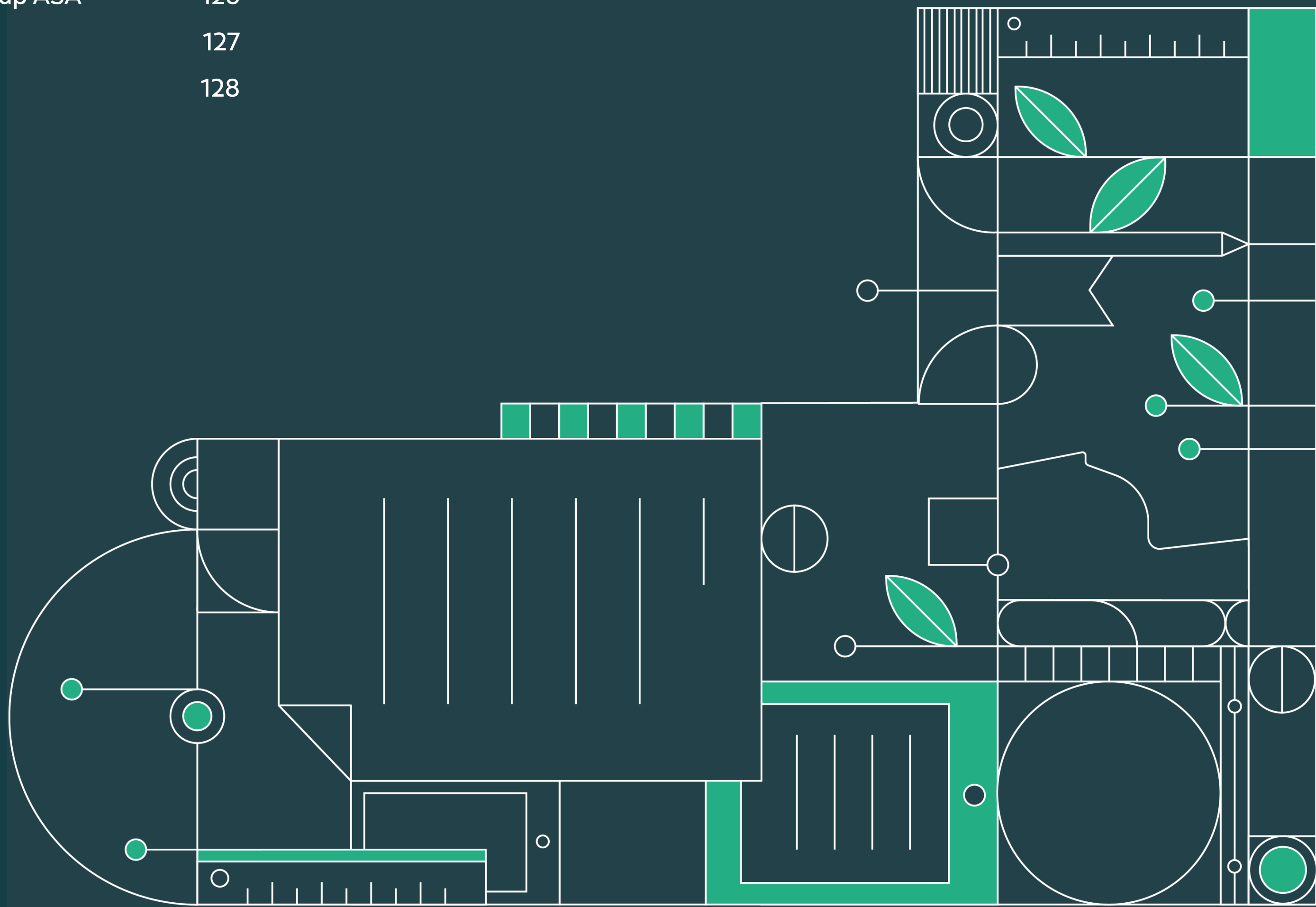
NOK 1000	31.12.22	31.12.21
EBITDA	136 296	77 306
(+) Other income and expenses	39 112	31 620
Adjusted EBITDA	**175 408**	**108 926**

NOK 1000	31.12.22	31.12.21
Interest-bearing debt	758 270	540 673
(+) Lease liabilities	48 389	37 246
(+) Cash and cash equivalents	50 905	118 833
NIBD	**755 755**	**459 087**

