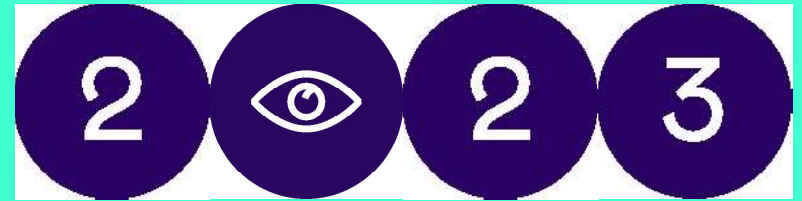




# A year in numbers

Signicat AS Annual report

Adopted at the Annual General Meeting on 28 June 2024





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# Statement of Comprehensive Income

## 1 January - 31 December

Amounts in NOK 1000	Notes	2023	2022
Revenue	6	1,098,061	815,818
Operational service expenses	7	-264,983	-213,341
<b>Gross profit</b>		<b>833,078</b>	<b>602,477</b>
Salary and personnel expenses	8	-383,276	-352,365
Depreciation	11,12,13	-156,151	-129,945
Other operating expenses	9	-197,166	-157,125
<b>Total operating expenses</b>		<b>-736,593</b>	<b>-639,436</b>
<b>Operating profit (loss) before special items</b>		<b>96,485</b>	<b>-36,958</b>
Special items	9	-23,043	-159,501
<b>Operating profit (loss)</b>		<b>73,443</b>	<b>-196,459</b>
Financial income	10	22,821	16,506
Financial expense	10	-31,735	-20,106
<b>Profit before tax</b>		<b>64,529</b>	<b>-200,059</b>
Income tax	24	-27,467	36,988
<b>Profit (loss) for the year</b>		<b>37,062</b>	<b>-163,071</b>



# Consolidated Statement of Comprehensive Income

1 January - 31 December

Amounts in NOK 1000	Notes	2023	2022
<b>Other comprehensive income</b>			
<i>Items that may be reclassified to profit or loss in subsequent periods:</i>			
Translation differences on foreign operations		149,642	59,007
<i>Items that will not be reclassified to profit or loss in subsequent periods:</i>			
Actuarial gain/(loss) on pension expense	23	125	142
Income tax on the net items		-19	-26
<b>Other comprehensive income (loss)</b>		<b>149,748</b>	<b>59,123</b>
<b>Total comprehensive income (loss) for the year</b>		<b>186,810</b>	<b>-103,948</b>
<b>Profit/(Loss) attributable to:</b>			
Equity holders of the parent company		186,810	-103,948
<b>Total</b>		<b>186,810</b>	<b>-103,948</b>
<b>Total comprehensive income (loss) attributable to:</b>			
Equity holders of the parent company		186,810	-103,948
<b>Total</b>		<b>186,810</b>	<b>-103,948</b>



## Consolidated Statement of Financial Position

Amounts in NOK 1000	Notes	31 December 2023	31 December 2022
<b>Assets</b>			
Goodwill	11	1,436,888	1,313,280
Other intangible assets	11	608,476	597,855
Fixtures and equipment	13	5,243	6,679
Right-of-use assets	12	40,208	37,657
Deferred tax assets	24	22,915	41,355
Other non-current receivables	14	3,975	1,009
<b>Total non-current assets</b>		<b>2,117,704</b>	<b>1,997,836</b>
Trade receivables	15	161,027	137,788
Other current assets	16	96,975	65,977
Cash and cash equivalents	17	100,624	59,265
<b>Total current assets</b>		<b>358,626</b>	<b>263,030</b>
<b>Total assets</b>		<b>2,476,329</b>	<b>2,260,866</b>



# Consolidated Statement of Financial Position

Amounts in NOK 1000	Notes	31 December 2023	31 December 2022
<b>Equity and Liabilities</b>			
Share capital	18	2,937	2,849
Other reserves		1,993,390	1,721,047
<b>Total equity</b>		<b>1,996,327</b>	<b>1,723,896</b>
<b>Non-current liabilities</b>			
Interest bearing debt	19	5,193	1,882
Pension liabilities	23	537	436
Lease liabilities	12	30,172	20,585
Deferred tax liability	24	49,210	43,954
Liabilities to Group company		111,674	40,241
<b>Total non-current liabilities</b>		<b>196,786</b>	<b>107,098</b>
<b>Current liabilities</b>			
Interest bearing debt	19	2,436	22,753
Trade payables		58,195	105,616
Current tax liabilities		30,167	23,332
Contract liabilities	22	4,589	-
Liabilities to Group company		1,275	-
Lease liabilities	12	11,680	18,603
Other current tax liabilities	24	5,997	-
Other current liabilities	21	168,877	259,567
<b>Total current liabilities</b>		<b>283,216</b>	<b>429,872</b>
<b>Total liabilities</b>		<b>480,001</b>	<b>536,970</b>
<b>Total equity and liabilities</b>		<b>2,476,329</b>	<b>2,260,866</b>



# Consolidated Statement of Cash Flows

## 1 January - 31 December

Amounts in NOK 1000	Notes	2023	2022
<b>Cash flow from operating activities</b>			
Profit/(Loss) before tax		64,529	-200,059
Taxes paid		-1,163	-
Depreciation and amortization	11,12,13	156,151	129,945
Net interest expense		11,223	3,389
Differences related to pensions		101	-268
Changes in trade receivables		-23,238	-43,252
Work in progress		4,589	0
Changes in group receivables/payables		1,275	
Changes in trade payables		-47,421	55,838
Changes from accruals and other current liabilities		-71,070	54,715
<b>Net cash flow from operating activities</b>		<b>94,976</b>	<b>308</b>
<b>Cash flow from investing activities</b>			
Capitalized development costs	11	-92,850	-89,068
Payment for acquisition of subsidiaries, net of cash acquired	27	-17,009	-567,525
Purchase of tangible assets	13	-52,458	-68
<b>Net cash flow from investing activities</b>		<b>-162,317</b>	<b>-656,661</b>



# Consolidated Statement of Cash Flows

## 1 January - 31 December

Amounts in NOK 1000	Notes	2023	2022
<b>Cash flow from financing activities</b>			
Interest element of lease payments	12	-2,047	-1,959
Principal element of lease payments	12	-22,374	-20,653
Repayment of borrowings/new loan	17	71,432	-15,502
Net change in bank overdraft and payment of Innovation debt	17	-17,006	16,800
New equity received	18	87,871	679,778
Interest received		1,727	674
Interest paid		-10,903	-2,295
<b>Net cash flow from financing activities</b>		<b>108,700</b>	<b>656,843</b>
<b>Net change in cash and cash equivalents</b>		<b>41,359</b>	<b>490</b>
Cash and cash equivalents at 1 January		59,265	58,775
<b>Cash and cash equivalents at 31 December</b>		<b>100,624</b>	<b>59,265</b>



## Consolidated Statement of Changes in Equity

Amounts in NOK 1000	Paid-in equity		Other equity		Total equity
	Share capital	Other paid in equity	Translation reserve	Retained earnings	
<b>Equity as at 1 January 2022</b>	<b>2,169</b>	<b>1,341,481</b>	<b>-68,324</b>	<b>-123,392</b>	<b>1,151,934</b>
Capital increase (net of transaction costs)	680	679,099	-	-	679,779
Profit / (Loss) for the year	-	-	-	-163,071	-163,071
Other comprehensive income (loss)	-	-	59,007	116	59,123
Other movements	-	-	-	-3,869	-3,869
<b>Equity as at 31 December 2022</b>	<b>2,849</b>	<b>2,020,580</b>	<b>-9,317</b>	<b>-290,216</b>	<b>1,723,896</b>

Amounts in NOK 1000	Paid-in equity		Other equity		Total equity
	Share capital	Other paid in equity	Translation reserve	Retained earnings	
<b>Equity as at 1 January 2023</b>	<b>2,849</b>	<b>2,020,580</b>	<b>-9,317</b>	<b>-290,216</b>	<b>1,723,896</b>
Capital increase (net of transactions costs)	88	87,783	-	-	87,871
Profit / (Loss) for the year	-	-	-	37,062	37,062
Other comprehensive income (loss)	-	-	149,642	106	149,748
Other movements	-	-	-	-2,250	-2,250
<b>Equity as at 31 December 2023</b>	<b>2,937</b>	<b>2,108,363</b>	<b>140,325</b>	<b>-255,298</b>	<b>1,996,327</b>



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# Notes to the Consolidated Financial Statements

## Note 1

### Reporting entity

The reporting entity reflected in these consolidated financial statements comprises Signicat AS (the “Company”) and consolidated subsidiaries (the “Group”). Signicat is a privately held company with corporate headquarters in Trondheim, Norway. The company has *subsidiaries in Sweden, Lithuania, Estonia, Netherlands, Spain, United Kingdom and Germany, as well as offices in Lisbon, and sales offices/ department offices in Copenhagen, Helsinki, London, Haag, and Frankfurt.*

The Group develop and offer electronic signature tools serving customers across Europe with subsidiaries currently in Norway, Sweden, Germany, United Kingdom, Netherland, Estonia and Spain.

## Note 2

### Basis for Preparation

The consolidated financial statements of Signicat AS and its subsidiaries are prepared in accordance with International Financial Reporting Standards (IFRS) as endorsed by the European Union (EU) effective as of 31 December 2023. The Group also provides disclosures as specified under the Norwegian Accounting Act (“Regnskapsloven”).

The financial statements are prepared on a historical cost basis. Preparation of the financial statements, including the note disclosures, requires management to make estimates and assumptions that affect amounts reported. Actual results may differ. Slight rounding differences may occur between the financial statements and the note disclosures.

The functional currency of Signicat AS is the Norwegian krone (NOK). The Group’s financial statements are presented in NOK thousands, except when otherwise stated.

Included within these financial statements are the following financial measures which are non-IFRS:

- adjusted EBIT
- Special items
- EBITDA

The non-GAAP performance measures are defined in Note 29.



# Notes to the Consolidated Financial Statements

Note 3

## Significant Accounting Policies

The following descriptions of accounting principles applies to The Group's 2023 IFRS financial reporting, including all comparative figures. See below for a discussion related to changes in accounting policies and new pronouncements not yet adopted and for a discussion of critical estimates and significant judgements.

### Basis of consolidation

The consolidated financial statements include Signicat AS and subsidiaries, which are entities in which the Company has control. Control is normally achieved where the Group is exposed, or has rights, to variable returns from its involvements with an entity and has the ability to affect those returns through its power over the entity. Potential voting rights are included in the assessment of whether the Group has power over an entity.

Intercompany transactions and balances relating mainly to charges for human capital resources used on projects and royalty in relation to sale of products have been eliminated.

### Business combinations

Business combinations are accounted for according to IFRS 3 using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value according to IFRS 13. Acquisition-related costs are expensed as incurred and included in other operating expenses.

The acquiree's identifiable assets, liabilities and contingent liabilities are recognized separately at the acquisition date at their fair value irrespective of any non-controlling interest, and goodwill recognized to the extent the consideration exceeds identified net assets.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. The contingent consideration is considered to be a financial instrument and within the scope of IFRS 9 Financial Instruments and any changes in fair value between the initial recognition and the payment date is recognized in the statement of comprehensive income.

After the acquisition date, the accounting policies of the acquired entity are applied consistently with the Group's policies.

### Foreign currency transactions

Transactions in foreign currencies are initially recorded in the functional currency of the transacting entity by applying the rate of exchange as of the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency of the entity at the rate of exchange at the end of the reporting period. Net currency gains or losses are included in Financial items.

