



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 912 829 456
Organisasjonsform: Aksjeselskap
Foretaksnavn: THE NORTH ALLIANCE NORGE AS
Forretningsadresse: Nedre Vollgate 11
0158 OSLO

Regnskapsår

Årsregnskapets periode: 01.01.2023 - 31.12.2023

Konsern

Mørselskap i konsern: Ja
Konsernregnskap lagt ved: Ja

Regnskapsregler

Regler for små foretak benyttet: Nei
Benyttet ved utarbeidelsen av årsregnskapet til selskapet: IFRS
Benyttet ved utarbeidelsen av årsregnskapet til konsernet: IFRS

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Kristine Kosi
Dato for fastsettelse av årsregnskapet: 28.06.2024

Grunnlag for avgivelse

År 2023: Årsregnskapet er elektronisk innlevert
År 2022: Tall er hentet fra elektronisk innlevert årsregnskap fra 2023

Det er ikke krav til at årsregnskapet m.v. som sendes til Regnskapsregisteret er undertegnet. Kontrollen på at dette er utført ligger hos revisor/enhetens øverste organ. Sikkerheten ivaretas ved at innsender har rolle/rettighet for innsending av årsregnskapet via Altinn, og ved at det bekreftes at årsregnskapet er fastsatt av kompetent organ.

Brønnøysundregistrene, 12.08.2025



Resultatregnskap

Beløp i: NOK	Note	2023	2022
RESULTATREGNSKAP			
Inntekter			
Other income		56 059 000	47 852 000
Sum inntekter		56 059 000	47 852 000
Kostnader			
Cost of goods sold		138 000	350 000
Personnel expenses		28 819 000	27 364 000
Depreciation and amortization		4 573 000	2 261 000
Other operating expenses		69 023 000	41 692 000
Sum kostnader		102 553 000	71 667 000
Driftsresultat		-46 494 000	-23 815 000
Finansinntekter og finanskostnader			
Group contribution received		49 765 000	7 717 000
Renteinntekt fra foretak i samme konsern		21 561 000	12 456 000
Annen renteinntekt		1 492 000	486 000
Other financial income		1 077 000	2 126 000
Interest income on finance lease receivables		2 387 000	
Sum finansinntekter		76 282 000	22 785 000
Impairment of shares in subsidisries			10 806 000
Rentekostnad til foretak i samme konsern		6 977 000	6 345 000
Annen rentekostnad		11 187 000	5 114 000
Interest expenses right-of-use assets		3 222 000	
Other financial expenses			
Foreign exchange losses		9 035 000	5 901 000
Sum finanskostnader		30 421 000	28 166 000
Netto finans		45 861 000	-5 381 000
Ordinært resultat før skattekostnad		-633 000	-29 196 000
Income tax expense		-813 000	-1 947 000
Ordinært resultat etter skattekostnad		180 000	-27 249 000



Resultatregnskap

Beløp i: NOK	Note	2023	2022
Årsresultat		180 000	-27 249 000



Balanse

Beløp i: NOK	Note	2023	2022
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Intangible assets		1 460 000	3 301 000
Utsatt skattefordel		8 808 000	7 603 000
Sum immaterielle eiendeler		10 268 000	10 904 000
Varige driftsmidler			
Right-of-use assets		35 503 000	1 948 000
Machinery and equipment		3 087 000	1 719 000
Sum varige driftsmidler		38 590 000	3 667 000
Finansielle anleggsmidler			
Investering i datterselskap		1 626 144 000	1 549 345 000
Lån til foretak i samme konsern		108 189 000	101 194 000
Lease Receivables		91 053 000	
Other financial assets		19 626 000	17 722 000
Sum finansielle anleggsmidler		1 845 012 000	1 668 261 000
Sum anleggsmidler		1 893 870 000	1 682 832 000
Omløpsmidler			
Varer			
Fordringer			
Trade receivables		2 204 000	20 541 000
Other receivables		5 489 000	6 925 000
Current lease receivables		9 768 000	
Konsernfordringer		11 693 000	45 638 000
Sum fordringer		29 154 000	73 104 000
Bankinnskudd, kontanter og lignende			
Cash and cash equivalents			66 000
Sum bankinnskudd, kontanter og lignende			66 000
Sum omløpsmidler		29 154 000	73 170 000



Balanse

Beløp i: NOK	Note	2023	2022
SUM EIENDELER		1 923 024 000	1 756 002 000
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Share capital		35 000	35 000
Overkurs		1 598 765 000	1 068 147 000
Ikke registrert kapitalforhøyelse			530 619 000
Sum innskutt egenkapital		1 598 800 000	1 598 801 000
Opptjent egenkapital			
Retained earnings		-261 104 000	-255 972 000
Sum opptjent egenkapital		-261 104 000	-255 972 000
Sum egenkapital		1 337 696 000	1 342 829 000
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Langsiktig konserngjeld		174 140 000	228 171 000
Lease obligations		124 174 000	
Sum annen langsiktig gjeld		298 314 000	228 171 000
Sum langsiktig gjeld		298 314 000	228 171 000
Kortsiktig gjeld			
Borrowings		4 857 000	4 532 000
Bank overdraft facility		193 254 000	119 867 000
Leverandørgjeld		6 387 000	1 445 000
Kortsiktig konserngjeld		63 221 000	52 681 000
Current lease obligations		13 322 000	
Other short-term debt		5 975 000	6 480 000
Sum kortsiktig gjeld		287 016 000	185 005 000
Sum gjeld		585 330 000	413 176 000



Balanse

Beløp i: NOK	Note	2023	2022
SUM EGENKAPITAL OG GJELD		1 923 026 000	1 756 005 000