Specification of other income and expenses

NOK 1000	31.12.22	31.12.21
Listing costs (Oslo Børs)	7 014	
Acquisition costs	16 704	19 422
Other M&A and integration costs	12 782	9 975
Divestment	2 063	
One-time advisory costs	549	2 224
Total other income (-) and expenses (+)	**39 112**	**31 620**

16 Sikri Group ASA financial statements



16.1

Revenue statement Sikri Group ASA

NOK 1000	Note	2022	2021
Operating income and operating expenses			
Revenue	1	18 684	8 184
Total income		**18 684**	**8 184**
Employee benefits expense	2	21 273	9 300
Other expenses	2, 3	25 046	9 459
Total expenses		**46 319**	**18 759**
Operating profit		**-27 635**	**-10 575**
Financial income and expenses			
Finance income	4	79 005	20 830
Finance expense	4	48 717	13 823
Net financial items		**30 288**	**7 006**
Net profit before tax		2 652	-3 568
Income tax expense	5	1 295	-784
Net profit after tax		**1 357**	**-2 785**
Net profit or loss		**1 357**	**-2 785**
Attributable to			
Other equity		1 357	0
Transferred from other equity		0	2 785
Total		**1 357**	**-2 785**

16.2

Balance sheet Sikri Group ASA

NOK 1000	Note	2022	2021
Assets			
Non-current assets			
Intangible assets			
Deferred tax assets	5	0	784
Total intangible assets		**0**	**784**
Non-current financial assets			
Investments in subsidiaries	6, 7	1 830 382	1 128 702
Loan to group companies	8	70 000	107 000
Total non-current financial assets		**1 900 382**	**1 235 702**
Total non-current assets		**1 900 382**	**1 236 486**
Current assets			
Debtors			
Other short-term receivables		3 637	258
Receivables from group companies	8	99 520	24 384
Total receivables		**103 157**	**24 643**
Cash and cash equivalents	9	28 084	48 393
Total current assets		**131 241**	**73 036**
Total assets		**2 031 623**	**1 309 522**
Equity and liabilities			
Equity			
Paid-in capital			
Share capital	10	2 549	1 880
Share capital, not registered		0	9 611
Share premium reserve		1 005 748	683 396
Total paid-up equity		**1 008 297**	**694 888**
Retained earnings			
Other equity		18 038	8 176
Total retained earnings		**18 038**	**8 176**
Total equity		**1 026 335**	**703 063**

Sikri Group

16.2

Balance sheet Sikri Group ASA
Continued

NOK 1000	Note	2022	2021
Liabilities			
Provisions			
Deferred tax	5	1 295	0
Total provisions		**1 295**	**0**
Other non-current liabilities		0	0
Liabilities to financial institutions	7	748 569	480 973
Total non-current liabilities		**748 569**	**480 973**
Current liabilities			
Trade payables	8	6 858	281
Public duties payable		1 004	548
Liabilities to group companies	8	223 896	59 331
Other current liabilities	7	23 667	65 326
Total current liabilities		255 425	125 486
Total liabilities		**1 005 289**	**606 458**
Total equity and liabilities		**2 031 623**	**1 309 522**

Oslo,
27 April 2023

Rolv Erik Ryssdal
Chairperson

Jens Rugseth
Board Member

Martine Dragset
Board Member

Sigrun Syverud
Board Member

Preben Rasch-Olsen
Board Member

Nicolay Moulin
CEO

16.3

Changes in shareholders' equity Sikri Group ASA

NOK 1000	Share capital	Share premium	Share capital, not registered	Other equity	Total equity
Equity 1 January 2021	1 480	237 173		6 618	245 271
Capital increase	400	446 223			446 623
Capital increase, not registered			9 611		9 611
Share-based payments				4 343	4 343
Result for the year				-2 785	-2 785
Equity 31 December 2021	**1 880**	**683 396**	**9 611**	**8 176**	**703 063**

NOK 1000	Share capital	Share premium	Share capital, not registered	Other equity	Total equity
Equity 1 January 2022	1 880	683 396	9 611	8 176	703 063
Capital increase	668	322 352			323 021
Capital increase, not registered			-9 611		-9 611
Share-based payments				8 505	8 505
Result for the year				1 357	1 357
Equity 31 December 2022	**2 549**	**1 005 748**	**0**	**18 038**	**1 026 335**

