

Sitecore Corporation A/S

Vester Farimagsgade 3, 5., 1606 Copenhagen V

CVR no. 26 03 25 12

Annual report 2023/24

Approved at the Company's annual general meeting on 20 December 2024

Chair of the meeting:

.....
Victoria Forsberg

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Statement by the Board of Directors and the Executive Board

Today, the Board of Directors and the Executive Board have discussed and approved the annual report of Sitecore Corporation A/S for the financial year 1 July 2023 - 30 June 2024.

The annual report is prepared in accordance with the Danish Financial Statements Act. In our opinion, the financial statements give a true and fair view of the financial position of the Company at 30 June 2024 and of the results of the Company's operations for the financial year 1 July 2023 - 30 June 2024.

Further, in our opinion, the Management's review gives a fair review of the development in the Company's operations and financial matters and the results of the Company's operations and financial position.

We recommend that the annual report be approved at the annual general meeting.

Copenhagen, 20 December 2024

Executive Board:

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David O'Flanagan
Chief Executive Officer

.....
Michael Bannon
Chief Financial Officer

.....
Eric Stine
Chief Operating Officer

Board of Directors:

.....
Darren Roos
Chair

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Marjorie Lao

.....
Bjarne Kock Hansen

.....
Christian Shin Hoegh Anderson

.....
Michael Ouissi

.....
Saleah Laher

.....
Margaret Buggie

.....
Constance Lisa Pauline Minc ép. Choufani

Independent auditor's report

To the shareholder of Sitecore Corporation A/S

Opinion

We have audited the financial statements of Sitecore Corporation A/S for the financial year 1 July 2023 - 30 June 2024, comprising income statement, balance sheet, statement of changes in equity and notes, including accounting policies. The financial statements are prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 30 June 2024 and of the results of the Company's operations for the financial year 1 July 2023 - 30 June 2024 in accordance with the Danish Financial Statements Act.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report.

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibility for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such internal control that Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

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

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgement and maintain professional scepticism throughout the audit. We also

- identify and assess the risks of material misstatement of the company financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material

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 internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.
- conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

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

Statement on the Management's review

Management is responsible for the Management's review.

Our opinion on the financial statements does not cover the Management's review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the Management's review and, in doing so, consider whether the Management's review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether the Management's review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, we conclude that the Management's review is in accordance with the financial statements and has been prepared in accordance with the requirements of the Danish Financial Statement Act. We did not identify any material misstatement of the Management's review.

Copenhagen, 20 December 2024
KPMG P/S
Statsautoriseret Revisionspartnerselskab
CVR no. 25 57 81 98

Martin Melchior Eiler
State Authorised Public Accountant
mne32271

Management's review**Company details**

Name	Sitecore Corporation A/S
Address, Postal code, City	Vester Farimagsgade 3, 5., 1606 Copenhagen V
CVR no.	26 03 25 12
Established	26 April 2001
Registered office	Copenhagen
Financial year	1 July 2023 - 30 June 2024
Website	www.sitecore.com
Telephone	+45 70 23 66 60
Board of Directors	Darren Roos, Chair Marjorie Lao Bjarne Kock Hansen Christian Shin Hoegh Anderson Michael Ouissi Saleah Laher Margaret Buggie Constance Lisa Pauline Minc ép. Choufani
Executive Board	David O'Flanagan, Chief Executive Officer Michael Bannon, Chief Financial Officer Eric Stine, Chief Operating Officer
Auditors	KPMG P/S Statsautoriseret Revisionspartnerselskab Dampfærgevej 28, 2100 Copenhagen Ø

Management's review**Financial highlights**

DKK'000	2023/24	2022/23	2021/22	2020/21	2019/20
Key figures					
Revenue	368,110	616,872	549,943	757,698	444,974
Earnings before interest, taxes, depreciation and amortisation (EBITDA)	164,756	198,350	98,101	86,892	-71,760
Operating profit / (loss)	145,041	157,510	39,736	22,842	-131,793
Net financial income / (expenses)	110,240	49,271	87,936	-4,626	47,438
Profit / (loss) for the year	281,392	191,046	115,250	121,766	-121,597
Non-current assets	1,780,654	1,785,083	2,056,969	1,644,629	1,610,427
Current assets	1,529,253	1,554,172	1,172,353	1,320,395	353,919
Total assets	3,309,907	3,339,255	3,229,322	2,965,024	1,964,346
Investments in property, plant and equipment	1,412	8,881	8,659	426	17,711
Share capital	10,473	10,473	10,473	10,473	10,473
Equity	2,933,875	2,647,777	2,404,569	2,161,468	1,031,616
Non-current liabilities	12,270	33,224	339,301	225,211	620,133
Current liabilities	363,762	658,254	485,452	578,345	312,597
Financial ratios					
EBITDA margin	44.8%	32.2%	17.8%	11.5%	-16.1%
Return on equity	10.1%	7.6%	5.0%	7.6%	-6.7%
Average number of full-time employees	52	63	84	88	115

For terms and definitions, please see the accounting policies.

Management's review

Business review

The Sitecore Group (the "Group") is a software company that predominantly provides customers with Web Content Management (WCM) services through its software. Sitecore Corporation A/S ("Sitecore" or "the Company") is a legal or economic owner of the Group's legacy and organic Intellectual Property ("IP"), which it distributes through its network of affiliated entities.