Konsernets resultatregnskap

Beløp i: NOK	Note	2023	2022
RESULTATREGNSKAP			
Inntekter			
Revenue		2 701 405 000	2 645 723 000
Sum inntekter		2 701 405 000	2 645 723 000
Kostnader			
Cost of goods sold		941 912 000	943 531 000
Personnel expenses		1 424 828 000	1 329 958 000
Depreciation and amortization		183 416 000	152 131 000
Other operating expenses		210 427 000	183 408 000
Sum kostnader		2 760 583 000	2 609 028 000
Driftsresultat		-59 178 000	36 695 000
Finansinntekter og finanskostnader			
Annen renteinntekt		8 101 000	4 543 000
Foreign exchange gains		5 727 000	12 405 000
Other financial income		171 000	1 585 000
Sum finansinntekter		13 999 000	18 533 000
Rentekostnad til foretak i samme konsern		5 924 000	4 491 000
Annen rentekostnad		18 399 000	5 927 000
Interest expenses right-of-use assets		11 840 000	7 256 000
Foreign exchange losses		13 346 000	10 857 000
Other financial expenses		151 000	5 566 000
Sum finanskostnader		49 660 000	34 097 000
Netto finans		-35 661 000	-15 564 000
Ordinært resultat før skattekostnad		-94 839 000	21 131 000
Income tax expense		-7 936 000	8 669 000
Ordinært resultat etter skattekostnad		-86 903 000	12 462 000
Årsresultat		-86 903 000	12 462 000



Konsernets balanse

Beløp i: NOK	Note	2023	2022
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Intangible assets		534 737 000	554 349 000
Goodwill		1 167 774 000	1 077 792 000
Sum immaterielle eiendeler		1 702 511 000	1 632 141 000
Varige driftsmidler			
Right-of-use assets		277 310 000	161 419 000
Machinery and equipment		34 454 000	31 942 000
Sum varige driftsmidler		311 764 000	193 361 000
Finansielle anleggsmidler			
Other shares & non current assets		23 828 000	21 931 000
Interest-bearing long-term receivables		9 430 000	4 826 000
Sum finansielle anleggsmidler		33 258 000	26 757 000
Sum anleggsmidler		2 047 533 000	1 852 259 000
Omløpsmidler			
Varer			
Fordringer			
Trade receivables		502 516 000	497 930 000
Other receivables		52 991 000	70 325 000
income tax receivale		15 754 000	9 044 000
contract assets		92 703 000	58 838 000
Sum fordringer		663 964 000	636 137 000
Bankinnskudd, kontanter og lignende			
Cash and cash equivalents		51 029 000	216 014 000
Sum bankinnskudd, kontanter og lignende		51 029 000	216 014 000
Sum omløpsmidler		714 993 000	852 151 000
SUM EIENDELER		2 762 526 000	2 704 410 000



Konsernets balanse

Beløp i: NOK	Note	2023	2022
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Share capital		35 000	35 000
Overkurs		1 598 765 000	1 068 146 000
Ikke registrert kapitalforhøyelse			530 619 000
Sum innskutt egenkapital		1 598 800 000	1 598 800 000
Opptjent egenkapital			
reserves		114 679 000	48 590 000
Retained earnings		-400 551 000	-276 587 000
Sum opptjent egenkapital		-285 872 000	-227 997 000
Minoritetsinteresser		7 262 000	4 638 000
Sum egenkapital		1 320 190 000	1 375 441 000
Gjeld			
Langsiktig gjeld			
Utsatt skatt		112 159 000	116 234 000
Sum avsetninger for forpliktelser		112 159 000	116 234 000
Annen langsiktig gjeld			
Langsiktig konserngjeld		161 189 000	262 536 000
Lease obligations		236 054 000	115 646 000
other non-current liabilities		6 053 000	
Sum annen langsiktig gjeld		403 296 000	378 182 000
Sum langsiktig gjeld		515 455 000	494 416 000
Kortsiktig gjeld			
Borrowings		60 234 000	50 505 000
Leverandørgjeld		167 263 000	168 288 000
Tax payable		8 572 000	31 572 000
Current lease obligations		57 409 000	53 689 000
contract liabilities		210 541 000	169 207 000



Konsernets balanse

Beløp i: NOK	Note	2023	2022
Other short-term debt		422 864 000	361 293 000
Sum kortsiktig gjeld		926 883 000	834 554 000
Sum gjeld		1 442 338 000	1 328 970 000
SUM EGENKAPITAL OG GJELD		2 762 528 000	2 704 411 000



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2023 Annual Financial Statements The North Alliance Norge Group

Board of Directors' report
Consolidated statement of profit and loss and other
comprehensive income
Consolidated statement of Financial Position
Consolidated statement of Changes in Equity
Consolidated statement of Cash Flows
Notes to the Consolidated Financial Statements
Parent Company The North Alliance Norge AS Financial
Statements

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BOARD OF DIRECTORS' REPORT - 2023

The Company

The North Alliance Norge AS (NoA) is a group of companies offering services within five main business areas. The areas are listed below with the Group's brands linked to the main category of operation:

- Digital Products & Platforms (NoA Ignite, (NO, SE, PL, DK), Scienta/Agitec (NO), DK&A (FI), Unfold (NO), App Shack (SE))
- Advertising and Communication (Åkestam Holst (SE), Elevate (SE), AndCo (DK), NoA Health (DK), Anorak (NO), Bob the Robot (FI))
- Brand Experiences (Bold (SE, NO, DK), North Kingdom (SE))
- Data Driven Sales & Marketing (NoA Connect (SE, NO, DK), Axenon (SE, NO), Bluebird (NO, FI))
- Business Consulting (NoA Consulting (NO, SE))

In 2023, NoA has reaffirmed the position as a leading house of creativity and tech by defending market shares throughout the group, increasing collaboration and cross-agency sales, and making two significant acquisitions within the tech and data space. In March 2023 the Group closed the acquisition of App Shack AB, a Swedish mobile application studio, and in September 2023 the Group closed the acquisition of the Norwegian MarTech company Inlead AS (now named Axenon Norge AS).

Acquired companies are presented in the financial statements from the date on which control is transferred to the Group.

Financial Performance

Financial results 2023

Total operating revenue for 2023 amounted to 2,701 MNOK, compared to 2,646 MNOK in 2022. Total net revenue for the period amounted to 1,759 MNOK, an increase of 3.4% compared to 2022 (1,702 MNOK in 2022).

Group EBITDA for the period came in at 124 MNOK, compared to 189 MNOK in 2022. Adjusted for transaction costs and one-offs, EBITDA (adjusted) for the period was 217 MNOK. This compares to 274 MNOK in 2022.

Segments

Management follow up revenue in the operating companies by country and business area. The Group's sales are mainly in Norway, Sweden, Denmark and Finland. In 2023 38% of the Group's net revenue came from Norway, 34% from Sweden, 18% from Denmark and 10% from Finland.