16.4

Cash flow statement Sikri Group ASA

NOK 1000	Note	2022	2021
Cash flows from operating activities			
Profit (loss) before income tax		2 652	-3 568
Taxation paid		0	0
Depreciation and amortization		0	0
Share-based payment expense		1 891	1 767
Change in trade receivable		-1 946	0
Change in trade payable		6 577	-72
Change in other liabilities and receivables		-70 503	-29 104
Net cash flow from operating activities		**-61 329**	**-30 978**
Cash flows from investment activities			
Payments for acquisition of subsidiaries		-694 068	-921 031
Proceeds from other investments		37 000	3 000
Net cash flows from investment activities		**-657 068**	**-918 031**
Cash flows from financing activities			
Proceeds from issuance of new long-term liabilities		699 500	505 930
Proceeds from issuance of equity		312 411	456 235
Repayments of liabilities		-478 389	-123 000
Net cash flows from financing activites		**533 522**	**839 165**
Change in group account		164 566	59 331
Net increase (decrease) in cash and cash equivalents		-20 309	-50 513
Cash and cash equivalents 1. January		48 393	98 906
Effect of exchange rate changes on cash and cash equivalents		0	0
Cash and cash equivalents 31. December		**28 084**	**48 393**

16.5

Notes

General information and summary of significant accounting principles
Corporate information

Sikri Group ASA is a publicy listed company on Euronext Oslo Børs, with the ticker symbol SIKRI. Sikri Group ASA was admitted to trading on Euronext Oslo Børs on 7. July 2022. Sikri Group ASA is incorporated and domiciled in Norway. The Company's principal offices are located at Dronning Mauds gate 10, 0250 Oslo, Norway.

The Company's financial statements for the year ended 31 December 2022 were authorized for issue in accordance with a resolution of the Board of Directors on 27 April 2023.

Sikri Group ASA has been granted exemption from the Norwegian Tax Authority to publish its Annual Report in English only.

The Company, as used in these financial statements, is the Parent Company under the Consolidated Financial Statements also included in this Annual Report.

Basis of preparation

The Company's financial statements have been prepared in accordance with Norwegian Accounting Act and generally accepted accounting principles (NGAAP). The functional and presentation currency of the parents company is Norwegian krone (NOK).

Going Concern

The annual accounts have been prepared based on the going concern assumption in accordance with section 3-3a of the Norwegian Accounting Act. This is based on the Group's plans, budgets and level of activity going forward.

Use of estimates

The preparation of annual accounts in accordance with the Accounting Act requires the use of estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies. Areas which to a large extent contain such subjective evaluations, a high degree of complexity, or areas where the assumptions and estimates are material for the annual accounts, are described in the notes.

Tax

The tax charge in the profit and loss account consists of tax payable for the period and the change in deferred tax. Deferred tax is calculated at the tax rate at 22 % on the basis of tax-reducing and tax- increasing temporary differences that exist between accounting and tax values, and the tax loss carried forward at the end of the accounting year. Tax-increasing and tax-reducing temporary differences that reverse or may reverse in the same period are set off and entered net. The net deferred tax receivable is entered on the balance sheet to the extent that it is likely that it can be utilised.

Classification and valuation of fixed assets

Fixed assets consist of assets intended for long-term ownership and use. Fixed assets are valued at acquisition cost less depreciation and write-downs. Long-term liabilities are entered on the balance sheet at the nominal amount at the time of the transaction.

Classification and valuation of current assets

Current assets and short-term liabilities consist normally of items that fall due for payment within one year of the balance sheet date, as well as items related to the stock cycle. Current assets are valued at the lower of acquisition cost and fair value. Short-term liabilities are entered on the balance sheet at the nominal amount at the time of the transaction

Subsidiaries and associated companies

Subsidiaries and associated companies are valued using the cost method in the company accounts. The investment is valued at acquisition cost for the shares unless a write-down has been necessary. A write-down to fair value is made when a fall in value is due to reasons that cannot be expected to be temporary and such write-down must be considered as necessary in accordance with good accounting practice. Write-downs are reversed when the basis for the write-down is no longer present.

Dividends, group contributions and other distributions from subsidiaries are posted to income in the same year as provided for in the distributor's accounts. To the extent that dividends/ group contributions exceed the share of profits earned after the date of acquisition, the excess amounts represents a repayment of invested capital, and distributions are deducted from the investment's value in the balance sheet of the parent company.