In connection with the Group company's operating model:

- i. Sitecore USA Inc. and Sitecore Ireland Ltd entered into agreements with Sitecore Corporation A/S to have access to its historic IP in return for a license fee.
- ii. Sitecore USA Inc. and Sitecore Ireland Ltd entered into agreements with Sitecore Corporation A/S to reimburse Sitecore Corporation A/S for the research and development ("R&D") and Administration services performed by the company.

Financial review

The Income statement for 2023/24 shows a profit of DKK'000 281,392 (profit of DKK'000 191,046 in 2022/23). The increase in profit of DKK'000 90,346 is primarily due to the following:

- Income from investments in group enterprises has increased by DKK'000 66,368 (DKK'000 91,686 and 25,318 for 2023/24 and 2022/23 respectively, primarily due to dividends of DKK'000 91,686 from its 100% investment in Sitecore Belgium NV, Sitecore Sverige AB & Sitecore Malaysia Sdn during 2023/24, whereas the company received DKK'000 25,318 dividends from its 100% investment in Sitecore Netherlands B.V during 2022/23.
- Reversal of impairment of investments in group enterprises has decreased by DKK'000 24,127 (DKK'000 0 and 24,127 for 2023/24 and 2022/23 respectively. As at 30th June 2024, there is no impairment of investments in group enterprises.
- Financial income has increased by DKK'000 48,273 (DKK'000 120,102 and 71,829 for 2023/24 and 2022/23 respectively) primarily due to a 41,410 increase in interest income from intercompany balances with group enterprises and an 6,727 exchange gain for assets denominated in foreign currency.
- Revenue has decreased by DKK'000 248,762 (DKK'000 368,110 and 616,872 for 2023/24 and 2022/23 respectively) primarily due to a decrease in administrative services performed by the company in 2023/24 evidenced by a 201,877 decrease in other external expense.
- The financial performance of 2023/24 exceeds previously disclosed expectations due to the same explanations above on income from investments and reversal of impairment.

At the balance sheet date, 30 June 2024, the company shows equity of DKK'000 2,933,875 (DKK '000 2,647,777 in 2022/23). The DKK'000 286,098 increase in equity is primarily due to the following factors:

- Profit during the year of DKK'000 281,392, a group contribution of DKK'000 15,052, offset by a decrease in group share-based payment transactions of DKK'000 10,478 in fiscal year 2024 related to its consolidating parent.

Inter-company loans are recognized as either non-current receivables from group enterprises or current receivables from group enterprise depending on maturity dates of loan. To the extent that the related entity has liquidity (see also note 3, Capital matters) and inter-company trade receivables were expected to be collected during the year or paid within twelve months, the prior year receivables from group enterprises have either been repaid or reclassified from non-current to current.

Management's review

Financial risks

Sitecore Corporation A/S is subject to financial uncertainty and risks driven by external factors such as interest rate, foreign exchange, credit risk and liquidity risk. These risks are managed at a Group level. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Group's financial performance.

The financial risks of the Group are managed centrally. The overall risk management guidelines and policies have been approved by the board of directors. The board provides written principles for overall risk management, as well as written policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity. The CFO manages contracts and risk exposures and reports to the board of directors on a regular basis.

Research and development activities

Sitecore USA Inc. and Sitecore Ireland Ltd have entered into agreements with Sitecore Corporation A/S to reimburse Sitecore Corporation A/S for the research and development ('R&D') activities performed by the company.

Events after the balance sheet date

The Company made the following changes to its leadership subsequent to 30 June 2024:

- Eric Stine hired as COO and appointed to the Company Executive Board.
- Michael Bannon hired as CFO and appointed to the Company Executive Board.
- Constance Lisa Pauline Minc. Choufani appointed to the Board of Directors.

There are no other significant events after the Balance Sheet Date.

Outlook

Sitecore Corporation A/S intends to continue providing (i) R&D and administration services to the group along with (ii) access to its legacy and organic IP in return for a license fee from group companies. The management expects profits in 2024/25 will be in line with 2023/24.

Corporate social responsibility statement

The Company is part of the Sitecore Holding II A/S consolidated financial statement (Group) and subject to the policies on corporate social responsibility adopted by the parent company. Consequently, the Company does not publish a separate corporate social responsibility statement. The parent company's financial statements can be found on the following link:

<https://datacvr.virk.dk/enhed/virksomhed/37624071?fritekst=sitecore&sideIndex=0&size=10> (Sitecore Holding II A/S CVR no 37624071)

Statement on data ethics

The Company is part of the Group and subject to the goals and policies for data ethics in management adopted by the parent company. Consequently, the Company does not publish a separate statement on data ethics. The parent company's financial statements can be found on the following link:

<https://datacvr.virk.dk/enhed/virksomhed/37624071?fritekst=sitecore&sideIndex=0&size=10> (Sitecore Holding II A/S CVR no 37624071)

Management's review**Statement on gender distribution in Management**

In accordance with section 99b of the Danish Financial Statements Act, the Company has assessed the gender distribution in management, as a result:

- (i) The Company's Board of Directors has achieved an equal distribution and therefore, the Company is not required to set any further targets or formulate a policy.
- (ii) The Company's other management levels has achieved an equal distribution and therefore, the Company is not required to set any further targets or formulate a policy.