### Foreign currency translation

For consolidation purposes, the financial statements of subsidiaries with a functional currency other than the presentation currency of the Norwegian krone (NOK) are translated into NOK. Assets and liabilities are translated using the rate of exchange as of the balance sheet date. Income, expenses, and cash flows are translated using the average exchange rate for the reported period.

Translation adjustments are recognized in Other comprehensive income and accumulated in Other reserves in Other equity. On disposal of such subsidiary the cumulative translation adjustment of the disposed entity is recognized in the Statement of Comprehensive Income as part of the gain or loss on disposal.

### Statement of cash flows

The Group uses the indirect method to present cash flows from operating activities. Interest and dividends received are included in cash flow from investing activities and interest and other finance charges related to the financing are included in cash flows from financing activities.

### Measurement of fair value

The Group measures certain assets and liabilities at fair value for the purposes of recognition or disclosure. Non-recurring fair value measurement is used for transactions, such as business combinations, and other non-routine transactions. The Group does not have any recurring fair value measurement as the Group does not have any derivative financial instruments, material equity investments or other similar financial assets or liabilities that are measured at fair value.



# Notes to the Consolidated Financial Statements

Note 3

## Significant Accounting Policies (Continued)

### Revenue

The Group accounts for revenue in accordance with IFRS 15 Revenue from Contracts with Customers. IFRS 15 requires the reporting entity, for each contract with a customer, to identify the performance obligations, determine the transaction price, allocate the transaction price to performance obligations to the extent the contract covers more than one performance obligation, determine whether revenue should be recognized over time or at a point in time, and, finally, recognize revenue when or as performance obligations are satisfied. A performance obligation is satisfied when or as the customer obtains control of the goods or services delivered. Payment terms vary between 0-30 days.

#### *Software license fees*

Subscription fees are charged to a customer for the access to the Group's SaaS platform for a period. The fee is invoiced on a monthly basis in advance and recognized as revenue over the period the customer has access to the platform.

#### *Transaction fees*

Transaction fees are charged to a customer for usage of a Group product based upon the actual use of the product. The fee is invoiced on a monthly basis after the consumption period and recognized as revenue at the point in time of use by the customer.

#### *Fixed Usage fees*

Fixed Usage fees are charged to a customer for a bundled product, where the customer pays upfront for a specific number of transactions and for the access to the Group's SaaS platform. The fee is invoiced upfront on a monthly or annual basis and recognized as revenues over time of the actual use of the product based on the period the customer has access to the SaaS platform. If the customer uses more transactions than specified in the contract, the customer is subsequently charged for the extra transactions. The extra fee is invoiced and recognized as revenue during the period the customer has access to the platform.

#### *Identity issuance fees*

Identity issuance fees is charged to a customer for each issuance delivered and recognized as revenue at the point in time for the sale.

#### *Rendering of professional services*

The Group render professional services to customers for development of specific functionality for a customer and for general support to customers. The fee for the service is recognized as revenue over the period the service is delivered to the customer.

#### **Operating service expenses**

Costs directly related to delivering of the services to customers are classified as operating service expenses.

#### **Personnel expenses**

Payments to employees, such as wages, salaries, social security contributions, paid annual leave and bonus agreements are accrued in the period in which the associated services are rendered by the employee. Post-employment benefits are recognized in accordance with IAS 19 Employee Benefits. Contributions to defined contribution plans are recognized as an expense in the period in which they accrue.

#### **Financial income and financial expenses**

Financial income includes interest earned on bank accounts and other interest-bearing financial assets, as well as net foreign currency exchange gains. Financial expense includes interest expense related to lease liabilities and interest expense on loans. Financial expense also includes net foreign currency exchange losses.

#### **Depreciation and amortization**

Depreciation includes the reporting period's depreciation expense on fixture and equipment and any impairment changes that have been recognized on these asset classes. Depreciation is provided on a straight-line basis over the expected useful economic life of the assets concerned.

#### **Earnings per share**

Basic earnings per share amounts are calculated by dividing net profit or loss for the year attributable to ordinary equity holders of the Company by the weighted average number of ordinary shares outstanding during the year. Diluted earnings per share are calculated by dividing net profit or loss for the year attributable to ordinary equity holders of the company, adjusted for the effects of all dilutive potential ordinary shares.



# Notes to the Consolidated Financial Statements

Note 3

## Significant Accounting Policies (Continued)

### Goodwill and other intangible assets

Goodwill arising from an acquisition of business is recognized in connection with acquisitions as the consideration paid in excess of the fair value of the net assets acquired.

Other intangible assets acquired in a business combination are recognized at fair value separately from goodwill when they arise from contractual or legal rights or can be separated from the acquired entity and sold or transferred.

Costs related to internal development activities are capitalized to the extent that the product or the process is technically and commercially viable and the Group has sufficient resources to complete the development project. Cost related to research activities are expensed as incurred.

Costs that are capitalized include costs of material and external suppliers, direct salaries, and other expenditure only if it can be directly attributed to prepare the product or process for its use.

Intangible assets with a definite life are amortized on a straight-line basis over the estimated useful life of the asset. If there have been identified indicators, the carrying value is tested for impairment. Intangible assets with an in-definitive life are tested for impairment when there has been identified indicators and at each year end.

### Fixtures and equipment

Fixtures and equipment consist of fittings, tools and office equipment and are recognized at acquisition cost. Acquisition cost is the amount of cash paid or the fair value of other consideration given to acquire the asset and includes any import duties less any trade discounts or rebates.

The carrying value is comprised of the historical cost less accumulated depreciation and any accumulated impairment losses, if any. Depreciation expenses are recognized on a straight-line basis over the estimated useful life of the asset, commencing when the asset is ready for its intended use. At each closing date, the Group reviews the residual value and useful life of its assets, with any estimate changes accounted for prospectively over the remaining useful life of the asset.

### Financial assets and liabilities

Financial assets represent a contractual right by the Group to receive cash or another financial asset in the future. Financial assets include cash and cash equivalents, trade receivable and other

current and non-current receivables. On initial recognition, a financial asset is measured at fair value, and classified for subsequent measurement at amortized cost or at fair value through profit or loss (FVTPL). Classification depends on the business model and, for some instruments, the entity's choice. Financial assets are derecognized when the rights to receive cash from the asset have expired or when the Group has transferred the asset.

Financial liabilities represent a contractual obligation by the Group to deliver cash in the future and are classified as either current or non-current. Financial liabilities include the accounts payable, current and non-current loans and current and non-current lease liabilities. Financial liabilities are initially recognized at fair value, including transaction costs directly attributable to the transaction, and are subsequently measured at amortized cost. Financial liabilities are derecognized when the obligation is discharged through payment or when the Group is legally released from the primary responsibility for the liability.

### Trade and other receivables

Trade and other receivables are financial assets initially recognized at transaction price, subsequently accounted for at amortized cost and are reviewed for impairment on an ongoing basis based on a lifetime expected credit loss model (ECL). Individual accounts are assessed for impairment taking into consideration indicators of financial difficulty and management assessment.

### Cash and cash equivalents

Cash and cash equivalents include cash, bank deposits and all other monetary instruments with a maturity of less than three months from the date of acquisition. Bank deposits earn interest at floating rates based on the different bank agreements.

### Leasing

The Group leases office buildings, vehicles and technical IT-equipment and account for its leases according to IFRS 16 Leases. The Group as a lessee recognizes its leases in the financial position as a lease liability with a corresponding right-of-use asset, except for leases with a lease term of twelve months or less or leases where the underlying asset is considered to have a "low value". Lease contracts is only accounted for in accordance with IFRS 16 to the extent that the contract conveys the Group the right to control the use of an identified asset for a period in exchange for consideration. Leases held by subsidiaries acquired through a business combination are recognized from the acquisitions date.



# Notes to the Consolidated Financial Statements

Note 3

## Significant Accounting Policies (Continued)

The lease liability is initially measured 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 payments are discounted using the interest rate implicit in the lease if the rate is easily available, and if not the Group's incremental borrowing rate ("IBR").

The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The Group estimates the IBR using observable inputs, such as market interest rates when available and make certain entity-specific estimates. The Group uses a revised discount rate when lease payments are updated for a change in the lease term or a revised assessment of a purchase option.

The lease term represents the non-cancellable period of the lease, together with periods covered by an option to extend the lease when the Group is reasonably certain to exercise this option, and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option. 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 is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. These adjustments are primarily rate increases linked to an index regulated in the lease agreements. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

The right-of-use asset is initially measured at cost being the corresponding amount of the initial measurement of the lease liability. The right-of-use asset is subsequently measured at cost less accumulated depreciation and impairment losses, applying the same policies for impairment as for fixtures and equipment. The right-of-use assets are depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. When the Group is reasonably certain to exercise a purchase option and the exercise price is included in the lease liability, the right-of-use asset is depreciated over the underlying asset's useful life, which is greater than the lease term.

Payments associated with low-value leases of IT and office equipment are recognized on a straight-line basis as an operating expense in profit or loss.

### Deferred taxes and tax expense

Tax for the year comprises current income tax, change in deferred tax and adjustments from prior years. Tax is recognised in the income statement except to the extent that it relates to items recognised in other comprehensive income or equity.

The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, as at the reporting date in the countries where the Group operates and generates taxable income. Deferred tax arises due to temporary differences between the carrying amount in the consolidated financial statements and the tax base of assets and liabilities as at the balance sheet date. Deferred tax is not recognised for temporary differences arising on the initial recognition of goodwill and other items where amortisation for tax purposes is disallowed.

Deferred tax assets are recognised if they can be offset against deferred tax in other consolidated enterprises or if it is probable that they can be utilised in future earnings.

Deferred tax is measured on the basis of the tax rules and tax rates in the respective countries that will be effective under the legislation as at the balance sheet date when the deferred tax is expected to be realised or the liability settled.

Changes in deferred tax as a result of changes in tax rates are recognised in the consolidated income statements except for the effect of items recognised directly in Other comprehensive income.

Deferred tax assets and liabilities are offset in the Consolidated statement of financial position if the Group has a legally enforceable right to offset and the deferred tax assets and liabilities relate to the same legal tax entity.

Interest/refunds relating to the tax payment are included in interest income and expense and similar items.



# Notes to the Consolidated Financial Statements

Note 3

## Significant Accounting Policies (Continued)

### Provisions

Provisions are liabilities of uncertain timing or amount. The Group recognizes provisions in the statement of financial position when there is a present obligation, legal or constructive because of a past event that can be estimated in amount, and it is probable that a payment will be required to settle the obligation. When the effect of the time value of money is material, the provision is recognized at the present value of the expected expenditure, using a pre-tax discount rate reflecting the risks specific to the liability. The Group reviews all provisions at the end of each reporting period and updates the provision to reflect the current best estimate. Provisions are reversed when the obligating event is no longer valid.

### Government grants

The Group receive government grants in relation to its development activities. The grants are recorded in accordance with IAS 20. Grants related to costs that has been expensed are recognized as other operating revenues. Grants related to capitalized development costs are netted against the capitalized amount.

### New pronouncements not yet adopted

None of the issued, not yet effective accounting standards or amendments to such standards are expected to have significant effects for the Group's financial reporting.