Receivables

Receivables from customers and other receivables are entered at par value after deducting a provision for expected losses. The provision for losses is made on the basis of an individual assessment of the respective receivables. In addition an unspecified provision is made to cover expected losses on claims in respect of customer receivables

Revenue

Income from sales of services are recognized at fair value, net after deduction of VAT, returns, discounts and reductions.

Share-based payments

Equity-settled share-based payments to employees and others providing services are measured at the fair value of the equity instruments at the grant date. The fair value measured at the grant date is determined using the Black-Scholes model, which takes into account the exercise price, the expected lifetime of the option, the current price of the underlying shares, the expected volatility of the share price, any dividend expected on the shares and the risk-free interest rate for the life of option. The expected share price volatility is based on historical volatility for a selection of comparable listed companies. The risk-free rate is based on published government zero-coupon yields published by the Central Bank of Norway.

Pensions

The Company has a defined contribution pension plan for its employees which satisfies the statutory requirements in the Norwegian law on required occupational pension (“lov om obligatorisk tjenestepensjon”). The scheme is a defined contribution plan. Contributions are paid to pension insurance plans and charged to the income statement in the period to which the contributions relate.

Once the contributions have been paid, there are no further payment obligations.

Foreign currency

Foreign currency transactions are translated at the exchange rate on the date of the transaction. Monetary foreign currency items are translated to NOK at the exchange rate on the balance sheet date. Non- monetary items that are measured at historical cost in a foreign currency are translated to NOK using the exchange rate on the transaction date. Non-monetary items that are measured at fair value in a foreign currency are translated to NOK using the exchange rate on the measurement date. Exchange rate fluctuations are posted to the profit and loss account as they arise under other financial items

Cash flow statement

The cash flow statement has been prepared using the indirect method. Cash and cash equivalents consist of cash, bank deposits and other short-term, liquid investments.

Note 1 - Revenue

Sikri Group ASA provides services within management, finance, accounting and general administration, handling joint supplier agreements and other services that belongs under intra-group services. Theses services are invoiced to subsidiaries that are directly or indirectly owned (> 90 %).

Revenue

NOK 1000	2022	2021
Revenue from services performed	18 684	8 184
Total	**18 684**	**8 184**

Geographical distribution

NOK 1000	2022	2021
Norway	18 684	8 184
Total	**18 684**	**8 184**

Note 2 - Salary costs and benefits, remuneration to the chief executive and board

Salary costs

NOK 1000	2022	2021
Salaries and holiday pay	13 632	4 905
Employment tax	1 781	812
Pension costs	519	206
Share-based payments	1 891	1 767
Other benefits	3 449	1 610
Total	**21 273**	**9 300**
Average number of man-years	7	2

Pension obligations

Sikri Group ASA has a pension scheme that meets the requirements set out in the Obligatory occupational pension Act. At 31 December 2022 the Company's pension scheme has 11 members. The cost of pension is specified in the above table.

Bonus and share-based payment

For information about bonus and share-based payment programs, see note 9 and 10 to the consolidation financial statements.

Remuneration to Corporate Management and Board of Directors

Information about remuneration of the Board of Directors and the executive management is included in note 9 to the consolidation financial statements. For information about bonus and share-based payment programs, see note 10 to the consolidation financial statements.

Note 3 - Other expenses

Specification of other operating expenses

NOK 1000	2022	2021
General IT, licenses and hosting	1 542	134
Advisors and consultants	19 861	8 683
Facilities and office costs	1 078	316
Sales and marketing	1 019	96
Training, travel and meetings	1 546	230
Total	**25 046**	**9 459**

Specification of audit fees

NOK 1000	2022	2021
Statutory audit	991	671
Assurance services	850	251
Other services	21	0
Total	**1 862**	**922**

Note 4 - Financial income and expense

Finance income

NOK 1000	2022	2021
Income from subsidiaries	72 406	15 219
Interest income from group entities	4 890	5 586
Other interest income	155	24
Profit on foreign exchange	1 554	0
Total	**79 005**	**20 830**

Finance cost

NOK 1000	2022	2021
Interest expense to group entities	1 886	0
Other interest expense	46 636	13 509
Loss on foreign exchange	186	0
Other financial expenses	9	314
Total	**48 717**	**13 823**

Note 5 - Tax

This year's tax expense

NOK 1000	2022	2021
Entered tax on ordinary profit/loss:		
Payable tax	0	0
Too much/little allocated previous years	-784	0
Changes in deferred tax	2 079	-784
Tax expense on ordinary profit/loss	**1 295**	**-784**
Taxable income:		
Result before tax	2 652	-3 568
Permanent differences	1 321	6
Changes in temporary differences	-3 424	0
Allocation of loss to be brought forward	-549	0
Taxable income	**0**	**-3 562**

The tax effect of temporary differences and loss for to be carried forward that has formed the basis for deferred tax and deferred tax advantages, specified on type of temporary differences.