See results below, as of 30 June 2024, which further describes our achievement of under represented gender on the Board and other management.

FY2024	
Board of Directors (top management body)	
Total number of members	8
Under represented gender in %	37.50 %
Other management levels	
Total number of members	17
Under represented gender in %	35 %
Target number in %	33 %
Year target number is expected to be fulfilled	N/A

Financial statements 1 July 2023 - 30 June 2024**Income statement**

Note	DKK'000	2023/24	2022/23
4	Revenue	368,110	616,872
5	Other external expenses	-149,926	-351,802
6	Staff costs	-53,092	-66,720
	Amortisation/depreciation of intangible assets and property, plant and equipment	-19,715	-40,840
7,8	Other operating costs	-336	0
	Profit before net financials	145,041	157,510
	Income from investments in group enterprises	91,686	25,318
	Reversal of impairment of investments	0	24,127
9	Financial income	120,102	71,829
10	Financial expenses	-9,862	-22,558
	Profit before tax	346,967	256,226
11	Tax for the year	-65,575	-65,180
12	Profit for the year	281,392	191,046

Financial statements 1 July 2023 - 30 June 2024

Balance sheet

Note	DKK'000	2023/24	2022/23
	ASSETS		
	Non-current assets		
7	Intangible assets		
	Completed development projects	3,601	19,715
		<u>3,601</u>	<u>19,715</u>
8	Property, plant and equipment		
	Plant and machinery	795	2,408
	Fixtures and fittings, other plant and equipment	830	655
	Right-of-use assets	7,527	9,738
		<u>9,152</u>	<u>12,801</u>
	Financial assets		
13	Investments in group enterprises	1,456,210	1,447,129
13,21	Receivables from group enterprises	310,513	302,272
		<u>1,766,723</u>	<u>1,749,401</u>
	Other non-current assets		
	Prepayments	1,178	3,166
		<u>1,178</u>	<u>3,166</u>
	Total non-current assets	<u>1,780,654</u>	<u>1,785,083</u>
	Current assets		
	Receivables		
	Accounts receivable	0	116
21	Receivables from group enterprises	1,521,907	1,543,296
	Tax credit receivable	0	5,605
	Other receivables	1,389	631
14	Prepayments	1,031	2,769
		<u>1,524,327</u>	<u>1,552,417</u>
	Cash	4,926	1,755
	Total current assets	<u>1,529,253</u>	<u>1,554,172</u>
	TOTAL ASSETS	<u>3,309,907</u>	<u>3,339,255</u>

Financial statements 1 July 2023 - 30 June 2024

Balance sheet

Note	DKK'000	2023/24	2022/23
	EQUITY AND LIABILITIES		
	Equity		
15	Share capital	10,473	10,473
	Reserve for development costs	2,809	15,360
	Retained earnings	2,920,593	2,621,944
	Total equity	<u>2,933,875</u>	<u>2,647,777</u>
	Liabilities		
16	Non-current liabilities		
17	Deferred tax	5,118	23,550
	Lease liabilities	5,589	8,111
	Other payables	1,563	1,563
	Total non-current liabilities	<u>12,270</u>	<u>33,224</u>
	Current liabilities		
	Lease liabilities	1,103	1,108
	Trade payables	14,045	63,646
21	Payable to group enterprises concerning corporate tax	204,140	278,142
21	Payables to group enterprises	110,290	170,344
	Income tax payable	—	146
	Other payables	34,184	144,868
	Total current liabilities	<u>363,762</u>	<u>658,254</u>
	TOTAL EQUITY AND LIABILITIES	<u>3,309,907</u>	<u>3,339,255</u>

- 1 Accounting policies
- 2 Recognition and measurement uncertainties
- 3 Capital matters
- 12 Appropriation of profit
- 18 Contractual obligations and contingencies, etc.
- 19 Collateral
- 20 Currency exchange risk

Financial statements 1 July 2023 - 30 June 2024

Statement of changes in equity

Note	DKK'000	Share capital	Reserve for development costs	Retained earnings	Total
1	Equity at 1 July 2022	10,473	41,883	2,352,213	2,404,569
12	Transfer, see "Appropriation of profit/loss"	0	-26,523	217,569	191,046
	Group share-based payment transactions	0	0	52,162	52,162
	Equity at 1 July 2023	10,473	15,360	2,621,944	2,647,777
12	Transfer, see "Appropriation of profit/loss"	0	-12,551	293,943	281,392
	Other	0	0	132	132
	Group contribution	0	0	15,052	15,052
	Group share-based payment transactions, net of deferred tax	0	0	-10,478	-10,478
	Equity at 30 June 2024	10,473	2,809	2,920,593	2,933,875

Financial statements 1 July 2023 - 30 June 2024**Notes to the financial statements****1 Accounting policies**

The annual report of Sitecore Corporation A/S for 2023/24 has been prepared in accordance with the provisions in the Danish Financial Statements Act applying to Class C (Large) entities. The accounting policies used in the preparation of the financial statements are consistent with those of last year.

In accordance with section 112(1) of the Danish Financial Statements Act, the Company has not prepared consolidated financial statements.

Omission of a cash flow statement

With reference to section 86(4) of the Danish Financial Statements Act, no cash flow statement has been prepared. The Company's cash flows are reflected in the consolidated cash flow statement for the higher-ranking parent company Sitecore Holding II A/S.