### Significant accounting estimates and judgements

The preparation of financial statements involves the use of accounting estimates which, by definition, will seldom equal the actual results. Management is required to exercise estimates and judgement in applying the Group's accounting policies. This note provides an overview of areas that involved a higher degree of judgement or complexity and of items which are more likely to be materially adjusted due to estimates and assumptions that will differ from the actual results.

### Significant estimates in accounting for business combinations

In a business combination, consideration, assets, and liabilities are recognized at estimated fair value. In the business the Group operates, fair value of individual assets and liabilities are normally not readily observable in active markets. Estimation of fair values requires the use of valuation models for acquired assets and liabilities as well as ownership interests. Such valuations are subject to numerous assumptions and thus uncertain. The quality of the fair value estimates may impact periodic amortization of intangible assets and possible impairment in future periods. The specific significant estimate made by management is the identification and fair value assessment of acquired intangible assets.

### Significant judgement in accounting for capitalization of internal development costs

Capitalization of internal development costs is based upon an assessment by the management that technological and economic feasibility is confirmed. This is normally at a stage when the product development project has reached a defined milestone according to an established project plan. In determining the amounts to be capitalized, management make assumptions regarding if the milestone has been reached and expected future cash flow related to the product that has been developed.

### Significant estimate related to the recognition of a deferred tax asset

A deferred tax asset is recognized to the extent that is probable that taxable profit in future periods will be available. Management assesses at each reporting date if future taxable profit in relevant jurisdictions is probable to justify the capitalized value of the deferred tax asset. In making this assessment management make estimate about future taxable income.



# Notes to the Consolidated Financial Statements

Note 4

## Financial risk management

### Financial risk management policies

The Group's overall financial risk management focuses on unpredictability of financial markets and seek to minimize potential adverse effects on the Group's financial performance. The current strategy does not include the use of derivative financial instruments, but this is assessed dynamically by the management.

### Foreign exchange risk

Management is monitoring the currency exposure on a group level. The cash in and outflow in foreign currencies related to revenues and expenses is considered to be well balanced with no significant net currency exposure.

The Group is financed through a loan facility denominated in NOK. Since the Group also generate a net positive cash flow from its operations in Norway, this gives a natural hedge with a reduced exposure in NOK. Management consider therefore that the currency exposure currently is not significant.

### Interest rate risk

The Group's interest rate risk arises from long-term borrowings. The Group's debt is drawn up in NOK with a corresponding interest in NOK. Management analyzes its interest rate exposure on a running basis in relation to the effect on the profitability of the Group and ability to service the debt. Currently no hedging instruments are in use by the Group.

### *Sensitivity*

Based upon the simulations performed for the financial year 2023, the impact on loss before tax of +/- 5 percentage point shift in interest would be a maximum increase or decrease of NOK 5,5 million.

### Credit risk

Credit risk is managed on a group and entity level. Credit risk arises mainly from trade with customers and outstanding receivables. The level of receivables and overdue are monitored monthly. The Group has a large number of customers in different industries, where each customer has a limited amount outstanding. Historically, the Group have had limited loss on receivables.

### Funding and liquidity risk

Cash-flow forecasting is performed by management in a budget and updated during the year. The Group keeps track of its liquidity requirements to ensure there is sufficient cash to meet operational needs and maintain financial flexibility for M&A activities important to the Group. The liquidity risk is perceived to be low.

### Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in the interest of customers, employees, shareholders, and other stakeholders.



# Notes to the Consolidated Financial Statements

## Note 5

### Segment information

The Group identifies its reportable segments and discloses segment information in accordance with IFRS 8 Operating Segments. Accordingly, The Group identifies its segments consistent with the reporting structure used by management. Operating segments are components of a business that are evaluated regularly by the chief operating decision maker for the purpose of assessing performance and allocating resources. The financial information is disclosed on the same basis as used by the chief operating decision maker.

The CEO are the chief operating decision maker (CODM) for the entire Group within the framework of the CEO instructions from the Board of Directors and the annual operational budget and investment frames approved by the Board of Directors.

The Group will disclose segment information based upon the following reportable segments: Nordic, and Non-Nordic.

#### As of and for the year ended 31 December 2022

NOK	Nordics	Non-Nordic	Total IFRS
Revenue from customer contracts	552,117	263,701	815,818
<b>Operating revenue</b>	<b>552,117</b>	<b>263,701</b>	<b>815,818</b>
Operational service expenses	138,479	74,862	213,341
Personnel costs	204,444	147,921	352,365
Other operating expenses	106,769	50,356	157,125
<b>Operating expenses before depreciation, amortization and special items</b>	<b>449,692</b>	<b>273,139</b>	<b>722,831</b>
<b>Earnings before interest, taxes, depreciation and amortization before special items</b>	<b>102,425</b>	<b>-9,437</b>	<b>92,988</b>

#### As of and for the year ended 31 December 2023

NOK	Nordics	Non-Nordic	Total IFRS
Revenue from customer contracts	733,305	364,756	1,098,061
<b>Operating revenue</b>	<b>733,305</b>	<b>364,756</b>	<b>1,098,061</b>
Operational service expenses	176,432	88,551	264,983
Personnel costs	235,455	147,820	383,276
Other operating expenses	98,787	98,379	197,166
<b>Operating expenses before depreciation, amortization and special items</b>	<b>510,674</b>	<b>334,750</b>	<b>845,424</b>
<b>Earnings before interest, taxes, depreciation and amortization before special items</b>	<b>222,631</b>	<b>30,006</b>	<b>252,637</b>



# Notes to the Consolidated Financial Statements

## Note 6

### Revenue from contracts with customers

The Group develops and operate a cloud-based SaaS platform supplying partners and customers with an Application Programming Interface (“API”) functionality within three product categories sold together or individually to its customers:

- E-signing, sealing & storage
- Secure authentication
- Identify proofing

The product categories generate two revenue streams:

- Product fees
- Professional services

#### Specification of revenue from contracts with customers per contract type.

The Group’s revenue from contract with customers is specified based upon the related revenue streams in the table below,

#### Earned but not invoiced revenues

Earned but not invoiced revenues relate mainly to transaction fees that are invoiced in the period after the transactions has taken place. Earned but not invoiced revenues are included in the line item other current assets.

Revenue breakdown by revenue type	2023	2022
NOK 1000		
Product fees	1,090,767	810,103
Professional service	7,294	5,715
<b>Total</b>	<b>1,098,061</b>	<b>815,818</b>

Revenue breakdown by region	2023	2022
NOK 1000		
Nordics	733,305	552,177
Non - Nordic	364,756	263,641
<b>Total</b>	<b>1,098,061</b>	<b>815,818</b>



# Notes to the Consolidated Financial Statements

Note 7

## Operational services expenses

Specification of operational services expenses		
NOK 1000	2023	2022
External services	264,983	213,341
<b>Total</b>	<b>264,983</b>	<b>213,341</b>

Note 8

## Personnel expenses

Specification of personnel expenses		
NOK 1000	2023	2022
Salaries	340,558	322,677
Social security tax	56,289	48,602
Pension cost	20,355	17,890
Other benefits	2,420	17,760
Capitalized development expenses	-36,346	-54,564
<b>Personnel expenses</b>	<b>383,276</b>	<b>352,365</b>
Full time equivalent employees	430	442

### Management remuneration for the year ended 31 December

NOK 1000	2023	2022
Salary	3,593	4,643
Pension costs	171	-
Other benefits	-	12
<b>Total</b>	<b>3,764</b>	<b>4,655</b>

The CEO has a notice period of 6 months. There are no other compensation schemes linked to a retirement.

The company has not given any loans or provided guarantees for the benefit of senior executives.

The Company has entered a pension contribution plan for its employees. In addition, the company has a defined benefit plan with one employee, see note 23.



# Notes to the Consolidated Financial Statements

## Note 9

### Other operating expenses and transactions related costs and other special items

Specification of other operating expenses		
NOK 1000	2023	2022
IT and telephone expenses	93,796	65,180
External services and consultants	66,864	18,381
Advertising-sales expenses	21,738	33,847
Other operating expenses	14,768	39,717
<b>Other operating expenses</b>	<b>197,166</b>	<b>157,125</b>

Specification of transaction related costs and other special items		
NOK 1000	2023	2022
M&A activities	293	86,239
Restructuring	-	44,758
Other special items	22,750	28,504
<b>Other operating expenses</b>	<b>23,043</b>	<b>159,501</b>

The cost associated with restructuring predominantly pertains to employee termination expenses, as a strategic measure to enhance Signicat's cost-efficiency.

Auditor fees		
NOK 1000	2023	2022
Statutory audit fee	4,250	2,826
Tax consulting	53	62
Other consulting work	608	320
<b>Total remuneration to the auditor</b>	<b>4,911</b>	<b>3,208</b>

## Note 10

### Financial income and expense

Specification of financial items		
NOK 1000	2023	2022
Interest income	1,727	674
Currency exchange gain	21,094	15,832
<b>Financial income</b>	<b>22,821</b>	<b>16,506</b>
Interest on long term debt	-10,903	-2,295
Interest expense leases	-2,047	-1,959
Other financial expenses	-18,785	-15,852
<b>Financial expenses</b>	<b>-31,735</b>	<b>-20,106</b>



# Notes to the Consolidated Financial Statements

Note 11

## Intangible assets including goodwill

NOK 1000	Goodwill	Other intangible assets			
		Software	Customer contracts and relationships	Capitalized technology	Sum other intangible assets
<b>Acquisition cost 1 January 2022</b>	<b>817,260</b>	<b>2,547</b>	<b>104,398</b>	<b>520,782</b>	<b>627,726</b>
Additions	-	-	-	101,171	101,171
Additions through business combinations	453,100	4,862	78,941	96,017	179,820
Translation differences	43,160	-	-5,131	32,661	27,530
<b>Acquisition costs 31 December 2022</b>	<b>1,313,520</b>	<b>7,409</b>	<b>178,208</b>	<b>750,631</b>	<b>936,248</b>
Additions	-	4,841	-	92,850	97,691
Translation differences	123,608	7,253	14,336	17,649	39,238
<b>Acquisition costs 31 December 2023</b>	<b>1,437,128</b>	<b>19,503</b>	<b>192,544</b>	<b>861,130</b>	<b>1,073,177</b>
<b>Acc.amort. &amp; write-downs 1 January 2022</b>	<b>240</b>	<b>138</b>	<b>7,182</b>	<b>208,619</b>	<b>215,939</b>
Depreciation of the year	-	2,053	12,560	95,797	110,410
Translation differences	-	-	3,591	8,451	12,042
<b>Acc.amort. &amp; write-downs 31 December 2022</b>	<b>240</b>	<b>2,191</b>	<b>23,333</b>	<b>312,868</b>	<b>338,392</b>
Depreciation of the year	-	1,936	15,103	114,381	131,420
Translation differences	-	5,991	-1,924	-9,178	-5,111
<b>Acc.amort. &amp; write-downs 31 December 2023</b>	<b>240</b>	<b>10,118</b>	<b>36,512</b>	<b>418,071</b>	<b>464,701</b>
<b>Net book value 1 January 2022</b>	<b>817,020</b>	<b>2,408</b>	<b>97,216</b>	<b>312,163</b>	<b>411,787</b>
<b>Net book value 31 December 2022</b>	<b>1,313,280</b>	<b>5,218</b>	<b>154,874</b>	<b>437,763</b>	<b>597,855</b>
<b>Net book value 31 December 2023</b>	<b>1,436,888</b>	<b>9,385</b>	<b>156,032</b>	<b>443,059</b>	<b>608,476</b>
Economic life	Indefinite life	3-7 Years	13 Years	3-7 Years	
Amortization method		Linear	Linear	Linear	



# Notes to the Consolidated Financial Statements

## Note 11

### Intangible assets including goodwill (continued)

#### Capitalized technology

Capitalized technology includes internal personnel costs related to development of new products for electronic id and electronic signature. The new products are an important part of the strategy to gain contracts in new markets outside the Nordic region and to sell new products to existing and new customers within the Nordic region.