NOK 1000	2022	2021	Difference
Allocations and more	-90	0	90
Other differences	7 042	0	-7 042
Total	**6 952**	**0**	**-6 952**
Accumulated loss to be brought forward	-1 066	-3 562	-2 497
Basis for deferred tax	**5 886**	**-3 562**	**-9 448**
Deferred tax (22 %)	**1 295**	**-784**	**-2 079**

Note 6 - Subsidiary

Investments in subsidiaries are recognised according to the cost method in the Company's financial statements.

The table below sets forth Sikri Group ASA's ownership interest in subsidiaries. Information about indirectly owned subsidiaries are included in note 20 to the consolidation financial statements.

Revenue

Company	Location	Ownership	Voting rights	Carrying amount as of 31 Dec 2022	Carrying amount as of 31 Dec 2021
Sikri AS	Oslo	100 %	100 %	143 498	104 415
Sureway AS *)	Oslo	100 %	100 %	0	33 792
Ambita AS	Oslo	100 %	100 %	992 709	990 495
Metria AB	Stockholm	100 %	100 %	694 176	0
Total				**1 830 382**	**1 128 702**

*) Sureway AS was merged with Sikri AS as of 1 January 2022.

Note 7 - Borrowings

Liabilities with a maturity later than 5 years

NOK 1000	2022	2021
Debt to credit institutions	629 791	429 973
Total	**629 791**	**429 973**

Liabilities with a maturity within 1 year

NOK 1000	2022	2021
Debt to credit institutions	118 778	51 000
Other short-term debt	9 701	50 000
Total	**128 479**	**101 000**

A first priority pledge has been placed on the shares in subsidiaries as security for debt to credit institutions. The carrying amount of investments in subsidiaries is shown in the table below.

Carrying amount of assets used as security

NOK 1000	2022	2021
Investments in subsidiaries	1 830 382	1 128 702

For more information about securities, terms and covenants for debt to credit institutions and other long-term debt, see note 22 and 26 in the consolidation financial statements.

Note 8 - Related party transactions

Revenues are mainly sale of intra-group services to other Group companies. Purchases form other Group companies consist mainly of consultancy fees in strategic Group projects, property lease, IT-operations and maintenance.

Sikri Group ASA conducts the main part of external debt financing in the Group and provides loans and receives deposits from Groups companies. Transactions between the companies will therefore also consists of interest income. All agreements and transactions are entered into on commercial terms and at arm's length.

In addition, Group contributions and dividends from Group companies are recognised as financial income in the year of disposal and balances related to this are included in receivables on Group companies.

Transaction with Group companies

NOK 1000	2022	2021
Sale of services	18 684	8 184
Purchase of services	4 271	0
Loan interest received	4 890	5 586
Interest paid on borrowings	1 886	0

Receivables on Group companies

NOK 1000	2022	2021
Long-term receivables	70 000	107 000
Trade and other receivables	29 893	9 165
Group contribution received	69 628	15 219
Total	**169 520**	**131 384**

Liabilities to Group companies

NOK 1000	2022	2021
Group cash pooling	223 896	59 331
Accounts payable	327	0
Total	**224 223**	**59 331**

Sirki Group ASA is the main account holder in a cash pooling agreement. Cash holdings of the participants are classified as short-term receivables in the Group companies financial statements. All participants are jointly and severally liable for any outstanding balance on the group account.