Financial position as of 31 December 2023

The Group had total assets as of 31 December 2023 of 2,763 MNOK, compared to 2,704 MNOK in 2022. Total equity for the Group as of year-end 2023 was 1,320 MNOK, which gives an equity ratio of 48%. Year-end 2022 the equity was 1,375 MNOK, and the equity ratio was 51%.



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Cash flow

Net cash flow from operating activities was 54 MNOK in 2023, compared to 190 MNOK in 2022. The difference between the EBITDA of 124 MNOK and Net cash flow from operating activities of 54 MNOK was as follows:

Figures are stated in NOK 1,000

	2023
EBITDA	124,238
Unrealized foreign exchange gains/losses on operating activities	-3,328
Income tax paid	-30,118
Changes in accounts receivable and other receivables	12,319
Changes in accounts payable, net acquired	-4,177
Changes in other assets and liabilities, net acquired	-44,494
Cash provided (used) by operating activities	54,439

Net cash outflow to investing activities was 45 MNOK in 2023. In 2022 the cash outflow was 556 MNOK. The main part both years relates to acquisition of subsidiaries. The Group has an active M&A agenda and will focus on growth through the acquisition of subsidiaries also going forward.

The cashflow from financing activities was negative 192 MNOK in 2023, compared to positive 400 MNOK in 2022. In 2023 73 MNOK has been paid as repayments on interest bearing debt, 79 MNOK have been paid in net financial expenses and instalments on finance lease liabilities and 40 MNOK has been paid in group contributions.

At year-end 2023 the Group held cash and cash equivalents of 51 MNOK.

Financial performance of parent company The North Alliance Norge AS and allocation of profits

The North Alliance Norge AS is the parent company of the NoA Group. The Company is a holding company, with limited activities. In 2023 the Company had a net profit of 179 TNOK.

It is proposed that The North Alliance Norge's profit for the year after tax should be allocated as follows (TNOK):

Dividend	0
Transferred to other equity	179
Total allocated	179

ESG/Sustainability

External environment

NoA does not produce goods or services that directly use environmentally hazardous input factors. Where applicable, the Group has initiated processes for environmental certifications.

As advisors the Group help established companies make sustainability actionable and desirable, accelerating business growth and positive impact. NoA look at sustainability as a business opportunity, which is embedded into the client work. The Group aims to increase the positive client impact going forward, helping clients accelerate their sustainable transition through digitization, innovation, and storytelling.

Employees and working environment

The Group had year-end around 1,250 employees across five markets and 26 agencies. NoA's approach to customer driven growth is all derived from the Group's employee's deep knowledge, past experiences and skill sets which they bring to life in all client work. The Group operates with a flat hierarchy, where the best idea trumps seniority. The bottom-up approach secures anti-red tape and keeps the decision making mandate in the respective agency brands.

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The North Alliance Norge AS – 2023 Annual Financial Statements

This means building dual cultures; preserving the individual agency culture, whilst sharing a common NoA culture with a true family feel.

The Group places great importance to health, safety and environment, and activities in this area are organised by the working environment committee, the sports and recreation organisation and HR. Cooperation with the employees' organisations has been satisfactory. The sickness absence rate for the Group was in average 4.0% during 2023 (3.5% during 2022). The Group is constantly working to reduce the sickness absence rate. No working accidents were reported during 2023.

Equal opportunities

The Group's employees are represented by many nationalities, both in Norway and abroad. The Group has a recruitment and HR policy that ensures equal opportunities and rights, while preventing discrimination.

In 2023, the Group had an average of 1,322 employees, 38% of them women. At the end of 2023 the Group's Board of Directors had four members elected by shareholders, all of them men. The Group's administrative management consisted of two women and three men in 2023.

Research and development

The Group does not have any costs that are classified as research and development. It nevertheless commits substantial resources to developing its activities in digital technologies platforms. This is a constant area of focus, but all these costs have currently been expensed in the consolidated statement of comprehensive income.

Corporate governance and company management

NoA follows the recommendations of the Oslo Stock Exchange regarding corporate governance and company management best practises. A solid reputation and strong financial development are prerequisites for building and maintaining confidence among important target groups such as shareholders, customers, employees, suppliers, partners and public authorities. Open, honest communication and equal treatment of the company's share- and bondholders are also important when it comes to increasing value and inspiring confidence. To achieve this, the Group needs a good internal control framework and management mechanisms. The Board of Directors should ensure that the Group maintains effective in-house control practices and appropriate risk management systems tailored to the Group's business activities.

The Group has a set of ethical guidelines and policies that applies to the whole Group. This code of conduct outlines clear principles and rules in key compliance and integrity areas like anticorruption, anti-bribery and human- and labour rights. Each NoA entity is instructed to develop local policies and guidelines, based on this Code of Conduct and in line with the needs of each organization. All the companies within NoA should be perceived as trustworthy, talented, kind and conscious.

An important building block of the Group's governance structure is the NoA Platform consisting of a selection of best of breed systems supporting all entities within finance, reporting, KPIs, CRM, communication and HR. The NoA Platform ensures consistency, openness and supports collaboration across the Group.

The Group has a whistle-blower policy which was created to ensure that all NoA employees always feel safe to bring forward information concerning wrongdoing or unethical behaviour that they witness or hear of, within the NoA Group. This can also be concerns regarding suppliers and other stakeholders. Such concerns can be reported to the Group using the whistle blower channel on the Group's website. Concerns are initially handled by the Group's whistle blower committee, however the process for investigating reported concerns depends on the concern reported.



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The North Alliance Norge AS – 2023 Annual Financial Statements

On 1 July 2022 the Norwegian Transparency act entered into force. The Group has in 2023 implemented processes to comply with these requirements. In general NoA operates in a value chain with relatively low risk related to human rights. A statement of due diligence assessments in accordance with the Transparency Act has been published on the Group's website, see <https://thenorthalliance.com/transparency-act>. This statement will be updated annually.

Work of the Board of Directors

The Company has established rules and guidelines for the Board of Directors and the CEO.

The Board of Directors regularly receives a Group-reporting package containing financial information about the Group and the individual Group companies. The Board also regularly receives management's comments on developments during the year. The Company's strategy is discussed on a broad basis at an extended Board Meeting every year. There is also a rotating review of subsidiaries at individual Board Meetings. The Board of Directors evaluate their work annually.