It can be difficult to determine when a project has come to the development stage, which development activities is attributable to the intangible asset being developed and measure reliably the expenditure attributable to the intangible asset being developed. The criteria in IAS 38 Intangible assets have to be met in order to be able to capitalize expenditure related to development activities. These include demonstrating technical feasibility, intention to complete, ability to use or sell, how it will generate probable future economic benefits, availability of adequate technical, financial and other resources and ability to measure reliably the expenditure attributable to the intangible asset during its development. It is also a considerable judgement to decide the distinction between development of new functionality and maintenance of the existing systems.

The company is not precisely able to determine when each amount of further development is available for use, and consequently starts amortization in the same period as additional costs are capitalized.

The company must amortize the capitalized costs over its expected useful life, which is a difficult judgment and estimate. The Capitalized technology are amortized over a 5 year period which are the expected timeframe that the Group will benefit from the development activities. See note 8 - Personnel expenses for capitalized amount for each year.

During 2023, the Group received governments grants of NOK 4.6 million (NOK 2.5 million during 2022) which has been netted against the capitalized amount.

#### Impairment

The Group reviews assets for impairment whenever there is an indication of impairment and at yearend. The test is performed at the cash-generating unit ("CGU") level for the total tangible and intangible asset in each unit. The CGU's have been identified to be nordic and non-nordic

which is considered to be the smallest identifiable group of assets that generate cash flow that are largely independent from cash flow from other assets or group of assets. Acquired intangible assets are allocated to the Group's CGU based upon location of the acquiree.

The recoverable amount for a CGU is the higher of the fair value less cost of disposal and its value in use. Value in use is calculated using the estimated future cash flow based upon a five-year financial forecast that have been approved by the Group management. Cash flow beyond the five-year period have been extrapolated using an estimated growth rate. If the recoverable amount is less than the total assets in the CGU, an impairment is recognized by first reducing the value of goodwill in the CGU, and after that by a reduction of other assets on a pro rata basis.

The key assumptions used in the value in use calculations is related to the discount rate and the growth rate.

#### Discount rate

The cash flows are discounted using the expected long-term weighted average cost of capital ("WACC"). The applied after-tax discount rate used on 31 December 2023 is 11.6 percent (2022: 11.6 percent). The WACC rates which are used to discount future cash flows are based on market risk free interest rates adjusted for inflation and include the debt premium, market risk premium, gearing, corporate tax rate and asset beta.

#### Growth rate

For the first five year period, the Groups financial forecast approved by management has been used. The forecast includes a growth in both revenues and operating expense, but with the same net margin in previously periods. After the five year period a growth rate of 0.5 percent has been used.

#### Sensitivity

On 31 December 2023, the Group's value in use was higher than the carrying amounts of the CGU's. A sensitivity analysis has been performed, to determine if a reasonable change in key assumptions would cause the carrying amount to exceed the recoverable amount in any of the CGU's. For the CGU tested with the lowest margin, a reduction in the estimated revenue by 2 percent, an increase in the operating cost by 2 percent or an increase in WACC after tax and growth by 2 percent point would not lead to any impairment loss.



# Notes to the Consolidated Financial Statements

## Note 11

### Intangible assets including goodwill (continued)

Goodwill allocated to Cash Generating Units (CGU)		
NOK 1000	2023	2022
Nordic	156,774	156,774
Non-Nordic	1,280,114	1,156,506
<b>Total</b>	<b>1,436,888</b>	<b>1,313,280</b>

## Note 12

### Leases

The Group leases several assets, including office buildings, vehicles and technical equipment. Leases of office buildings generally have lease terms between 3 and 7 years, while vehicles, technical other equipment have lease terms between 2 and 5 years. The Group has also leases within these categories that are expensed as incurred as they are either considered short term or of low value. For leases of office buildings, non-lease components (i.e., for instance common costs for services) are excluded from the lease payments.

The Group has chosen the practical expedient to not separate non-lease components from the lease payments for transportation vehicles and other leased assets.

The Group's right-of-use assets are recognized in the consolidated statement of financial position separately from fixtures and equipment and presented in the table below.

## Note 12

### Leases (continued)

The Group leases several assets, including office buildings, vehicles and technical equipment. Leases of office buildings generally have lease terms between 2 and 7 years, while vehicles, technical other equipment have lease terms between 2 and 5 years. The Group has also leases within these categories that are expensed as incurred as they are either considered short term or of low value. For leases of office buildings, non-lease components (i.e., for instance common costs for services) are excluded from the lease payments.

The Group has chosen the practical expedient to not separate non-lease components from the lease payments for transportation vehicles and other leased assets.

The Group's right-of-use assets are recognized in the consolidated statement of financial position separately from fixtures and equipment and presented in the table below.

#### Right-of-use assets

NOK 1000	Offices	IT and equipment	Transportation vehicles	Total
<b>Right-of-use assets at 1 January 2022</b>	<b>36,762</b>	<b>16,763</b>	<b>146</b>	<b>53,671</b>
Additions	4,915	-	-	4,915
Depreciation	-11,220	-9,649	-60	-20,930
<b>Right-of-use assets at 31 December 2022</b>	<b>30,457</b>	<b>7,114</b>	<b>86</b>	<b>37,656</b>
Additions	25,063	-	-	25,063
Depreciation	-15,312	-7,114	-86	-22,512
<b>Right-of-use assets at 31 December 2023</b>	<b>40,208</b>	<b>-</b>	<b>-</b>	<b>40,208</b>
Useful life in years	3-7 Years	3-7 Years	2-5 Years	
Depreciation plan	Linear	Linear	Linear	



# Notes to the Consolidated Financial Statements

Note 12

## Leases (continued)

### Lease liabilities

NOK 1000	Office rent	IT and equip- ment	Trans- por- tation vehicles	Total
<b>Lease liabilities at 1 January 2022</b>	<b>37,640</b>	<b>17,223</b>	<b>149</b>	<b>55,012</b>
Additions	4,915	-	-	4,915
Interest on the lease liability	1,313	556	4	1,874
Lease payments	-12,379	-10,168	-65	-22,612
<b>Lease liabilities at 31 December 2022</b>	<b>31,489</b>	<b>7,611</b>	<b>88</b>	<b>39,188</b>
Additions	22,699	2,399	-60	25,038
Interest on the lease liability	1,887	157	3	2,047
Lease payments	-14,223	-10,167	-31	-24,421
<b>Lease liabilities at 31 December 2023</b>	<b>41,852</b>	<b>-</b>	<b>-</b>	<b>41,852</b>

### Classification of non-current vs current

NOK	31 December 2023	31 December 2022
Current lease liabilities	11,680	18,603
Non-current lease liabilities	30,172	20,585
<b>Total lease liabilities</b>	<b>41,852</b>	<b>39,188</b>

### Undiscounted lease liabilities and maturity of cash outflows

NOK	31 December 2023	31 December 2022
Less than 1 year	11,680	18,603
1-2 years	10,072	6,451
2-3 years	10,121	6,171
3-4 years	8,999	6,140
4-5 years	980	1,824
More than 5 years	-	-
<b>Total undiscounted lease liabilities</b>	<b>41,852</b>	<b>39,188</b>

### Summary of other lease expenses recognised in profit or loss

NOK	2023	2022
Operating expenses in the period related to short-term leases	853	900
Operating expenses in the period related to low value assets	3,351	2,128
<b>Total lease expenses included in other operating expenses</b>	<b>4,204</b>	<b>3,028</b>



# Notes to the Consolidated Financial Statements

Note 13

## Fixture and equipment

### Goodwill allocated to Cash Generating Units (CGU)

NOK 1000	Fixture and equipment	Total
<b>Acquisition cost 1 January 2022</b>	<b>18,844</b>	<b>18,844</b>
Additions	68	68
Currency translations	403	403
<b>Acquisition cost 31 December 2022</b>	<b>19,316</b>	<b>19,316</b>
Additions	1,825	1,825
Disposals	-5,772	-5,772
Additions through business combinations	-	-
Currency translations	715	715
<b>Acquisition cost 31 December 2023</b>	<b>16,084</b>	<b>16,084</b>
<b>Acc.dep. &amp; write-downs 1 January 2022</b>	<b>11,979</b>	<b>11,979</b>
Depreciation of the year	658	658
Disposals	-	-
Currency translations	-	-
<b>Acc.dep. &amp; write-downs 31 December 2022</b>	<b>12,637</b>	<b>12,637</b>
Depreciation of the year	2,335	2,335
Disposals	-4,493	-4,493
Currency translations	362	362
<b>Acc.dep. &amp; write-downs 31 December 2023</b>	<b>10,841</b>	<b>10,841</b>
<b>Net book value 1 January 2022</b>	<b>6,865</b>	<b>6,865</b>
<b>Net book value 31 December 2022</b>	<b>6,679</b>	<b>6,679</b>
<b>Net book value 31 December 2023</b>	<b>5,243</b>	<b>5,243</b>
Economic life	5 years	
Depreciation method	Linear	

Note 14

## Other non-current assets

### Classification of non-current vs current

NOK	31 December 2023	31 December 2022
Deposits	3,975	1,009
<b>Total</b>	<b>3,975</b>	<b>1,009</b>



# Notes to the Consolidated Financial Statements

## Note 15

### Trade receivables

NOK 1000	31 December 2023	31 December 2022
Trade receivables	185,236	154,062
Provision for bad debt	-24,209	-16,274
<b>Total</b>	<b>161,027</b>	<b>137,788</b>

NOK 1000	31 December 2023	31 December 2022
Not overdue	135,766	80,906
Overdue 1-30 days	15,436	25,508
Overdue 31-60 days	6,221	7,364
Overdue 61-90 days	4,734	4,173
Overdue 91-180 days	6,379	23,058
Overdue > 180 days	16,700	13,053
<b>Gross trade receivables</b>	<b>185,236</b>	<b>154,062</b>
Total provision for bad debt	-24,209	-16,274
<b>Net trade receivables</b>	<b>161,027</b>	<b>137,788</b>

Actual losses for the year	-11,215	-1,499
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## Note 16

### Other current assets

NOK 1000	31 December 2023	31 December 2022
Earned but not invoiced revenues	64,341	41,434
Prepaid expenses	27,896	20,462
Government grants refund	1,475	4,059
Other	3,263	22
<b>Total</b>	<b>96,975</b>	<b>65,977</b>

## Note 17

### Cash and cash equivalents

Cash and cash equivalents comprise the following:

NOK 1000	31 December 2023	31 December 2022
Bank deposits	92,822	48,383
Restricted cash	7,802	10,882
<b>Total cash and cash equivalents</b>	<b>100,624</b>	<b>59,265</b>

Restricted cash is related to employee withholding tax, deposit related to office rent and other restricted funds.