Note 9 - Restricted funds

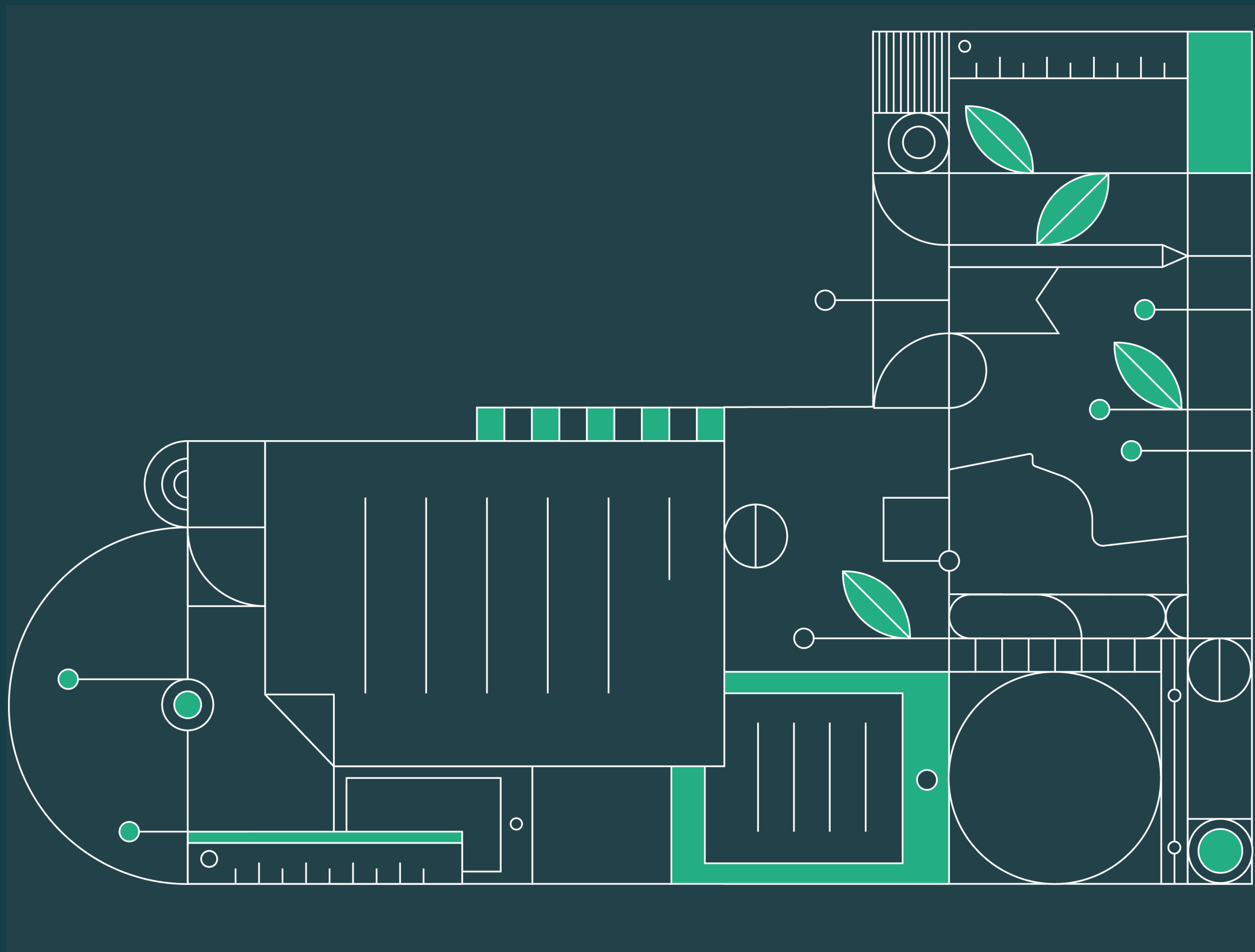
Restricted funds

NOK 1000	2022	2021
Tax deduction account	648	233

Note 10 - Share capital, shareholders etc.

The share capital in Sikri Group ASA as at 31 December 2022 was NOK 2 548 860 consisting of 127 442 977 ordinary shares at NOK 0.02 per share. The Company's shares have equal voting rights. For information of shareholders see note 25 to the consolidated financial statements.

17 Auditor's report



BDO AS
Munkedamsveien 45
PO Box 1704 Vika
0121 Oslo
Norway

Independent Auditor's Report

To the Annual Shareholders meeting of Sikri Group ASA

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Sikri Group ASA.