Omission of Audit fee note

With reference to section 96(3) of the Danish Financial Statements Act, no audit fee note has been prepared.

Reporting currency

The financial statements are presented in Danish Kroner (DKK'000).

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rate at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables and payables and other monetary items denominated in foreign currencies are translated at the exchange rate at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the most recent financial statements is recognised in the income statement as financial income or financial expenses.

Income statement**Revenue**

The Company's revenue mainly consists of intercompany revenue from the Group's sales entities. The Group have chosen IFRS 15 as interpretation for revenue recognition for which the accounting policies are as follows:

The Company recognizes revenue in accordance with IFRS 15 requirements, whereby revenue is recognised over time based on making the IP available and as R&D and administrative services are provided.

Revenue is measured at the fair value of the agreed consideration excluding VAT and taxes charged on behalf of third parties. All discounts and rebates granted are recognised in revenue.

Revenue to the Company is mainly derived from:

- i. software licenses fees or royalties paid by affiliated entities for access to its historic IP.
- ii. reimbursements from group companies for research and development ('R&D') and administration costs incurred by Sitecore Corporation A.S.

Financial statements 1 July 2023 - 30 June 2024**Notes to the financial statements****Other external expenses**

Other external expenses include costs incurred by the Company relating to sales, advertising, administration, premises, research & development used in generating the year's intercompany revenue.

Staff costs

Staff costs include wages and salaries, including compensated absence and pension to the Company's employees, as well as other social security contributions, etc. The item is net of refunds from public authorities.

Share-based payments

The Sitecore Group operates equity-settled, share-based compensation plans, under which entities within the group benefit from services provided by employees who are granted consideration in the form of equity instruments issued by the Company's ultimate parent, Sitecore Holdings II A/S. Grants to employees of the Company are recognised in an amount equal to the fair value of the employee services received in exchange for the share-based compensation. Grants to employees of a subsidiary of the Company are recognised as a capital contribution from the Company's ultimate parent and a corresponding increase in the Company's investment in the subsidiary. The total amount is determined by reference to the grant date fair value of equity settled grants and the end of period fair value for cash settled grants.

Other operating costs

Other operating costs comprise expenses of a secondary nature as viewed in relation to the Entity's primary activities.

Amortisation/depreciation and impairment

The item comprises amortisation/depreciation of intangible assets and property, plant and equipment.

The cost net of the expected residual value for completed development projects and acquired IP rights is amortised over the expected useful life. Acquired IP rights include patents, rights and licences.

The basis of amortisation, which is calculated as cost less any residual value, is amortised on a straight line basis over the expected useful life. The expected useful lives of the assets are as follows:

Completed development projects	3 years
Patents, trademarks and product rights	5 years

Depreciation is based on the residual value of the asset and is reduced by impairment losses, if any. The depreciation period and the residual value are determined at the acquisition date and are reassessed annually. Where the residual value exceeds the carrying amount of the asset, no further depreciation charges are recognised.

In the case of changes in the depreciation period or the residual value, the effect on the depreciation charges is recognised prospectively as a change in accounting estimates.

Where individual components of an item of property, plant and equipment have different useful lives, they are accounted for as separate items, which are depreciated separately.

Plant and machinery	3-5 years
Fixtures and fittings, other plant and equipment	3-5 years

Right-of-use assets are depreciated using the straight-line method from the commencement date to the end of the lease term. In addition, the right-of-use assets are periodically reduced by any impairment losses.

Financial statements 1 July 2023 - 30 June 2024**Notes to the financial statements****Profit/loss from investments in group enterprises**

The item includes dividends from investments in group enterprises. Dividend distributions that either exceed the profit for the year or where the carrying amount of the investments exceeds the consolidated carrying amounts of the group enterprises's net assets will indicate impairment for which reason an impairment test will have to be conducted.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts that relate to the financial reporting period. The items comprise interest income and expenses, e.g. from group entities, exchange gains and losses and amortisation of financial assets and liabilities.

Tax

Tax for the year includes current tax on the year's expected taxable income and the year's deferred tax adjustments. The portion of the tax for the year that relates to the profit/loss for the year is recognised in the income statement, whereas the portion that relates to transactions taken to equity is recognised in equity.

The entity is jointly taxed with other Danish group entities. The total Danish income tax charge is allocated between profit/loss-making Danish entities in proportion to their taxable income (full absorption).

Jointly taxed entities entitled to a tax refund are reimbursed by the management company based on the rates applicable to interest allowances, and jointly taxed entities which have paid too little tax pay a surcharge according to the rates applicable to interest surcharges to the management company.

Balance sheet**Intangible assets**

Intangible assets include development projects and other acquired intangible rights, including patents, trademarks and product rights.

Intangible assets are measured at cost less accumulated amortisation and impairment losses.

Development costs comprise expenses, salaries directly attributable to development activities.

Development projects that are clearly defined and identifiable, where the technical feasibility, sufficient resources and a potential future market or development opportunities are identifiable and where the Company intends to produce, market or use the project, are recognised as intangible assets provided that the cost can be measured reliably and that there is sufficient assurance that future earnings can cover production costs, selling costs and administrative expenses and development costs. Other development costs are recognised in the income statement as incurred.

Development costs that are recognised in the balance sheet are measured at cost less accumulated amortisation and impairment losses.

On completion of a development project, development costs are amortised on a straight-line basis over the estimated useful life. The amortisation period is 3 years.