# Notes to the Consolidated Financial Statements

Note 17

## Cash and cash equivalents (continued)

### Changes in liabilities arising from financing activities

#### Lease liabilities

NOK 1000	31 December 2023	31 December 2022
Balance at the beginning of the period	39,188	55,012
<i>Cash changes</i>		
Payments to lessor	-24,421	-22,612
<i>Non-cash changes</i>		
Additions	25,500	-
Accrued interest	2,047	1,875
Disposal	13	-
<b>Balance at the end of the period</b>	<b>41,852</b>	<b>39,188</b>

#### Interest bearing debt

NOK 1000	31 December 2023	31 December 2022
Balance at the beginning of the period	24,634	10,053
<i>Cash changes</i>		
Net cash proceeds received from lender	2,555	11,899
Net downpayments	-19,560	-
<i>Non-cash changes</i>		
Changes from business combinations	-	2,683
<b>Balance at the end of the period</b>	<b>7,629</b>	<b>24,634</b>

Note 18

## Share information

### Total shares outstanding

NOK 1000	31 December 2023	31 December 2022
<i>Shares with nominal value of NOK 1</i>		
Number of shares outstanding at 1 January	2,849	2,169
New shares issued	88	680
<b>Number of shares outstanding</b>	<b>2,937</b>	<b>2,849</b>

All shares are owned by Lion BidCo AS, Gryta 2B, 7010 Trondheim

# Notes to the Consolidated Financial Statements

Note 19

## Interest bearing debt

Specification of interest bearing debt as of:

NOK 1000	31 December 2023	31 December 2022
Loan from Innovation Norge	-	2,050
Innovation center	2,555	-
Bank overdraft facilities	5,074	22,584
<b>Total</b>	<b>7,629</b>	<b>24,634</b>
Current portion	2,436	22,753
Non-current portion	5,193	1,882
<b>Total</b>	<b>7,629</b>	<b>24,634</b>

Collateral and security as of:

NOK 1000	31 December 2023	31 December 2022
Book value of debt with collateral security:		
Loan from Innovation Norge	-	2,050
Innovation center	2,555	-
Bank overdrafts	5,075	22,584
<b>Total book value of loans</b>	<b>7,629</b>	<b>24,635</b>
Book value of assets included as security:		
Trade receivables	161,027	137,788
<b>Total book value of security</b>	<b>161,027</b>	<b>137,788</b>

### Overdraft facility

With effect from May 2024, the Company has an amended overdraft facility with DNB BANK ASA in the amount of NOK 100.0 million (the "Overdraft facility"). The drawn and outstanding amount on 31 December 2023 is NOK 1.0 million. The Overdraft facility is renewed on a yearly basis and is therefore classified as current in the financial position. The Company pay an interest of NIBOR plus 1.75 per cent p.a. for the drawn amount. In addition, the Company pay a commitment fee at 40 percent of that interest for the part of the Overdraft facility that is not utilized, and other fees related to the set up and renewal of the Overdraft facility.

The agreement with DNB BANK ASA includes certain covenants including one related to a requirement of free liquidity in cash (including available, undrawn amounts under the facility) of more than NOK 10.0 million.

The Overdraft facility is secured with collateral in the Company's trade receivables with a nominal value of NOK 100.0 million.

The Group also has two facilities related to the subsidiary Symphonic Solution Limited with an outstanding amount of NOK 2.1 million at 31 December 2023 and two facilities related to the subsidiary Electronic Identification S.L. with an outstanding amount of NOK 2.0 million at 31 December 2023.



# Notes to the Consolidated Financial Statements

Note 19

## Interest bearing debt (continued)

### Maturities of financial liabilities as of 31 December 2023

NOK 1000	Less than 1 year	1-5 year	Over 5 years	Total
<i>Contractual maturities of financial liabilities:</i>				
Innovation center loan	567	1,988	-	2,555
Bank overdrafts	1,868	3,205	-	5,074
Trade payables	57,614	-	-	57,614
Other current and non-current liabilities	221,327	218,335	-	439,662
<b>Total at 31 December 2023</b>	<b>281,375</b>	<b>223,528</b>	<b>-</b>	<b>504,905</b>

Maturities of lease liabilities are included in Note 12.

### Maturities of financial liabilities as of 31 December 2022

NOK 1000	Less than 1 year	1-5 year	Over 5 years	Total
<i>Contractual maturities of financial liabilities:</i>				
Loan from Innovation Norge	2,050	-	-	2,050
Bank overdrafts	20,703	1,882	-	22,585
Trade payables	105,616	-	-	105,616
Other current and non-current liabilities	301,502	133,786	-	435,288
<b>Total at 31 December 2022</b>	<b>429,871</b>	<b>135,668</b>	<b>-</b>	<b>565,539</b>

Maturities of lease liabilities are included in note 12.

### Liquidity reserve

The liquidity reserve of the Group consists of cash and cash equivalents in addition to undrawn credit facilities as follows.

NOK 1000	31 December 2023	31 December 2022
Cash and cash equivalents	100,624	59,265
Undrawn facility	39,032	20,887
<b>Total liquidity reserve</b>	<b>139,656</b>	<b>80,152</b>



# Notes to the Consolidated Financial Statements

## Note 20

### Financial assets and financial liabilities

#### Specification of financial assets and liabilities

The specification given below relates to financial statement items containing financial instruments. Information is classified and measured in accordance with IFRS 9. Financial assets, classified as current and non-current, represent the maximum exposure the Group has towards credit risk as at the reporting date. All financial assets and liabilities measured at amortized cost (FAAC and FLAC) in the table have an amortized cost that approximates fair value at the financial position.

NOK 1000	Category	31 December 2023	31 December 2022
<i>Financial assets</i>			
Financial assets included in Other non-current receivables	FAAC	3,975	1,009
Trade receivable	FAAC	161,027	137,788
Financial assets included in Other current assets	FAAC	96,974	65,977
Cash and cash-equivalents	FAAC	100,624	59,265
<b>Total financial assets</b>		<b>362,600</b>	<b>264,039</b>

NOK 1000	Category	31 December 2023	31 December 2022
<i>Financial liabilities</i>			
Non-current lease liabilities	FLAC	30,172	20,585
Non-current interest bearing debt	FLAC	5,193	1,882
Other non-current liabilities	FLAC	49,747	73,396
Trade payable	FLAC	58,195	105,616
Current portion of lease liabilities	FLAC	11,680	18,603
Current portion of loans	FLAC	2,436	22,753
<b>Total financial liabilities</b>		<b>157,423</b>	<b>242,835</b>

#### Categories

FAAC - Financial Assets at Amortized Costs

FLAC - Financial Liabilities at Amortized Costs



# Notes to the Consolidated Financial Statements

## Note 21

### Other current liabilities

#### Specification of other current liabilities

NOK 1000	31 December 2023	31 December 2022
Accrued Holiday pay	24,737	25,392
Deferred payments	69,911	34,746
Deferred payment related to the acquisition of Dokobit Technology, UAB	-	17,009
Accrued expenses	74,229	186,805
<b>Total Other current liabilities</b>	<b>168,877</b>	<b>259,567</b>

Deferred payments has been measured in accordance with the earn-out clauses in the various agreements based on Managements best view on key input to estimate the discounted future cashflow obligations.

## Note 22

### Contract liabilities

#### Specification of contract liabilities

NOK 1000	31 December 2023	31 December 2022
Other prepayments from customers	4,589	-
<b>Total Contract liabilities</b>	<b>4,589</b>	<b>-</b>

Other prepayments from customers reported as contract liabilities are recognised as revenue during the following year.



# Notes to the Consolidated Financial Statements

## Note 23

### Pension cost and liabilities

The company is required to have a pension plan in Norway according to the law on compulsory employee pension benefits. The company's pension plan complies with these requirements.

The company has a defined benefit plan which includes 1 employee. The pension plan gives rights to future pension payments. These are mainly dependent of the numbers of years of employment, payroll level at the time of retirement and the size of contribution from national insurance. The liability are funded through an insurance company. The employees which are not a part of the define benefit plan, are included in the defined contribution plan.

#### Pension costs:

	31 December 2023	31 December 2022
NOK 1000		
Service cost	139	143
Net finance cost	16	13
<b>Net pension cost defined benefit plan</b>	<b>155</b>	<b>156</b>
Contributions made to the defined contribution plan	12,263	10,968
Pension cost subsidiaries	8,092	6,922
<b>Total pension cost</b>	<b>20,355</b>	<b>17,890</b>

#### Economical assumptions:

in %	31 December 2023	31 December 2022
Discount rate	3.00 %	1.90 %
Expected long-term rate return on plan assets	3.00 %	1.90 %
Expected increase in salaries	3.50 %	2.75 %
Expected increase in government contributions	2.60 %	1.75 %

#### Pension liabilities:

NOK 1000	31 December 2023	31 December 2022
Present value of funded and unfunded liabilities	-4,037	-3,874
Fair value of plan assets	3,500	3,438
<b>Net pension liability(-)/asset(+)</b>	<b>-537</b>	<b>-436</b>

#### Number of persons included in this pension plan:

NOK 1000	31 December 2023	31 December 2022
Active members	1	1
<b>Total</b>	<b>1</b>	<b>1</b>



# Notes to the Consolidated Financial Statements

Note 24

## Income taxes

### Calculation of deferred tax/deferred tax benefit

NOK 1000	31 December 2023	31 December 2022
<i>Tax value of temporary differences</i>		
Receivables	2,476	1,725
Tangible and intangible assets	-45,009	-72,861
Pension liabilities	116	118
Capitalized lease agreements	335	322
Deferred taxable gain	-4,201	-5,251
Tax loss carried forward	75,309	75,171
<b>Tax losses not recognised</b>	<b>-55,322</b>	<b>-1,821</b>
<b>Basis for deferred tax asset (liability)</b>	<b>-26,295</b>	<b>-2,598</b>
Deferred tax asset	22,915	41,355
Deferred tax liability	-49,210	-43,954

### Basis for income tax expense, changes in deferred tax and tax payable

NOK 1000	31 December 2023	31 December 2022
Result before taxes	64,529	-200,059
Permanent differences	-1,629	23,039
<b>Basis for income tax expense</b>	<b>62,900</b>	<b>-177,020</b>
Change deferred tax asset (liability)	10,299	22,434
Change deferred tax asset (liability) directly against equity including business combinations	-	37,857
<b>Reconciliation of the tax expense</b>		
Result before tax expense	64,529	-200,059
Calculated tax	-14,196	44,013
Tax expense	-27,534	36,988
<b>Difference</b>	<b>13,337</b>	<b>-7,025</b>
<b>The difference consists of:</b>		
Tax of permanent differences	-359	5,069
Other differences, including difference in tax rates	13,696	1,956
<b>Sum explained differences</b>	<b>13,337</b>	<b>7,025</b>
<b>Payable taxes</b>		
Payable tax in the tax charge	5,997	-
<b>Payable tax in the balance sheet</b>	<b>5,997</b>	<b>-</b>

The Company believe that the recognized deferred tax asset can be justified though taxable income in the same tax jurisdictions during the upcoming years due to positive results achieved.



# Notes to the Consolidated Financial Statements

## Note 25

### Earnings per share

Earnings per share	31 December 2023	31 December 2022
NOK 1000 (except per share amounts)		
Net result	37,062	-163,071
Weighted-average ordinary shares outstanding for the period	1,735,403	1,703,521
<b>Basic earnings per share in NOK</b>	<b>21</b>	<b>-96</b>
Net loss	37,062	-163,071
Weighted-average ordinary shares outstanding after dillution	1,735,403	1,703,521
<b>Diluted earnings per share in NOK</b>	<b>21</b>	<b>-96</b>

## Note 26

### Related party transactions

As of 31 December 2023 the Group was 100 % owned by Lion Bidco AS. The ultimate parent of the Group is Cidron Jaguari Limited, Jersey.