The Group has a directors and officers liability insurance covering all entities in NoA.

Remuneration of senior employees

NoA attaches importance of being an attractive employer. The Group wants to attract skilled employees with relevant experience. The Group therefore aims to have a competitive remuneration system.

Risk and risk management

Market risk

The Group is exposed to various types of financial risk linked to ordinary operations. In the short term this involves market growth related to investments within digitalisation and e-commerce, data driven marketing, communication and advertising spending in particular. To some extent it also includes technical business interruptions and distribution. The Group therefore has comprehensive systems in place for monitoring and dealing with growth trends in the market and within current client base.

NoA's ability to attract and retain talent is also considered a risk related to the Group's ability to meet current growth targets. Employee satisfaction is measured across the Group and market trends on salaries, expectations on competence development and other areas defined as key to develop a strong culture in all markets and entities, are closely followed.

Currency risk

The Group is exposed to risks associated with operations in several foreign currencies. This risk is assessed continuously. Exposures to currency exchange rates arise from the Group's foreign operations, which are primarily denominated in Swedish kroner, Danish kroner, Euro and Polish Zloty. See note 5 "Segment information" in the consolidated financial statements for a split of the Group's revenue and trade receivables, and note 19 "Cash and cash equivalents" for a split of the Group's cash position. The sales and trade receivables for each segment are in all materiality in local currencies. Furthermore, the carrying amount of the Group's net investments in foreign companies fluctuates in Norwegian kroner compared to the local relevant currencies.

Credit risk

The Group is mainly exposed to credit risk for trade and other receivables. The Group focuses on outstanding receivables and the Board of Directors judges the risk of significant losses to be relatively small. Historically losses have been insignificant.

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Interest rate risk

The Group has interest-bearing debt to parent company of 162 MNOK as of year-end 2023. This debt has floating rate interest and the Group is thus exposed to interest rate risk. The Group has not entered into any hedging arrangements to reduce this risk.

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's strategy for managing liquidity risk is to always maintain sufficient liquid funds to meet its financial obligations, both under normal and extraordinary circumstances, without risking unacceptable losses or damaging its reputation. The Group has large fluctuations related to working capital due to seasonality and the timing of deliveries and payments.

The Group's financial risks are further described in Note 4 "Capital management, financial risk and exposure" in the consolidated financial statements.

Outlook

NoA operates in a market with an underlying growth. However, 2023 has been a year with challenging microeconomics. The Group has during 2023 focused on optimization of the balance between the Group's cost base and net revenue. The Group has been able to maintain margins at competitive levels, with 3.4% increase in the Group's net revenue compared to 2022. However, there are differences between the Group's different capabilities. Digital Products & Platforms and Business Consulting have had a growth of 9% and 10% in net revenue, while Advertising and Communication had an increase of 3%. Brand experience services have been more challenging with a decrease of 19%. It's expected that the trend with strongest growth within Digital Products & Platforms will continue. However, the Group is still planning the 2024 operations with a relatively modest view on topline growth. Given the Group's strong and diversified client base, with close to zero client churn among top 50 clients in 2023, the Group have a solid position to create value for the customers when the growth rates in the markets are higher.

NoA will continue the focus on growth through M&A within growth segments to further leverage on the Group's standardised operating model, scalable system platform and cooperative culture.

Going concern

The financial statements have been prepared on the basis of a going concern assumption. This assessment is based on the Group's expectations for 2024, a satisfactory liquidity position given the Group's recent re-financing (see subsequent events below) and undrawn credit facilities. The Board of Directors believes that the financial statements provide a fair presentation of the Groups assets and liabilities, financial position and results.

Subsequent events

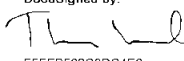
The Group has a cross border cash pool that includes a total credit line (RCF) of 350 MNOK with Nordea. The facility is secured as part of a senior facility agreement with Nordea and Ture Invest, where NoA BidCo AS is the borrower and material companies in the Group are guarantors (NoA BidCo AS owns the shares in the North Alliance AS, which is the only shareholder in the North Alliance Norge AS). In April 2024 NoA BidCo AS has settled the bank loan and issued a 850 MNOK bond loan. As part of this re-financing the credit line with Nordea has been reduced to 275 MNOK where 225 MNOK has been used for the Groups cash pool in the period of June to December and 175 MNOK in the period January to May. In the period from January to May the total credit line is 225 MNOK.



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The North Alliance Norge AS – 2023 Annual Financial Statements

The board of directors of The North Alliance Norge AS
Oslo June 28, 2024

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Thomas Høgebøl, Chairman

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Lars Kreken, Board member



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The North Alliance Norge AS – 2023 Annual Financial Statements

Consolidated statement of profit and loss and other comprehensive income

Figures are stated in NOK 1,000

	Note	2023	2022
Revenue	5	<u>2,701,405</u>	<u>2,645,723</u>
Total Operating Revenue		<u>2,701,405</u>	<u>2,645,723</u>
Cost of goods sold	5	941,912	943,531
Personnel expenses	6	1,424,828	1,329,958
Depreciation and amortization	7,8,9	183,416	152,131
Other operating expenses	10	<u>210,427</u>	<u>183,408</u>
Total Operating Expenses		<u>2,760,583</u>	<u>2,609,028</u>
Operating Profit		<u>-59,178</u>	<u>36,695</u>
Financial income	11	13,999	18,534
Financial expenses	11,12,13	<u>49,660</u>	<u>34,097</u>
Finance costs - net		<u>-35,661</u>	<u>-15,563</u>
Profit before income tax		<u>-94,840</u>	<u>21,132</u>
Income tax expense	14	<u>-7,936</u>	<u>8,669</u>
Net profit (loss) for the period		<u>-86,903</u>	<u>12,462</u>
Attributable to:			
Equity holders of the parent		-88,691	807
Non-controlling interests		1,788	11,655
Net profit (loss) for the period		<u>-86,903</u>	<u>12,462</u>
Other comprehensive income			
<i>Items that may be subsequently reclassified to the income statement:</i>			
Currency translation effects		<u>66,088</u>	<u>11,322</u>
Other comprehensive income		<u>66,088</u>	<u>11,322</u>
Total comprehensive income for the period		<u>-20,815</u>	<u>23,785</u>
Attributable to:			
Equity holders of the parent		-22,603	12,129
Non-controlling interests		1,788	11,655
Total comprehensive income for the period		<u>-20,815</u>	<u>23,785</u>