Patents, trademarks and product rights are measured at cost less accumulated amortisation and impairment losses. Patents, trademarks and product rights are amortised on a straight-line basis over the estimated useful life. The amortisation period is 5 years.

Gains and losses on the sale of intangible assets are recognised in the income statement under "other operating income" or "other operating expenses", respectively. Gains and losses are calculated as the difference between the selling price less selling expenses and the carrying amount at the time of sale.

Financial statements 1 July 2023 - 30 June 2024**Notes to the financial statements****Property, plant and equipment**

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses. Cost includes the acquisition price and costs directly related to the acquisition until the time at which the asset is ready for use.

Gains or losses are calculated as the difference between the selling price less selling costs and the carrying amount at the date of disposal. Gains and losses from the disposal of property, plant and equipment are recognised in the income statement as “other operating income” or “other operating expenses”.

Leases

The Company has chosen IFRS 16 as interpretation for classification and recognition of leases.

Leased assets are recognised at the commencement date of the lease and comprise of the initial lease amount, initial direct costs incurred when entering into the lease less any incentives received.

An impairment review is undertaken for any right-of-use lease asset that shows indicators of impairment and an impairment loss is recognised against any right-of-use lease asset that is impaired.

The lease liability is measured at the present value of the fixed and variable lease payments net of cash lease incentives that are not paid at the balance sheet date. Lease payments are apportioned between the finance charges and a reduction of the lease liability using the incremental borrowing rate implicit in the lease to achieve a constant rate of interest on the remaining balance of the lease liability. Lease payments for buildings exclude service fees for cleaning and other costs.

Lease modifications are accounted for as a new lease with an effective date of the modification.

Leasehold deposits are initially recognized at the value paid to the landlord. Deposits are subsequently measured at net realizable value based on the amount the Company expect to receive at the end of the lease.

Investments in group enterprises

Investments in group enterprises are measured at cost, which includes the cost of acquisition calculated at fair value plus direct costs of acquisition. If there is evidence of impairment, an impairment test is conducted. Where the carrying amount exceeds the recoverable amount, a write-down is made to such lower value.

Gains and losses on disposal of group enterprises are made up as the difference between the sales price and the carrying amount of the carrying amount of the investment at the date of disposal including anticipated costs of disposal. Gains or losses are recognised in the income statement as financial income or financial expenses.

Impairment of non-current assets

The carrying amount of intangible assets, property, plant and equipment and investments in group enterprises is assessed for indication of impairment on an annual basis.

Impairment tests are conducted on assets or groups of assets when there is evidence of impairment. The carrying amount of impaired assets is reduced to the higher of the net selling price and the value in use (recoverable amount).

The recoverable amount is the higher of the net selling price of an asset and its value in use. The value in use is calculated as the present value of the expected net cash flows from the use of the asset or the group of assets and the expected net cash flows from the disposal of the asset or the group of assets after the end of the useful life.

Previously recognised impairment losses are reversed when the reason for recognition no longer exists.

Financial statements 1 July 2023 - 30 June 2024**Notes to the financial statements****Receivables**

Receivables are initially recognised at fair value adjusted for any transaction costs. Subsequently, receivables are measured at amortised cost, which usually corresponds to the nominal value.

The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on the days past due. Expected loss in the first 12 month is estimated, and the receivables are monitored on an ongoing basis. If higher credit risk is identified for specific customer(s) or credit risk is significantly changed the expected credit loss in the lifetime is measured. Receivable balances are written off when there is no reasonable expectation of recovery.

Prepayments

Prepayments comprise expenses paid, but not yet incurred.

Cash

Cash comprise cash and short term securities which are readily convertible into cash and subject only to minor risks of changes in value.

Equity**Reserve for development costs**

The reserve for development costs comprises recognised development costs adjusted for deferred tax. The reserve cannot be used to distribute dividends or cover losses. The reserve will be reduced or dissolved if the recognised development costs are no longer part of the Company's operations by a transfer directly to the distributable reserves under equity.

Proposed dividends

Proposed dividends are recognised as a liability once adopted at the annual general meeting (declaration date). Dividends expected to be distributed for the financial year are presented as a separate item under "Equity".

Income taxes and Deferred taxes

Current tax payables and receivables are recognised in the balance sheet as the estimated income tax charge for the year, adjusted for prior-year taxes and tax paid on account.

Deferred tax is measured according to the liability method on all temporary differences between the carrying amount and the tax base of assets and liabilities. However, deferred tax is not recognised on temporary differences relating to goodwill which is not deductible for tax purposes and on office premises and other items where temporary differences, apart from business combinations, arise at the date of acquisition without affecting either profit/loss for the year or taxable income. Where alternative tax rules can be applied to determine the tax base, deferred tax is measured based on Management's intended use of the asset or settlement of the liability, respectively.

Deferred tax is measured according to the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Deferred tax assets are recognised at the expected value of their utilisation; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Changes in deferred tax due to changes in the tax rate are recognised in the income statement.

Financial statements 1 July 2023 - 30 June 2024**Notes to the financial statements****Liabilities**

Financial liabilities are recognised at the date of borrowing at the net proceeds received less transaction costs paid. On subsequent recognition, financial liabilities are measured at amortised cost, corresponding to the capitalised value, using the effective interest rate. Accordingly, the difference between the proceeds and the nominal value is recognised in the income statement over the term of the loan.