Related parties with significant influence are the Board of Directors, Management and their related parties. Furthermore, related parties are companies in which the above persons have significant interests. All transactions with related parties are made at arm's length.

There were no transactions with related parties other than the normal remuneration to management, which is presented in Note 8.



# Notes to the Consolidated Financial Statements

## Note 27

### Business combinations

#### 2022

With effect from 21 April 2022, the Group acquired 100% of the shares in Symphonic Solution Limited for a purchase price of GBP 50.556 thousand (NOK 588.310 thousand).

2022	Date of acquisition	Proportion of voting equity acquired	Acquiring entity
Symphonic Solution Limited	21 April 2022	100%	Signicat AS

Purchase consideration	Symphonic Solution Limited
NOK 1000	
Cash paid	479
Contribution in kind	110
Earn-out (Fair value estimate at date of acquisition)	-
<b>Total purchase consideration</b>	<b>589</b>

### Opening balance sheet - Fair value at acquisition date of acquired company

	Symphonic Solution Limited
NOK 1000	
Cash equivalence	11
Customer contracts	79
Technology	90
Goodwill	454
<b>Total assets</b>	<b>633</b>
Other liabilities	-6
Deferred tax on excess values	38
<b>Total liabilities</b>	<b>-44</b>
<b>Net assets</b>	<b>589</b>



# Notes to the Consolidated Financial Statements

## Note 27

### Business combinations (continued)

Revenue and profit(loss) from the acquired companies from the acquisition date to 31 December in the acquisition year

NOK 1000	31 December 2023	31 December 2022
Revenue	-	40,769
Profit(loss)	-	-2,096

Revenue and profit(loss) from 1 January to 31 December in the acquisitions year as though the acquisition occurred on 1 January

NOK 1000	31 December 2023	31 December 2022
Revenue	-	62,934
Profit(loss)	-	5,056

## Note 28

### Subsidiaries

Consolidated entities 31 December 2022	Country of Incorporation	Ownership
Signicat AB	Sweden	100%
Electronic Identification S.L ("eID")	Spain	100%
Signicat GmbH	Germany	100%
Dokobit Technology, UAB	Lithuania	100%
Connectis Group B.V	Netherland	100%
Symphonic Solution Limited	United Kingdom	100%

Consolidated entities 31 December 2023	Country of Incorporation	Ownership
Signicat AB	Sweden	100%
Electronic Identification S.L ("eID")	Spain	100%
Signicat GmbH	Germany	100%
Dokobit Technology, UAB	Lithuania	100%
Connectis Group B.V	Netherland	100%
Symphonic Solution Limited	United Kingdom	100%

## Note 29

### Subsequent events

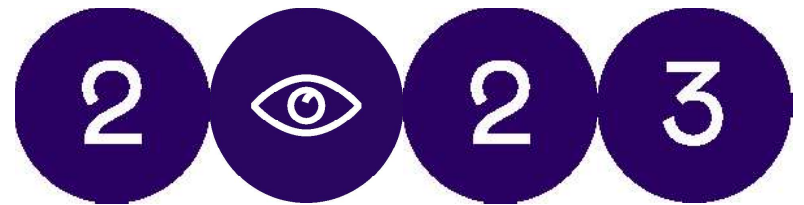
In January 2024, Signicat announced the acquisition of Icelandic's leading digital identity and fraud player SmartWorks.

No further events have occurred subsequent to 31 December 2023 of importance to the consolidated financial statements.



# A year in numbers

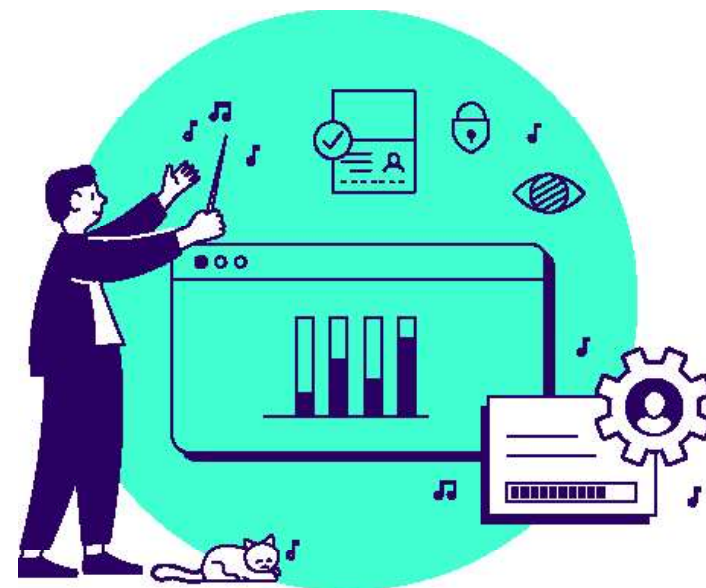
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# Statement of Comprehensive Income

## 1 January - 31 December

Amounts in NOK 1000	Notes	2023	2022
Revenue	1,2	721,150	543,555
Operational service expenses	3	-179,930	-142,662
<b>Gross profit</b>		<b>541,220</b>	<b>400,863</b>
Salary and personnel expenses	4, 10	-198,977	- 181,914
Depreciation	6,7	-83,536	-74,950
Other operating expenses	15	-95,215	-106,270
<b>Total operating expenses</b>		<b>-377,729</b>	<b>-363,134</b>
<b>Operating profit (loss) before special items</b>		<b>163,491</b>	<b>37,759</b>
Transaction related costs and other special items	15	-22,905	-101,814
<b>Operating profit (loss)</b>		<b>140,586</b>	<b>-64,055</b>
Financial income		24,353	16,302
Financial expenses		29,628	-17,408
<b>Net financial items</b>		<b>-5,275</b>	<b>-1,106</b>
<b>Earnings before tax</b>		<b>135,311</b>	<b>-65,161</b>
Income tax	5	-30,716	7,751
<b>Profit (loss) for the year</b>		<b>104,594</b>	<b>-57,410</b>



# Statement of Comprehensive Income

## 1 January - 31 December

Amounts in NOK 1000	Notes	2023	2022
<b>Other comprehensive income</b>			
<i>Items not to be reclassified to profit or loss</i>			
Actuarial gain/loss on pension expense		-129	142
Income tax on actuarial gain/loss on pension expense		-	-26
<b>Total other comprehensive income</b>		<b>-129</b>	<b>116</b>
<b>Total comprehensive income for the year</b>		<b>104,594</b>	<b>-57,294</b>
Total comprehensive income for the year allocated to:			
Shareholders of parent company		104,465	-57,294
<b>Total comprehensive income for the year allocated to:</b>		<b>104,465</b>	<b>-57,294</b>
Allocation of the profit or loss for the year			
Covered by retained earnings		-	-
Covered by the share premium		104,465	-57,294
<b>Total comprehensive income for the year</b>		<b>104,465</b>	<b>-57,294</b>



## Statement of Financial Position

Amounts in NOK 1000	Notes	31 December 2023	31 December 2022
<b>Assets</b>			
Goodwill	6	156,775	156,775
Other intangible assets	6	196,467	197,560
Fixtures and equipment	6	1,585	2,956
Right - of - use assets	7	3 ,059	36,650
Investment in subsidiaries	8	1,614,715	1,506,878
Intercompany loan	8	16,182	79,065
Deferred tax asset	5	-	21,792
Other non-current receivables		2,174	2,174
<b>Total non-current assets</b>		<b>2,018,956</b>	<b>2,003,850</b>



## Statement of Financial Position (continued)

Amounts in NOK 1000	Notes	31 December 2023	31 December 2022
Trade receivables		103,395	86,945
Intercompany receivables	8	115,918	40,787
Other receivables	13	70,190	45,442
Cash and cash equivalents	14	44,382	16,954
<b>Total current assets</b>		<b>333,887</b>	<b>190,128</b>
<b>Total assets</b>		<b>2,352,842</b>	<b>2,193,978</b>



## Statement of Financial Position (continued)

Amounts in NOK 1000	Notes	2023	2022
<b>Equity</b>			
Issued capital	9	2,937	2,849
Other reserves		2,051,656	1,859,568
<b>Total equity</b>		<b>2,054,593</b>	<b>1,862,418</b>
<b>Liabilities</b>			
<b>Long-term liabilities</b>			
Pension liabilities	10	537	536
Long-term leasing liability IFRS 16	7	23,578	20,507
Deferred tax liability		4,000	-
Long-term interest-bearing loans	11	111,674	40,241
<b>Total long-term liabilities</b>		<b>139,788</b>	<b>61,285</b>



## Statement of Financial Position (continued)

Amounts in NOK 1000	Notes	2023	2022
<b>Current liabilities</b>			
Debt to credit institution		975	789
Short-term leasing liability IFRS 16	7	9,006	17,605
Short-term liability to group company	8	15,425	7,545
Accounts payable		36,647	77,056
Contract liabilities		4,589	-
Other current taxes	5	24,379	19,538
Other current liabilities	12	67,440	147,740
<b>Total current liabilities</b>		<b>158,461</b>	<b>271,153</b>
Total liabilities		298,249	332,437
<b>Total equity and liabilities</b>		<b>2,352,842</b>	<b>2,194,855</b>



# Statement of Changes in Equity

1 January - 31 December

Amounts in NOK 1000

	Share capital	Share premium fund	Total
<b>Equity at 1 January 2022</b>	<b>2,169</b>	<b>1,237,763</b>	<b>1,239,933</b>
Capital increase	680	679,099	679,779
Loss for the year	-	-57,409	-57,409
Other comprehensive income	-	116	116
<b>Equity as at 31 December 2022</b>	<b>2,849</b>	<b>1,859,568</b>	<b>1,862,418</b>

Amounts in NOK 1000

	Share capital	Share premium fund	Total
<b>Equity at 1 January 2023</b>	<b>2,849</b>	<b>1,859,569</b>	<b>1,862,418</b>
Capital increase	88	87,783	87,871
Profit for the year	-	104,594	104,594
Other comprehensive income	-	-129	-129
Other adjustments	-	-160	-160
<b>Equity as at 31 December 2023</b>	<b>2,937</b>	<b>2,051,657</b>	<b>2,054,593</b>



# Statement of Cash Flow

## 1 January - 31 December

Amounts in NOK 1000	Notes	2023	2022
<b>Cash flow from operations</b>			
Profit before interest and income taxes		135,311	-65,161
Depreciations & amortisations		63,845	74,950
Depreciation related to IFRS 16		19,691	-
Net interest		10,421	1,106
Net taxes		-1,163	-
Change in trade debtors		-16,451	-13,763
Work in progress		4,589	-
Change in trade creditors		-40,409	66,761
Differences in expensed pensions and payments in/out of the pension scheme		1	-168
Items classified as investments or financing		-	1,343
Change in Group receivables and liabilities		-67,251	1,349
Change in other provisions		-70,969	--34,356
<b>Net cash flow from operations</b>		<b>37,615</b>	<b>32,061</b>
<b>Cash flow from investments</b>			
Investment in R&D		-58,958	-64,243
Purchase of other fixed assets		-18,701	-4,931
Loans to group companies		8,941	-75,995
Investment in newly acquired subsidiaries		-70,904	-486,229
<b>Net cash flow from investments</b>		<b>-139,622</b>	<b>-631,398</b>