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The North Alliance Norge AS – 2023 Annual Financial Statements

Consolidated statement of financial position

Figures are stated in NOK 1,000

ASSETS		31 December 2023	31 December 2022
NON CURRENT ASSETS			
Property, plant and equipment	7	34,454	31,942
Right-of-use assets	8	277,310	161,419
Intangible assets and goodwill	9	1,702,512	1,632,141
Interest-bearing long-term receivables	15,16,17	9,430	4,826
Other shares and other non-current assets	14,17,18	23,828	21,931
Total Non-current Assets		2,047,533	1,852,259
CURRENT ASSETS			
Trade receivables	15,17	502,516	497,930
Contract assets		92,703	58,838
Income tax receivable	14	15,754	9,044
Other short-term receivables	15,16,17	52,991	70,325
Cash and cash equivalents	17,19	51,029	216,014
Total Current Assets		714,993	852,152
Total Assets		2,762,526	2,704,410



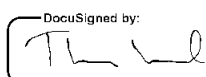
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The North Alliance Norge AS – 2023 Annual Financial Statements

Figures are stated in NOK 1,000

	Note	31 December 2023	31 December 2022
EQUITY AND LIABILITIES			
EQUITY			
Share capital and share premium	20	1,596,799	1,068,181
Paid, not registered equity		2,000	530,619
Reserves		114,679	48,590
Retained earnings		-400,551	-276,587
Equity attributable to the owners of the company		1,312,927	1,370,803
Non-controlling interests		7,262	4,638
Total equity		1,320,189	1,375,440
LIABILITIES			
NON CURRENT LIABILITIES			
Long-term loans from related parties	12,13,16,17	161,189	262,536
Lease obligations	8,17	236,054	115,646
Deferred tax liabilities	14	112,159	116,234
Other non-current liabilities		6,053	0
Total non-current liabilities		515,454	494,416
CURRENT LIABILITIES			
Current borrowings	12,13,17	60,234	50,505
Current lease obligations	8,17	57,409	53,689
Trade payables	17	167,263	168,288
Contract liabilities	5	210,541	169,207
Current tax liabilities	14	8,572	31,572
Other current liabilities	16,17,21	422,864	361,293
Total current liabilities		926,883	834,554
Total Liabilities		1,442,337	1,328,970
Total Equity and Liabilities		2,762,526	2,704,410

The board of directors of The North Alliance Norge AS
Oslo June 28, 2024

DocuSigned by:

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Thomas Høgebøl, Chairman

DocuSigned by:

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Lars Kreken, Board member



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The North Alliance Norge AS – 2023 Annual Financial Statements

Consolidated statement of changes in equity

Figures are stated in NOK 1,000

	Share Capital	Share Premium	Paid, not regi- stered equity	Currency trans- lation effects	Retained Earnings	Total	Non- controlling interest	Total Equity
Balance at 31 December 2021	34	742,202	325,945	37,268	-184,948	920,501	5,095	925,596
Profit/loss for the period	0	0	0	0	807	807	11,655	12,462
Currency translation differences	0	0	0	11,322	0	11,322	0	11,322
Total comprehensive income for the period	0	0	0	11,322	807	12,129	11,655	23,785
Capital increase	0	325,945	-325,945	0	0	0	0	0
Paid, not registered capital increase	0	0	530,619	0	0	530,619	0	530,619
Acquisition of shares from non-controlling interest	0	0	0	0	-71,155	-71,155	-12,522	-83,677
Group contribution	0	0	0	0	-24,277	-24,277	0	-24,277
Non-controlling interest share of capital increase	0	0	0	0	0	0	409	409
Other changes booked against equity	0	0	0	0	2,986	2,986	0	2,986
Balance at 31 December 2022	35	1,068,146	530,619	48,590	-276,587	1,370,803	4,638	1,375,440
Profit/loss for the period	0	0	0	0	-88,691	-88,691	1,788	-86,903
Currency translation differences	0	0	0	66,088	0	66,088	0	66,088
Total comprehensive income for the period	0	0	0	66,088	-88,691	-22,603	1,788	-20,815
Capital increase	0	530,618	-530,619	0	0	0	0	0
Group contribution	0	0	0	0	-31,475	-31,475	0	-31,475
Non-controlling interest share of capital increase	0	0	0	0	0	0	97	97
Other changes booked against equity	0	0	0	0	-3,797	-3,797	738	-3,059
Balance at 31 December 2023	35	1,598,765	0	114,679	-400,551	1,312,927	7,262	1,320,189



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The North Alliance Norge AS – 2023 Annual Financial Statements

Consolidated statement of cash flows

Figures are stated in NOK 1,000

	Note	2023	2022
Operating Activities			
Profit before income tax		-94,840	21,132
<i>Adjustments for:</i>			
Income tax paid (tax payable)	14	-30,118	-16,819
Depreciation and amortization	7,8,9	183,416	152,131
Finance cost - net	11	35,661	15,563
Foreign exchange gains/losses on operating activities		-3,328	-3,903
<i>Changes in working capital:</i>			
Changes in accounts receivable and other receivables		12,319	-90,065
Changes in accounts payable, net acquired		-4,177	82,874
Changes in other assets and liabilities, net acquired		-44,494	28,751
Cash provided (used) by operating activities		54,439	189,663
Investing Activities			
Acquisition of subsidiaries, net of cash acquired	3	-44,249	-493,780
Payment of lease security deposits		-315	-246
Purchase of non listed shares	18	0	-2,750
Acquisition of fixed assets	7	-17,088	-21,067
Acquisition of intangible assets	9	-11,695	-6,086
Acquisition related to right-of-use assets	8	0	-1,948
Net change in short-term receivables against related parties		30,500	-30,500
Net change in interest-bearing receivables	15	-1,825	0
Cash provided (used) by investing activities		-44,671	-556,377
Financing Activities			
Net change in loans from related parties	12	-72,888	-85,690
Net change in acquisition(vendor) loans	3,12	0	50,137
Interest payments and other finance expenses	11	-25,367	-17,471
Interest received and other finance income	11	1,704	2,396
Installments on finance lease liabilities	8	-54,903	-48,827
Proceeds from issuance of shares	20	0	530,619
Paid group contributions	20	-40,353	-31,124
Non controlling interest' share of capital increase in subsidiaries		97	0
Cash provided (used) by financing activities		-191,710	400,040
Net change in cash and cash equivalents		-181,942	33,327
Cash and cash equivalents at start of period		216,014	189,376
Foreign currency effect changes on cash and equivalents		16,957	-6,689
Cash and Cash Equivalents at end of period		51,029	216,014



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The North Alliance Norge AS – 2023 Annual Financial Statements

Notes to the Consolidated Financial Statements

Note 1 – Accounting Principles

General information

The North Alliance Norge AS is a limited liability company incorporated and domiciled in Norway with offices at Nedre Vollgate 11 in Oslo.