Other liabilities are measured at net realisable value.

Lease liabilities

Lease liabilities are measured at the net present value of the remaining lease payments including any guaranteed residual value based on the interest rate implicit in the lease.

Financial ratios

The financial ratios stated under “Financial highlights” have been calculated as follows:

EBITDA margin	$\frac{\text{Earnings before interest, taxes, depreciation and amortisations (EBITDA)} \times 100}{\text{Revenue}}$
Return on equity	$\frac{\text{Profit/loss after tax} \times 100}{\text{Average equity}}$

2 Recognition and measurement uncertainties

Management makes estimates, and assumptions concerning the future when performing impairment tests over investments. The resulting accounting estimates will, by definition, seldom equal the related actual results. Their are no estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

The judgments, estimates, and assumptions made are based on historical experience and other factors that Management considers to be reliable, but which by their very nature are associated with uncertainty and unpredictability. These assumptions may prove incomplete or incorrect, and unexpected events or circumstances may arise.

The Company is also subject to risks and uncertainties that may lead to actual results differing from these estimates, both positively and negatively.

3 Capital matters

Intercompany payables as reflected on the balance sheet will be repaid to group entities as funds become available, and do not have to be repaid sooner than the company has liquidity to do so. Intercompany receivables may not be repaid to the Company until the respective counterparty has the liquidity to do so. The Company has received a declaration of financial support from its ultimate parent, Sitecore Holdings II A/S committing to provide sufficient resources to settle any liabilities as they fall due if the Company does not have sufficient resources of its own. All internal debt of the Company and other group entities is subordinated to other liabilities, and no internal debt will be called or required to be repaid between the Company of any group entities unless and until the individual entity has sufficient liquidity to do so. This declaration is effective for at least 12 months from approval of the Company's annual report.

Financial statements 1 July 2023 - 30 June 2024**Notes to the financial statements****4 Revenue**

Segment Information split by geography detailed below:

DKK'000	2023/24	2022/23
European Union (Excluding Denmark)	251,567	428,315
Rest of world	116,543	188,557
	<u>368,110</u>	<u>616,872</u>

DKK'000	2023/24	2022/23
Intercompany Revenue - IP Licensing	219,165	213,669
Intercompany Revenue - R&D services	123,529	104,043
Intercompany Revenue - Administrative services	25,416	299,159
	<u>368,110</u>	<u>616,872</u>

5 Other external expenses

DKK'000	2023/24	2022/23
Intercompany expense	62,005	25,910
IT and network costs	71,583	134,760
Marketing costs	686	165,657
Other external expenses	15,652	25,475
	<u>149,926</u>	<u>351,802</u>

6 Staff costs

DKK'000	2023/24	2022/23
Wages/salaries	48,944	56,251
Pensions	3,608	5,843
Other social security	540	4,626
	<u>53,092</u>	<u>66,720</u>
Average number of full-time employees	<u>52</u>	<u>63</u>

Remuneration to the Company's Board of Directors and Executive Management is paid by the parent Company and other Group companies. The extent of this work is considered immaterial in nature and extent.

Group Share based Compensation

Share-based payments to employees are made by the Group under a Share Option incentive plan, a Management Incentive Program ("MIP"), and an Employee Incentive Plan ("EIP"). The Share Option plan is a performance-based plan wherein certain employees are offered Class A share options subject to certain vesting conditions. The MIP is a co-investment plan wherein key employees make a personal investment in the Group by purchasing restricted Class A or B shares which are subject to a repurchase option at a price determined based upon certain conditions. The EIP is an incentive program where the Group, upon the event of a sale or IPO, will pay a bonus to the employee based on the number of options held, up to a pre-defined cap. Share Option grants, MIP investments, and EIP grants fully vest upon an IPO or change in control as defined in the plan documents.

Share Option Plan

Share Options are granted to employees under the 2016 Global Share Incentive Plan. Option grants are subject to continued employment with 50% designated as Time Options that vest over five years (1/5th vest on each anniversary of the grant date), and 50% designated as Performance Options that vest subject to the Group's sponsor achieving a certain rate of return on investment. Unexercised options expire 10 years from the grant date.

Financial statements 1 July 2023 - 30 June 2024**Notes to the financial statements****Management Incentive Plan**

The MIP is designed to align the performance of the Group with the remuneration of key employees. Under the MIP, employees make a personal investment in the Group by purchasing Class A or Class B shares. Class B shares were added to the plan in FY21 .

Under the MIP, Class A shares are subject to a repurchase option at a price equal to original cost if the employee terminates under conditions defined as a Bad Leaver, or at current fair market value if the employee terminates under conditions defined as a Good Leaver. The Good Leaver determination is primarily determined based on whether the employee leaves (a) involuntarily but without cause or (b) voluntarily after an employment of five years or more (three years if shares were issued to holder as part of the purchase consideration in an acquisition).

Class B shares are divided into 50% Time Vesting shares and 50% Performance Vesting shares that vest in the same pattern as the Time Options and Performance Options described above.

Employee Incentive Plan (“EIP”)

Grants made under the EIP only vest in the event of an exit, through a sale or an IPO, meeting a specific financial valuation and only provided that the select employee is employed with the Group at the relevant time of exit. Provided the conditions are met, the Group will pay a cash bonus to the employee based on the number of incentive options held, up to a pre-defined cap. In the event an employee leaves the Group prior to an exit, all incentive options are cancelled with no compensation.