# Statement of Cash Flow

## 1 January - 31 December

Amounts in NOK 1000	Notes	2023	2022
<b>Cash flow from financing</b>			
New loans		71,432	40,241
Net change in bank overdraft		186	-3,228
Interests received		3,619	16,302
Interests paid		-12,271	-15,624
Interests paid related to IFRS 16		-1,770	-1,784
Net payments related IFRS 16		-19,632	-13,348
New equity received		87,871	569,973
<b>Net cash flow from financing</b>		<b>129,435</b>	<b>592,533</b>
<b>Net change in cash and cash equivalents</b>		<b>27,429</b>	<b>-6,804</b>
<b>Exchange gains/losses on cash and cash equivalents</b>			
Cash and cash equivalents at the beginning of the period		16,954	23,758
<b>Cash and cash equivalents at the end of the period</b>		<b>44,382</b>	<b>16,954</b>

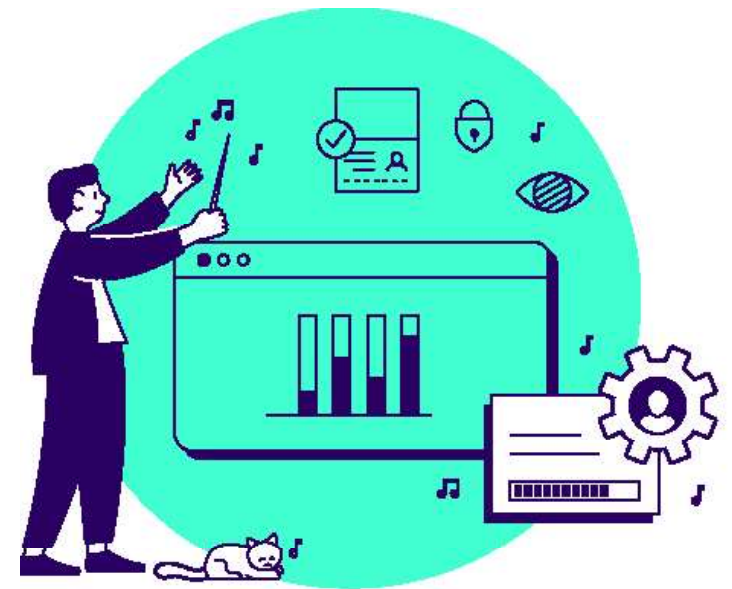
# Notes

## Principle notes

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## Notes

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# Notes to the Signicat Financial Statements

## Note 1

### Significant accounting principles

The financial statements of the Parent Company have been prepared in accordance with the Norwegian Accounting Act § 3-9 and regulations on simplified IFRS (2014). This primarily involves accounting in accordance to the International Financial Reporting Standards (IFRS) and presentation and notes being in accordance with Norwegian GAAP.

The accounting policies for the financial statements of the Parent Company are the same as for the consolidated financial statements with the additions described below. For a description of the accounting policies of the Group, please refer to Section 1 in the consolidated financial statements.

## Note 1.1

### Supplementary accounting principles for the Parent Company

#### Investments in subsidiaries

Investments in subsidiaries are booked in accordance with the cost method in the financial statements of the parent company. The investments are valued at cost, net of any impairments. An impairment is booked when the fair value has fallen below the carrying value, and the fall in value is deemed other than temporary.



# Notes to the Signicat Financial Statements

## Note 2

### Operating revenue

NOK 1000	2023	2022
<b>Pr business area</b>		
Subscription, transaction and product fees	715,555	539,024
Professional services	5,595	4,531
<b>Total operating revenue</b>	<b>721,150</b>	<b>543,555</b>

## Note 3

### Cost of sales

NOK 1000	2023	2022
Cost of sales	179,930	142,662
External services	-	-
<b>Total cost of sales</b>	<b>179,930</b>	<b>142,662</b>



# Notes to the Signicat Financial Statements

## Note 4

### Personnel expenses

NOK 1000	2023	2022
Salaries	182,937	170,806
National insurance contribution	30,633	24,555
Pension costs	12,263	10,968
Other benefits	1,113	15,629
Capitalized development expenses	-27,969	-40,044
<b>Total</b>	<b>198,977</b>	<b>181,914</b>
Average number of employees	166	180

The Company has entered a mandatory service-pension for its employees. In addition, the Company has a performance based arrangement with one employee (refer to note 10).

### Remuneration to the auditor

NOK 1000	2023	2022
Statutory audit	2,209	1,243
Tax consulting	53	-
Other consulting work	547	382
<b>Total remuneration to the auditor</b>	<b>2,809</b>	<b>1,625</b>

The remuneration is excluded of VAT.

### Remuneration to executives in 2023

Executives	Salary	Pension	Other	Total
Chief executive officer	3,593	171	-	3,763
Chairman of the board	400	-	-	400
Directors	-	-	-	-

### Remuneration to executives in 2022

Executives	Salary	Pension	Other	Total
Chief executive officer	4,643	-	12	4,655
Chairman of the board	-	-	-	-
Directors	-	-	-	-

The CEO has on stepping down an ordinary notice period of 6 months. There is no other compensation schemes linked to eventual retirement. The company has not given any loans or provided guarantees for the benefit of of senior executives. For 2022, no directors fees is paid to Board members.



# Notes to the Signicat Financial Statements

## Note 5

### Taxes

#### Signicat AS

##### The annual tax cost is comprised of

NOK 1000	2023	2022
Current taxes	3,762	
Changes in deferred tax	25,769	-7,751
<b>Total tax expense</b>	<b>29,530</b>	<b>-7,751</b>
<b>Basis for current taxes:</b>		
Earnings before tax	135,311	-65,161
Permanent differences*	210	29,927
Change in temporary differences	883	13,412
Tax loss used	-118,013	0
Basis for current taxes	18,391	-21,821
<b>Current payable tax:</b>		
<b>Effect of Government funds</b>	<b>-1,475</b>	<b>-2,489</b>
<b>Net tax liability (-) or asset (+)</b>	<b>-1,475</b>	<b>-2,489</b>

Other effects are linked to FX currency differences and different tax rates within the group.

	2023	2022
<b>Effective tax rate</b>	<b>22,0%</b>	<b>11,9 %</b>
Nominal tax rate	22%	22%

#### Deferred tax – detail of temporary differences:

NOK 1000	2023	2022
Outstanding receivables:	11,256	7,839
Property, plant and equipment	-12,287	-4,925
Net pension liabilities or assets	528	536
Deferred taxable gain / loss	-19,096	-23,870
Capitalized rent agreements	1,525	1,462
NOL carryforward		118,013
Basis for deferred tax or tax asset	-18,075	99,056

Deferred tax assets are recognized when the company's forecasts for future profitability indicates that the benefit will be utilized within 3-5 years.

#### Reconciliation of nominal statutory tax, to effective tax rate.

NOK 1000	2023	2022
22% tax of Profit or loss before taxes	29,768	-14,335
22% of permanent differences	46	6,584
Other effects	903	-
<b>Calculated tax cost</b>	<b>30,717</b>	<b>-7,751</b>
<b>Split tax cost between ord result and OCI</b>		
Calculated tax cost ordinary result	30,717	-7,751
Calculated tax cost OCI	0	0
<b>Calculated tax cost</b>	<b>30,717</b>	<b>-7,751</b>



# Notes to the Signicat Financial Statements

## Note 6

### Fixed assets

Intangible assets					
NOK 1000	Goodwill	Software	Customer portfolio	R&D	Total intangible assets
Acquisition cost 1.1.22	157,014	2,547	10,529	292,829	462,919
Additions	-	4,863	-	64,243	69,106
<b>Total acquisition costs at 31.12.22</b>	<b>157,014</b>	<b>7,409</b>	<b>10,529</b>	<b>357,072</b>	<b>532,025</b>
Acquisition cost 1.1.23	157,014	7,409	10,529	357,072	532,025
Additions	-	12,093	-	58,958	60,771
<b>Total acquisition costs at 31.12.23</b>	<b>157,014</b>	<b>19,503</b>	<b>10,529</b>	<b>414,030</b>	<b>601,077</b>
Accumulated depreciation 01.01.22	240	138	1,200	120,314	121,892
Current year depreciations	-	2,054	877	52,868	55,799
<b>Acc depreciations 31.12.22</b>	<b>240</b>	<b>2,192</b>	<b>2,077</b>	<b>173,182</b>	<b>177,691</b>
Accumulated depreciation 01.01.23	240	2,192	2,077	173,182	177,691
Reclassifications	-	5,991	-	1,030	7,021
Current year depreciations	-	1,936	878	60,310	63,124
<b>Acc depreciations 31.12.23</b>	<b>240</b>	<b>10,118</b>	<b>2,955</b>	<b>234,522</b>	<b>247,836</b>
<b>Net book value pr. 01.01.22</b>	<b>156,774</b>	<b>2,408</b>	<b>9,329</b>	<b>172,515</b>	<b>341,027</b>
Change in net book value 2022	-	2,809	-877	11,375	13,307
<b>Net book value 31.12.2022</b>	<b>156,774</b>	<b>5,218</b>	<b>8,452</b>	<b>183,890</b>	<b>354,334</b>
<b>Net book value pr. 01.01.23</b>	<b>156,774</b>	<b>5,218</b>	<b>8,452</b>	<b>183,890</b>	<b>354,334</b>
Change in net book value 2023	-	4,167	-878	-4,382	-1,093
<b>Net book value 31.12.2023</b>	<b>156,774</b>	<b>9,385</b>	<b>7,574</b>	<b>179,508</b>	<b>353,241</b>
Depreciation period	Indefinite life	3-7 years	13 years	3-7 years	
Depreciation method		Liniar	Linear	Linear	



# Notes to the Signicat Financial Statements

## Note 6

### Fixed assets (continued)

NOK 1000	Right-of-use assets	Fixtures and equipment	Total fixed assets
Acquisition cost 1.1.22	86,031	13,924	99,955
Additions	4,915	68	4,983
<b>Total acquisition costs at 31.12.22</b>	<b>90,946</b>	<b>13,992</b>	<b>104,937</b>
Acquisition cost 1.1.23	90,946	13,992	104,937
Additions	14,100	614	14,714
Correction to balance	-33,937	-7,868	-41,805
<b>Total acquisition costs at 31.12.23</b>	<b>71,109</b>	<b>6,738</b>	<b>77,847</b>
Accumulated depreciation 01.01.22	35,802	10,378	46,181
Current year depreciations	18,494	657	19,151
<b>Accumulated depreciations 31.12.22</b>	<b>54,296</b>	<b>11,036</b>	<b>65,332</b>
Accumulated depreciation 01.01.23	54,296	11,036	65,332
Correction to balance	-33,397	-6,603	-40,541
Current year depreciations	19,691	721	20,412
<b>Accumulated depreciations 31.12.23</b>	<b>40,050</b>	<b>5,154</b>	<b>45,203</b>

NOK 1000	Right-of-use assets	Fixtures and equipment	Total fixed assets
<b>Net book value 01.01.22</b>	<b>50,228</b>	<b>3,546</b>	<b>53,774</b>
Net change book value 2022	-13,579	-590	-14,169
<b>Net book value pr. 31.12.22</b>	<b>36,650</b>	<b>2,956</b>	<b>39,605</b>
<b>Net book value 01.01.23</b>	<b>36,650</b>	<b>2,956</b>	<b>39,606</b>
Net change book value 2023	-5,591	-1,371	-6,962
<b>Net book value pr. 31.12.23</b>	<b>31,059</b>	<b>1,585</b>	<b>32,644</b>
Depreciation period	3-10 years	5 years	
Depreciation method	Linear	Linear	

### Capitalized technology

Capitalized technology includes internal personnel costs related to development of new products for electronic id and electronic signature. The new products are an important part of the strategy to gain contracts in new markets outside the Nordic region and to sell new products to existing and new customers within the Nordic region. Signicat AS capitalized NOK 58.4 million during 2023 (NOK 64.2 million during 2022) and the amounts are amortized over a 5 year period which are the expected timeframe that the Group will benefit from the development activities.