Basis of preparation

The Consolidated Financial Statements for The North Alliance Norge AS ("the Group") are prepared in accordance with IFRS® Accounting Standards as adopted by EU and required for the financial year beginning 1 January 2023 or later, as well as Norwegian disclosure requirements pursuant to the Accounting Act per 31 December 2023.

The Consolidated Financial Statements have been prepared in accordance with the historical cost convention, modified by the revaluation of certain financial assets and liabilities (including derivative instruments) at fair value.

Changes in accounting policies

No changes have been made to the accounting principles during the year.

Approved standards and interpretations that have not entered into force

By the end of 2023 the IASB had published a number of amendments to current regulations which have not entered into force. None of the amendments are expected to have a significant impact on the Group's Consolidated Financial Statements.

Basis of consolidation

(a) Subsidiaries

Subsidiaries are all entities over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

The group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The group recognizes any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognized amounts of acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognized in the income statement.

Any contingent consideration to be transferred by the group is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is

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recognized in accordance with IFRS 9 either in the income statement or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interest recognized and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognized directly in the income statement.

Inter-company transactions, balances, and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the group's accounting policies.

(b) Changes in ownership interests in subsidiaries without change of control

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

(c) Disposal of subsidiaries

When the group ceases to have control any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognized in the income statement. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture, or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to the income statement as part of the gain/ loss on the disposal of the subsidiary.

Foreign currency translation

a) Functional and presentation currency

Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The functional currency is mainly NOK, SEK, EUR, PLN and DKK. The consolidated financial statements are presented in Norwegian Kroner ("NOK"), which is the group's presentation currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the income statement. Foreign exchange gains and losses are presented in the income statement within 'finance income or costs'.

Translation differences on non-monetary financial assets and liabilities such as equities held at fair value through profit or loss are recognized in the income statement as part of the fair value gain or loss. Translation differences on non-monetary financial assets, such as equities classified as available for sale, are included in other comprehensive income.

(c) Group companies

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The results and financial position of all the group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- Assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet.
- Income and expenses for each income statement are translated at average exchange rates.
- All resulting exchange differences are recognized in other comprehensive income.

Revenue recognition

The group recognizes revenue from customers in accordance with IFRS 15 *Revenue from contracts with customers*. The group sells services within marketing communication, design and technology. For sales of services, revenue is recognized over time as the services are delivered. This is done by (1) reference to stage of completion of the specific transaction and assessed using the output approach, on the basis of the actual service provided as a proportion of the total service to be provided or (2) using the input approach based on hours booked for time and material contracts. Payment terms are typically 30 days after invoice date.

Revenue is measured at the transaction price in the customer contract, which is the consideration received or receivable, adjusted for any trade discounts or volume rebates allowed by the group.

The vast majority of revenue is consultant fees which are revenues generated from chargeable staff time and is work performed for clients. Revenue is typically recognized monthly in the same month as it is incurred. Contracts terms differ between the agencies split by fixed price, retainers and time and material, since each agency has its own unique service offering and revenue model.

In addition, the total revenue reported includes revenue of sold goods and other revenue. Revenue of sold goods are project related costs that are rebilled to customers. This is typically rebilled at cost. Sales of goods are recognized at the point in time control over the goods delivered passes to the customer. These deliveries are typically related to separate performance obligations and NoA is acting as a principal. Hence revenue is recognized gross of expenses incurred. Other revenue primarily relates to maintenance and support income within technology. Both the net revenue generated from revenue of sold goods and other revenue are insignificant amounts.

Direct costs are almost exclusively external costs directly related to projects (except for personnel costs). Direct costs are linked together with revenue of sold goods, where the largest purchases are related to video productions.

Net revenues (measured as revenues less direct costs) is used by management to monitor and forecast the business. See note 5.

Revenue reporting

Reported revenue is specified in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the steering committee that makes strategic decisions.

The steering committee considers the business from a geographic perspective. This is the performance of the segment Norway, Sweden, Denmark and Finland. Holding companies are included as they are administrative centers.

Income tax

Tax expense recognized in the statement of income comprises the sum of deferred tax and current tax not recognized in other comprehensive income or directly in equity.

Current income tax assets and/or liabilities comprise those obligations to, or claim from, fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting date. The calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Management

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continuously reviews the positions that are claimed in the tax returns where the applicable tax regulation is subject to interpretation. Based on these evaluations, provisions for anticipated tax payments are made, as necessary.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of goodwill, or on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit. Deferred tax on temporary differences associated with investments in subsidiaries is not provided if reversal of these temporary differences can be controlled by the Group and it is probable that reversal will not occur in the foreseeable future.

Deferred tax assets are recognized to the extent that it is probable that they will be utilized against future taxable income, based on the Group's forecast of future operating results which are adjusted for significant non-taxable income and expenses.

Deferred tax assets and liabilities are offset only when the Group has a right and intention to set off current tax assets and liabilities from the same taxation authority.

Fixed assets

Property, plant and equipment (PPE) is recognized when the cost of an asset can be reliably measured, and it is probable that the entity will obtain future economic benefits from the asset.

All property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Depreciation on property, plant and equipment is calculated using the straight-line method to allocate their cost or revalued amounts to their residual values over their estimated useful lives, as follows:

Machinery and equipment: 3-8 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

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

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognized within "Other operating expenses" in the income statement.

Investment in associates

Companies over which the Group has a significant but not controlling influence (normally 20-50% of shares or votes) are classified as investment in associates and are accounted for using the equity method. This means that the investments are initially recorded at cost and subsequently the carrying amount is increased or decreased to recognize the Group's share of the profit or loss of the associated company after the date of acquisition.