The financial statements comprise:	In our opinion:
• The financial statements of the parent company, which comprise the balance sheet as at 31 December 2022, income statement, statement of changes in equity and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and • The financial statements of the group, which comprise the balance sheet as at 31 December 2022, and income statement, statement of comprehensive income, statement of changes in equity and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.	• The financial statements comply with applicable statutory requirements, • The accompanying 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 the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway. • The accompanying 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.

We have been the auditor of Sikri Group ASA for 3 years from the election by the extraordinary general meeting of the shareholders on 17 December 2019 for the accounting year 2020 (with at renewed election on the 31 May 2022).

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.

Description of the key audit matter	**How the key audit matter was addressed in the audit**
Impairment of intangible assets and goodwill	
Carrying amount of intangible assets and goodwill resulting from Sikri's acquisitions of subsidiaries, constitute a major part of the total assets in the consolidated balance sheet. As at 31 December 2022, intangible assets including goodwill amounting to NOK 1,846 million, represents approximately 83 % of the total assets in the consolidated financial statements. Management performs an annual impairment test by estimating the recoverable amount of intangible assets including goodwill. The determination of recoverable amount requires application of significant judgment by management, in particular with respect to cash flow forecast and the applied discount rate. Due to the materiality, complexity and estimation uncertainty, we considered this area key audit matter. The Group's accounting policy regarding impairment test is disclosed in note 14 to the consolidated financial statements.	We have obtained and reviewed the Group's impairment test for each cash generating unit (CGU) to which intangible assets including goodwill are allocated. We have assessed key assumptions, including revenue growth rates and margins. Our audit procedures also included an evaluation of the accuracy of management's historical forecasts. We evaluated the discount rates for each CGU and obtained management's sensitivity analyses for changes in assumptions. We have also tested the mathematical accuracy of management's forecasts and the impairment model. We involved our internal valuation specialists to assist us with our assessments. We have also assessed the adequacy of the disclosures provided in the note 14.
Acquisition of Metria AB	
On 1 April 2022, Sikri acquired a 100 % interest in Metria AB for a purchase price of NOK 667 million. Management determined the acquisition to constitute a business combination, and application of the acquisition method of	We obtained and reviewed the PPA and obtained an understanding of how management identified assets to which the purchase price was allocated, including management's calculation of related goodwill.

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accounting in accordance with IFRS 3 was deemed appropriate. Hence, identifiable assets acquired and liabilities assumed are initially measured at fair value at the transaction date. Any consideration in excess of the net identifiable assets, is recorded as goodwill. Management prepared a purchase price allocation (PPA) in relation to the acquisition of Metria AB. The purchase price allocation requires the application of significant judgment by management, in particular with respect to identification and valuation of intangible assets. Due to the materiality and estimation uncertainty, we considered this area a key audit matter. The Group's accounting policy regarding business combinations is disclosed in note 3 to the consolidated financial statements.	We involved our internal valuation specialists to assist us with our assessment of the discount rates, expected inflation rates, and the appropriateness of the methodology and valuation model applied. In addition, we performed the following audit procedures: • We compared the Sale and Purchase Agreement (SPA) and the Purchase Price Allocation (PPA) with respect to consideration amount • We reviewed the opening balances and evaluated the related fair value adjustments • We tested the mathematical accuracy of the calculations derived from the forecast model We have also assessed the adequacy of the disclosures provided in the note 3.

Other information

The Board of Directors and the Managing Director (management) are responsible for the other information. The other information comprises the Board of Directors' report and other 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 other information.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Opinion on the Board of Directors' report

Based on our knowledge obtained in the audit, in our opinion 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 Directors' report applies correspondingly for the statement on Corporate Social Responsibility.

Responsibilities of the Board of Directors and the Managing Director for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Norwegian Accounting Act and accounting standards and practices generally

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accepted in Norway, and for the preparation and fair presentation of the financial statements of the group 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 ability to continue as a going concern, disclosing, as applicable, matters related to going concern. The financial statements of the Company use the going concern basis of accounting insofar as it is not likely that the enterprise will cease operations. The financial statements of the Group use 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

For further description of Auditor's Responsibilities for the Audit of the Financial Statements reference is made to:
https://revisorforeningen.no/revisjonsberetninger

Report on compliance with Regulation on European Single Electronic Format (ESEF)

Opinion

As part of the audit of the financial statements of Sikri Group 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 SikriGroup_ASA_2022-12-31_EN.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.

Oslo, 27 April 2023

BDO AS

Børre Skisland

State Authorised Public Accountant

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