During 2023, the Company received governments grants of NOK 4.6 million (NOK 2.4 million during 2021) which has been netted against the capitalized amount.



# Notes to the Signicat Financial Statements

## Note 7

### Leases

The Company leases several assets, including office buildings, vehicles and technical equipment. Leases of office buildings generally have lease terms between 2 and 7 years, while vehicles, technical other equipment have lease terms between 2 and 5 years. The Company has also leases within these categories that are expensed as incurred as they are either considered short term or of low value. For leases of office buildings, non-lease components (i.e., for instance common costs for services) are excluded from the lease payments. The Company has chosen the practical expedient to not separate non-lease components from the lease payments for transportation vehicles and other leased assets.

The Companies's right-of-use assets are recognized in the Statement of Financial Position separately from fixtures and equipment and presented in the table below.

## Note 7

### Leases (continued)

#### Signicat AS:

#### Right-of-use assets

NOK 1000	Offices	IT and equipment	Transportation vehicles	Total
<b>Right-of-use assets at 31 December 2022</b>	27,805	8,845	-	36,650
Additions	14,100	-	-	14,100
Depreciation	-10,846	-8,845	-	-19,691
<b>Right-of-use assets at 31 December 2023</b>	31,059	-	-	31,059
Useful life in years	3-7 Years	2-5 Years	2-5 Years	
Depreciation plan	Linear	Linear	Linear	

#### Lease liabilities

NOK 1000	Office rent	IT and equipment	Transportation vehicles	Total
<b>Lease liabilities at 31 December 2022</b>	28,151	9,961	-	38,112
Additions	14,104	-	-	14,104
Interest on the lease liability	1,613	157	-	1,770
Lease payments	-11,284	-10,118	-	-21,402
<b>Lease liabilities at 31 December 2023</b>	32,584	-	-	32,584



# Notes to the Signicat Financial Statements

## Note 7

### Leases (continued)

#### Classification of non-current vs current

NOK 1000	31 December 2023	31 December 2022
Current lease liabilities	9,006	17,605
Non-current lease liabilities	23,578	20,507
<b>Total lease liabilities</b>	<b>32,584</b>	<b>38,112</b>

#### Undiscounted lease liabilities and maturity of cash outflows

NOK 1000	31 December 2023	31 December 2022
Less than 1 year	9,006	17,605
1-2 years	8,151	6,420
2-3 years	8,318	6,140
3-4 years	7,108	6,140
4-5 years	-	1,807
More than 5 years	-	-
<b>Total undiscounted lease liabilities</b>	<b>32,584</b>	<b>38,112</b>

#### Summary of other lease expenses recognised in profit or loss

NOK 1000	2023	2022
Operating expenses in the period related to short-term leases	589	783
Operating expenses in the period related to low value assets	1,550	309
<b>Total lease expenses included in other operating expenses</b>	<b>2,139</b>	<b>1,092</b>

## Note 8

### Investment in subsidiaries and group balances

Signicat AS owns 100% of the shares in Signicat AB. Investments in subsidiaries are accounted using the cost method, and is recognized at cost NOK 86 470 in the Signicat AS company balance sheet. Signicat AB has a share capital of SEK 100 000, and is located in Stockholm Sweden.

Signicat AS owns 100% of the shares in Signicat GmbH. Investment is accounting using cost method. The company was established in 2018 with a share capital of EUR 25 000.

Signicat AS bought 100% of the shares in Connectis B.V, Netherlands to a cost price of NOK 290 537 thousand. The investment is recorded according to cost method in Signicat AS.

Signicat AS bought 100% of the shares in Electronic Identification S.L., Spain to a cost price of NOK 455 254 thousand. The investment is recorded according to cost method in Signicat AS.

Signicat AS bought 100% of the shares in Dokobit Technology, UAB, Lithuania to a cost price of NOK 280 262 thousand. The investment is recorded according to cost method in Signicat AS.

Signicat AS bought 100% of the shares in Symphonic Solutions LTD, England to a cost price of NOK 588 309 thousand. The investment is recorded according to cost method in Signicat AS.

Investment NOK 1000	Cost price	2023 result	Equity 31.12.2023
Signicat AB	86	8,255	10,938
Signicat GmbH	266	-5,445	-18,804
Connectis B.V	290,537	-6,408	20,007
Electronic Identification S.L.	455,254	-4,519	-40,092
Dokobit Technology, UAB	280,262	-7,383	-2,464
Symphonic Solutions LTD	588,310	-13,928	10,686
<b>Total</b>	<b>1,614,715</b>	<b>-29,428</b>	<b>-19,729</b>



# Notes to the Signicat Financial Statements

Note 8

## Investment in subsidiaries and group balances (continued)

Intercompany accounts NOK 1000	Amounts	
	2023	2022
Loan to Group company	16,182	79,065
Short-term group receivable	115,918	40,787
Short-term liability to group company	-15,425	-7,545

Signicat AS has provided an unsecured loan to the subsidiary in the amount of NOK 17.2 million, of which NOK 1.0 million has been written down for accounting purposes. The loan is to be repaid when the subsidiary's equity is sufficient to perform such a transaction.

Note 9

## Share capital and shareholders

Share capital:	Number	Value pr share	Share capital
<b>Total share capital 31.12.2023</b>	<b>2,937</b>	<b>1</b>	<b>2,937</b>

All shares are owned by Lion BidCo AS, Gryta 2B, 7010 Trondheim



# Notes to the Signicat Financial Statements

## Note 10

### Pensions

The company has a defined benefit plan which includes 1 employee. The pension plan gives rights to future pension payments. These are mainly dependent of the numbers of years of employment, payroll level at the time of retirement and the size of contribution from national insurance. The liabilities are covered through insurance company. The employees which are not a part of the define benefit plan, are included in the defined contribution plan.

<b>Pension costs</b>		
NOK 1000	2023	2022
Service cost	139	143
Net finance cost	16	13
<b>Net pension cost defined benefit plan</b>	<b>155</b>	<b>156</b>

<b>Economical assumptions</b>		
in %	2023	2022
Discount rate	3.00 %	1.90 %
Expected long-term rate return on plan assets	3.00 %	1.90 %
Expected increase in salaries	3.50 %	2.75 %
Expected increase in pensions	2.60 %	1.75 %

<b>Pension liabilities</b>		
NOK 1000	31/12/2023	31/12/2022
Present value of funded and unfunded liabilities at 31.12	-4,037	-3,874
Fair value of plan assets at 31.12	3,500	3,338
<b>Net pension liability(-)/asset(+)</b>	<b>-537</b>	<b>-536</b>

<b>Number of persons included in this pension plan:</b>		
	12/31/23	12/31/22
Active members	1	1
<b>Total</b>	<b>1</b>	<b>1</b>



# Notes to the Signicat Financial Statements

## Note 11

### Long-term debt

NOK 1000	Signicat AS	
	2023	2022
Pension obligation	537	536
Deferred tax	4,000	-
Loan from Lion Bidco AS	111,674	40,241
Finance leasing liability	23,578	20,507
<b>Long-term debt</b>	<b>139,788</b>	<b>60,748</b>
1. years's instalment on long term debt	-	-
<b>Long-term debt</b>	<b>139,788</b>	<b>60,748</b>

## Note 12

### Other current liability

NOK 1000	Signicat AS	
	2023	2022
Accrued holiday pay	18,191	17,070
1. years's instalment on loan from Innovation Norge	-	2,050
Deferred payment	9,885	7,242
Deferred payment related to the acquisition of Dokobit Technology, UAB	-	17,009
Accrued expenses	39,364	104,369
<b>Total other short-term liability</b>	<b>67,440</b>	<b>147,740</b>

Deferred payments has been measured in accordance with the earn-out clauses in the various agreements based on Managements best view on key input to estimate the discounted fututre cashflow obligations.

## Note 13

### Other current receivables

NOK 1000	Signicat AS	
	2023	2022
Earned revenue to be invoiced	46,583	30,442
Prepayments	22,133	12,438
Governments projects - Skattefunn	1,475	2,489
<b>Other short-term receivables</b>	<b>70,190</b>	<b>45,442</b>

All receivables are due within 12 months of the balance sheet date.

The Company has not deducted realized losses on receivables within the fiscal year. There is made NOK 3,4 million in provision for further losses.



# Notes to the Signicat Financial Statements

## Note 14

### Cash and cash equivalents and overdraft account

NOK 1000	Signicat AS	
	2023	2022
Restr. funds for coverage of office-rent	-	-
Restricted employee tax payable funds	6,692	8,419
Other restricted cash	1,047	-
Unrestricted funds	36,643	8,535
<b>Total bank balances</b>	<b>44,383</b>	<b>16,954</b>
Limit overdraft facilities	40,000	40,000
Used available credit	-968	-19,113
<b>Unused portion of the overdraft facilities</b>	<b>39,032</b>	<b>20,887</b>
Assets as security for the overdraft		
Trade receivables	103,395	86,944

## Note 15

### Other expenses

NOK 1000	Signicat AS	
	2023	2022
IT-telephone expenses	50,931	24,102
External services and consultants	31,873	70,627
Advertising -sales expenses	10,334	27
Other operating expenses	2,077	35,616
<b>Total other expenses</b>	<b>95,215</b>	<b>106,270</b>
<b>Specification of transaction related costs and other special items</b>		
NOK 1000	<b>2023</b>	<b>2022</b>
M&A activities	293	51,239
Restructuring	-	22,251
Other special items	22,750	28,324
<b>Other operating expenses</b>	<b>23,043</b>	<b>101,814</b>



To the General Meeting of Signicat AS

## Independent Auditor's Report

### Opinion

We have audited the financial statements of Signicat AS, which comprise:

- the financial statements of the parent company Signicat AS (the Company), which comprise the statement of financial position as at 31 December 2023, the income statement, statements of change in equity, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and
- the consolidated financial statements of Signicat AS and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2023, the consolidated statements of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion

- the financial statements comply with applicable statutory requirements,
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2023, and its financial performance and its cash flows for the year then ended in accordance with simplified application of international accounting standards according to section 3-9 of the Norwegian Accounting Act, and
- the consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 2023, and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as adopted by the EU.

### 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.

### Other Information

The Board of Directors and the Managing Director (management) are responsible for the information in the Board of Directors' report. The other information comprises information in the annual report, but

#### Offices in:



does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the information in the Board of Directors' report.

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

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

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

### Responsibilities of Management for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with simplified application of international accounting standards according to the Norwegian Accounting Act section 3-9, and for the preparation and true and fair view of the consolidated financial statements of the Group in accordance with IFRS Accounting Standards as adopted by the EU, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

### Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error. We design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's and the Group's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's and the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the



financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company and the Group to cease to continue as a going concern.

- evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

Trondheim, 28 June 2024

KPMG AS

A handwritten signature in blue ink, appearing to read 'Yngve Olsen', written over a light blue horizontal line.

Yngve Olsen  
*State Authorised Public Accountant*