Leased assets

Contracts may contain both lease and non-lease components. The group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of real estate for which the group is a lessee, it has elected not to separate lease and non-lease components and instead accounts for

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these as a single lease component. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

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

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the group:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Group, which does not have recent third-party financing, and
- makes adjustments specific to the lease, e.g. term, country, currency and security.

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. 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. Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

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

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

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life. While the group revalues its land and buildings that are presented within property, plant and equipment, it has chosen not to do so for the right-of-use buildings held by the group.

Payments associated with short-term leases of equipment and vehicles and all leases of low-value assets are recognized on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT equipment and small items of office furniture.



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Trade and other receivables

Trade receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade receivables meeting the definition of having cash flows consisting of solely payments of principal and interest (SPPI) and managed with a business model of hold to collect are recognized initially at fair value and subsequently measured at amortized cost.

A loss allowance for the impairment of trade receivables is established at the date of the recognition of the receivable based on the expected credit loss model for lifetime credit losses. The carrying amount of the receivable is reduced through the use of the loss allowance account, and the amount of the loss is recognized in the income statement within 'other operating expenses'. When a trade receivable is deemed uncollectible, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited against 'other operating expenses' in the income statement.

Intangible assets

(a) Goodwill

Goodwill arises at the acquisition of subsidiaries and represents the excess of the consideration transferred over The North Alliance Norge AS's interest in net fair value of the net identifiable assets, liabilities and contingent liabilities of the acquiree and the fair value of the non-controlling interest in the acquiree. Goodwill is not amortized and is recognized in the statement of financial position at acquisition cost less any accumulated impairment losses.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the CGUs, or Groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs of disposal. Any impairment is recognized immediately as an expense and is not subsequently reversed.

(b) Tradenames

Separately acquired tradenames are recognized initially at acquisition cost. The purchase price of a separately acquired intangible asset incorporates assumptions about the probable economic future benefits that may be generated by the asset. Tradenames acquired in a business combination are recognized at fair value at the acquisition date. Tradenames have a finite useful life and are carried at cost less accumulated amortization. Amortization is calculated over the estimated useful lives.

(c) Research and development

Costs associated with developing or maintaining computer software programs are recognized as an expense as incurred. Costs relating to development are capitalized and reported as intangible assets in the balance sheet if the following criteria are met in full:

- the product or process is clearly defined and its cost can be identified and measured reliably
- the technical solution for the product has been demonstrated
- the product or process will be sold or used in the company's operations
- the asset will generate future economic benefit; and

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- sufficient technical, financial and other resources for completing the project are present

The directly attributable costs that are capitalized as part of the software product include the software development employee costs and an appropriate portion of the relevant overheads.

Amounts invested in product development are capitalized and depreciated under the straight line method over the expected useful life of the product.

(d) Non-contractual customer relationships

Non-contractual customer relationship represents intangible assets purchased through the effect of business combinations. Non-contractual relationships are recognized at fair value at the acquisition date. They have a finite useful life and are carried at cost less accumulated amortization. Amortization is calculated using the straight-line method to allocate the cost over their estimated useful lives. Estimated useful life is 10 years based on historical turnover rates.

(e) Order backlog

Order backlog represents intangible assets purchased through the effect of business combinations. Order backlog are recognized at fair value at the acquisition date. They have a finite useful life and are carried at cost less accumulated amortization. Amortization is calculated to allocate the cost over the estimated useful lives.

(f) Technology

Technology represents intangible assets purchased through the effect of business combinations and is recognized at fair value at the acquisition date. Technology have a finite useful life and are carried at cost less accumulated amortization. Amortization is calculated to allocate the cost over the estimated useful lives.

Impairment of non-financial assets

Intangible assets that have an indefinite useful life or intangible assets not ready to use are not subject to amortization and are tested annually for impairment. Non-financial assets that are subject to amortization are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). Prior impairments of non-financial assets (other than goodwill) are reviewed for possible reversal at each reporting date.

Financial assets

Classification

The group classifies its financial assets in the following categories: At fair value over the profit or loss (FVPL) and amortized cost. The classification depends on the financial asset and the business model used by management for those assets. All financial assets not meeting the SPPI criteria are classified as at FVPL and assets meeting SPPI and managed with a business model of hold to collect are at amortized cost. The Group does not have any financial assets designated at fair value at inception nor are there any financial assets at fair value over comprehensive income. Management determines the classification of its financial assets at initial recognition.

- (a) Financial assets at fair value through profit or loss.

All financial assets not meeting the SPPI criteria are classified as financial assets at fair value over profit or loss. These are primarily equity instruments acquired principally for the purpose of selling in the short-term. Derivatives are also at FVPL unless they are designated as cash flow hedging instruments. Assets in this category are classified as current assets if expected to be settled within 12 months, otherwise they are classified as non-current. The Group has adopted the

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accounting principle to present the changes in fair value on interest rate and currency swaps as a part of finance expense in the statement of profit or loss.

b) Amortized cost

Financial assets meeting SPPI and managed with a business model of hold to collect are classified as amortized cost. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets. The group's financial assets at amortized cost consist of "trade and other receivables" and "cash and cash equivalents" in the balance sheet.

Recognition and measurement

Regular purchases and sales of financial assets are recognized on the trade-date – the date on which the group commits to purchase or sell the asset. Investments are initially recognized at fair value plus transaction costs for all financial assets not carried at fair value over profit or loss. Financial assets carried at fair value over profit or loss are initially recognized at fair value, and transaction costs are expensed in the income statement. Financial assets are derecognized when the rights to receive cash flows from the investments have expired or have been transferred and the group has transferred substantially all risks and rewards of ownership. Financial assets classified as at amortized cost are subsequently measured at amortized cost using the effective interest method.

Gains or losses arising from changes in the fair value of the financial assets at fair value over profit or loss category are presented in the income statement within "Other (losses)/gains – net" in the period in which they arise. Dividend income from financial assets at fair value over profit or loss is recognized in the income statement as part of other income when the group's right to receive payment is established.

Cash and cash equivalents

In the consolidated statement of cash flows, cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. In the consolidated balance sheet, bank overdrafts are shown within borrowings in current liabilities.