7 Intangible assets

DKK'000	Completed development projects	Patents, trademarks and product rights	Total
Cost at 1 July 2023	294,953	23,072	318,025
Cost at 30 June 2024	294,953	23,072	318,025
Impairment losses and amortisation at 1 July 2023	275,238	23,072	298,310
Amortisation for the year	16,114	—	16,114
Impairment losses and amortisation at 30 June 2024	291,352	23,072	314,424
Carrying amount at 30 June 2024	3,601	—	3,601

Completed development projects

Completed development projects relate to the Sitecore Experience Platform 10 and subsequent releases completed during the financial year 2020/21. In addition to the core platform other products such as the One Sitecore SaaS Platform and supporting features are also part of Completed development projects.

Financial statements 1 July 2023 - 30 June 2024

Notes to the financial statements

8 Property, plant and equipment

DKK'000	Plant and machinery	Fixtures and fittings, other plant and equipment	Right-of-use assets	Total
Cost at 1 July 2023	17,603	1,967	21,966	41,536
Additions	29	457	926	1,412
Disposals	-23	0	-1,909	-1,932
Cost at 30 June 2024	17,609	2,424	20,983	41,016
Impairment losses and depreciation at 1 July 2023	15,195	1,312	12,228	28,735
Depreciation	1,634	282	1,685	3,601
Reversal of accumulated depreciation	-15	0	-457	-472
Impairment losses and depreciation at 30 June 2024	16,814	1,594	13,456	31,864
Carrying amount 30 June 2024	795	830	7,527	9,152

9 Financial income

DKK'000	2023/24	2022/23
Interest income, group entities	113,176	71,766
Exchange gain	6,727	—
Other financial income	199	63
	<u>120,102</u>	<u>71,829</u>

10 Financial expenses

DKK'000	2023/24	2022/23
Exchange loss	—	11,974
Interest expenses, group entities	9,391	10,306
Other financial expenses	471	278
	<u>9,862</u>	<u>22,558</u>

11 Tax for the year

DKK'000	2023/24	2022/23
Estimated tax charge for the year	78,933	124,810
Prior year adjustments for income tax	8,196	16,937
Deferred tax in the year	-21,553	-76,494
Prior year adjustments for deferred tax	—	-73
	<u>65,576</u>	<u>65,180</u>

12 Appropriation of profit

DKK'000	2023/24	2022/23
Recommended appropriation of profit		
Transfer from reserve for development costs	-12,551	-26,523
Retained earnings	293,943	217,569
	<u>281,392</u>	<u>191,046</u>

Financial statements 1 July 2023 - 30 June 2024

Notes to the financial statements

13 Financial assets

DKK'000	Investments in group enterprises	Receivables from group enterprises	Total
Cost at 1 July 2024	1,447,129	302,272	1,749,401
Group share-based payment transactions	-7,859	—	-7,859
Collections	—	-25,009	-25,009
Additions	16,940	33,250	50,190
Cost at 30 June 2024	1,456,210	310,513	1,766,723
Value adjustments at 1 July 2023	—	—	—
Value adjustments at 30 June 2024	—	—	—
Carrying amount at 30 June 2024	1,456,210	310,513	1,766,723

Investments in Subsidiaries

Equity and profit/loss disclosures for the group enterprises are based on latest audited financial statements for the respective group enterprises. Where an entity does not have a statutory audit requirement we have used latest financial statements filed with the respective filing authorities.

Name	Legal form	Domicile	Interest	Equity DKK'000	Profit/(loss) DKK'000	Comment
Subsidiaries						
Sitecore Australia	Pty Ltd	Sydney, Australia	100.00%	15,151	2,751	FY24
Sitecore Belgium	NV	Brussels, BE	100.00%	83,681	32,633	FY24
Sitecore Bulgaria	EOOD	Sofia, Bulgaria	100.00%	9,289	2,048	CY23
Sitecore Denmark	A/S	Copenhagen, DK	100.00%	22,769	2,573	FY24
Sitecore Deutschland	GmbH	Bremen, DE	100.00%	36,719	3,687	FY23
Sitecore España	S.L.U.	Madrid, Spain	100.00%	1,947	719	FY23*
Sitecore France	SAS	Paris, France	100.00%	1,579	1,499	FY23*
Sitecore International	A/S	Copenhagen, DK	100.00%	18,727	4,708	FY24
Sitecore Ireland	Ltd.	Dublin, Ireland	100.00%	-668,763	-320,406	FY23
Sitecore Italia	Srl.	Milan, Italy	100.00%	1,400	587	FY23*
Sitecore Japan Co.	Ltd.	Tokyo, JP	100.00%	-12,360	657	FY24*
Sitecore Malaysia Sdn.	Bhd.	Kuala Lumpur, MY	100.00%	29,799	3,106	FY23
Sitecore Middle East	DMCC	Dubai, UAE	100.00%	2,854	-1,703	FY24*
Sitecore Middle East	FZLLC	Dubai, UAE	100.00%	14,525	818	FY23
Sitecore Nederland	B.V.	Amsterdam, NL	100.00%	1,785	1,592	FY23*
Sitecore Schweiz	AG	Zurich, Switzerland	100.00%	2,080	796	FY23*
Sitecore Singapore Pte.	Ltd.	Singapore, SG	100.00%	7,873	763	FY24
Sitecore Software Co.	Ltd.	Shanghai, CN	100.00%	13,454	-75	CY23
Sitecore Sverige	AB	Stockholm, SE	100.00%	4,718	146	FY24
Sitecore UK	Ltd.	London, UK	100.00%	67,898	-7,279	FY23
Sitecore Ukraine	FE	Dnepropetrovsk, UA	100.00%	19,608	4,391	CY23

Notes to above table:

* There is no legal requirements to perform a statutory audit, hence the figures used are from the latest unaudited filed set of financial statements.

The investments in Sitecore Ireland, Sitecore Belgium, and Sitecore UK represent about 93% of the total subsidiary investment balances. All entities were evaluated for impairment and concluded that there was no basis for recognizing any impairment.

For those entities whose Equity & Profit / Loss figures are taken from periods other than FY24, the performance in FY24 is expected to be in line with periods noted above.

Financial statements 1 July 2023 - 30 June 2024**Notes to the financial statements****14 Prepayments**

Prepayments include payment of expenses relating to subsequent financial years.

15 Share capital

The company's nominal share capital is DKK 10,473,053, divided into shares of a nominal amount of DKK 0,10 each.

The Company's share capital has remained DKK 10,473 thousand over the past 5 years.

16 Non-current liabilities other than provisions

DKK'000	Total debt at 30/6 2024	Repayment, next year	1-5 years	Outstanding debt after 5 years
Lease liabilities	6,692	1,103	5,589	—
Other payables	35,747	34,184	1,563	—
	<u>42,439</u>	<u>35,287</u>	<u>7,152</u>	<u>—</u>

17 Deferred tax

DKK'000	2023/24	2022/23
Deferred tax at 1 July	23,550	100,117
Deferred tax for the year	-21,553	-76,494
Deferred tax for the year booked via equity	3,121	-73
Deferred tax at 30 June	<u>5,118</u>	<u>23,550</u>

18 Contractual obligations and contingencies, etc.

DKK'000	2023/24	2022/23
Contingent liabilities		
Guarantee commitments	1,700	1,700
	<u>1,700</u>	<u>1,700</u>

Other contingent liabilities

The Company is jointly taxed with its ultimate Danish parent, Sitecore Holding II A/S, which acts as management company, and is jointly and severally liable with other jointly taxed group entities for payment of income taxes as well as withholding taxes on interest, royalties and dividends falling due for payment.

19 Collateral

Sitecore Corporation A/S, Sitecore Denmark A/S and Sitecore International A/S have a combined business mortgage of EUR 6 million to Wilmington Trust (London) Limited as security for certain credit facilities.

Sitecore Corporation A/S has issued a negative pledge under group company's loan agreement and provided it's intercompany receivables as security for the same credit facilities.

20 Currency exchange risk

A significant portion of Sitecore Corporation A/S revenue and costs are outside of Denmark, therefore the company faces exposure to foreign currency exchange rates. These exposures may change over time as business practices evolve and economic conditions change, and they could have a material adverse impact on Sitecore Corporation A/S financial results and cash flows.

Financial statements 1 July 2023 - 30 June 2024**Notes to the financial statements****21 Related parties**

Sitecore Corporation A/S' related parties comprise the following:

Parties exercising control

Related party	Domicile	Basis for control
Sitecore Holding II A/S	Copenhagen, Denmark	Consolidation parent
Sitecore Holding III A/S	Copenhagen, Denmark	Parent

For both periods ending 30 June 2024 and 30 June 2023, the company was controlled by Dynamite Holding I S.á r.l. The company's ultimate controlling party is EQT VII.

Parties not exercising control

Non-controlling group enterprises include all subsidiaries of the Parent.

Companies within the EQT AB fund structure.

Information about consolidated financial statements

Parent	Domicile	Requisitioning of the parent company's consolidated financial statements
Sitecore Holding II A/S	Copenhagen, Denmark	www.cvr.dk

Transactions with related parties

See note 19 for details of related party transaction concerning collateral.

Below details income statements intercompany transactions split by related party in 2023/24:

DKK'000	2023/24
Revenue	
Non-controlling group enterprises	-368,110
	<u>-368,110</u>
Other external costs	
Non-controlling group enterprises	62,005
Companies within the EQT AB fund structure	44
	<u>62,049</u>
Income from investments in group enterprises	
Non-controlling group enterprises	91,686
	<u>91,686</u>

Financial statements 1 July 2023 - 30 June 2024**Notes to the financial statements****Financial Income**

Non-controlling group enterprises	-83,810
Parent	-29,366
	<u>-113,176</u>

Financial Expense

Non-controlling group enterprises	9,391
	<u>9,391</u>

*During 2023/24 other external expenses from other companies within the EQT AB fund structure amounts to DKK'000 44. As of the reporting date, payables to from these related parties were nil.

Below details balance sheet intercompany transactions split by related party as at 30 June 2024:

DKK'000	2023/24
Non- Current Assets	
Non-controlling group enterprises	310,513
	<u>310,513</u>
Current Assets	
Non-controlling group enterprises	941,736
Parent	337,369
Consolidation parent	242,802
	<u>1,521,907</u>
Current liabilities	
Non-controlling group enterprises	-110,290
	<u>-110,290</u>