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction from the proceeds. Where any group company purchases the company's equity share capital (treasury shares), the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the company's equity holders until the shares are cancelled or reissued. Where such ordinary shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the company's equity holders.

Provisions

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities. Trade payables are recognized initially at fair value and subsequently measured at amortized cost.

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Borrowings

Borrowings are recognized initially at fair value, net of transaction costs incurred.

Borrowings are subsequently carried at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the income statement over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalized as a pre-payment for liquidity services and amortized over the period of the facility to which it relates.

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

Pension obligations

The Group has defined contribution plans. A defined contribution plan is a pension plan under which the group pays fixed contributions into a separate entity. After the contribution has been made the company has no further legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. The contribution is recognized as personnel expenses.

When an employee has rendered service, the contribution payable to the defined contribution plan is recognized as a liability (accrued expense), after deducting contribution already paid. If the contribution is due for service before the end of the reporting period, the excess is recognized as an asset (prepaid expense) to the extent that the prepayment will lead to a reduction in future payments or a cash refund.

Interest income

Interest income is recognized using the effective interest method. When a financial asset is impaired, the group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument and continues unwinding the discount as interest income. Interest income on impaired receivables is recognized using the original effective interest rate.

Dividend distribution

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

Critical accounting estimates and management judgments

When preparing the Consolidated Financial Statements, management is required to undertake judgments, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses. Estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year are discussed below.

Impairment of goodwill and other intangible assets

The Group tests for impairment of goodwill and other intangible assets as necessary, or at a minimum annually (see note 9). The recoverable number of cash-generating units is based on the value-in-use calculation. These calculations require the use of estimates and are based on Management's best projections for expected future growth and margin development. Historical performance and short to mid-term expectations (budgets) are used as the main input in the cash flow models. A sensitivity analysis for changes in key assumptions and whether they would lead to an impairment loss is included in note 9.

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Determination of fair value

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 Valuation techniques for which input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 Valuation techniques for which input that is significant to the fair value measurement is unobservable.

Fair values have been estimated using the following methods:

Trade, other receivables and cash

The carrying amount of cash and cash equivalents and bank overdrafts approximates fair value because these instruments have a short-term maturity date. Similarly, the carrying amount of accounts receivable and accounts payable approximates fair value as the impact of discounting is not significant.

Non-derivative financial liabilities

The fair value of long-term debt is similar to the par value plus accrued interest.



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Note 2 – Group companies

The North Alliance Norge AS is the parent company in the NoA Group. As of year-end 2023 the Group consists of the following subsidiaries

	<u>Date/Year of acquisition</u>	<u>Business location</u>	<u>Ownership/ voting right percentage</u>
NoA Ignite AS	23 January 2014	Oslo	100 %
Anorak AS	16 October 2014	Oslo	100 %
Bold Norge AS	29 November 2017	Oslo	100 %
NoA Connect AS	15 December 2019	Oslo	100 %
NoA Consulting AS	26 August 2019	Oslo	54 %
Unfold AS	9 April 2021	Oslo	100 %
Agitec AS	1 November 2021	Oslo	100 %
Scienta AS	1 November 2021	Oslo	100 %
Bluebird Media AS	20 April 2022	Oslo	100 %
Axenon Norge AS	27 September 2023	Sandnes	100 %
NoA Ignite Polska SP z.o.o	23 January 2014	Krakow	100 %
NoA Ignite Services SP z.o.o	5 May 2022	Krakow	100 %
The North Alliance Sverige AB	23 January 2014	Stockholm	100 %
NoA Elevate AB	23 January 2014	Stockholm	100 %
Bold Stockholm AB	23 January 2014	Stockholm	100 %
Making Waves Group AB	14 January 2016	Stockholm	100 %
The North Alliance Consulting AB	12 January 2018	Stockholm	100 %
NoA Ignite AB	14 January 2016	Stockholm	100 %
Åkestam Holst AB	23 January 2014	Stockholm	100 %
Proletar Sverige AB	15 December 2019	Stockholm	100 %
The North Alliance Connect AB	24 June 2020	Stockholm	100 %
Axenon AB	18 June 2021	Stockholm	100 %
Kuvio AB	20 April 2022	Stockholm	51 %
App Shack AB	28 March 2023	Uppsala	100 %
North Kingdom Group AB	1 February 2018	Skellefteå	100 %
North Kingdom D&C AB	1 February 2018	Skellefteå	100 %
North Kingdom D&C Inc.	1 February 2018	Los Angeles	100 %
AndCo A/S	23 January 2014	Copenhagen	100 %
Bold Copenhagen A/S	12 March 2018	Copenhagen	100 %
Great Works Copenhagen A/S	23 January 2014	Copenhagen	100 %
NoA Ignite Denmark A/S	10 November 2017	Copenhagen	100 %
Productions A/S	23 January 2014	Copenhagen	100 %
NoA Consulting A/S	16 May 2019	Copenhagen	100 %
NoA Health A/S	14 June 2019	Copenhagen	100 %
NoA Connect A/S	28 May 2019	Copenhagen	100 %
The North Alliance Finland Oy	9 February 2022	Helsinki	100 %
DK Associates Oy	1 March 2022	Helsinki	100 %
Dunning, Kruger & Associates GmbH	1 March 2022	Berlin	100 %
Dunning, Kruger & Associates SP z.o.o	1 March 2022	Wroclaw	100 %
Bob the Robot Oy	18 March 2022	Helsinki	100 %
Bob the Robot Pictures Oy	18 March 2022	Helsinki	100 %
Bluebird Finland Oy	20 April 2022	Helsinki	100 %



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Note 3 – Business combinations

Acquired companies are presented in the financial statements from the date on which control is transferred to the Group. The date of control is normally the date on which the contract takes effect and all official approvals have been obtained. The date of control will normally be after the contract date. The business combinations are accounted for using the acquisition method. The purchase and the thereto associated proceeds from shares issued are priced at fair value.

Business combinations in 2023

In March 2023 the Group closed the acquisition of App Shack AB, a Swedish mobile application studio. The acquisition further strengthens NoA's position as the leading Nordic agency network within creativity, data and tech, while securing a strong growth platform for App Shack. In September 2023 the Group closed the acquisition of the Norwegian MarTech company Inlead AS (now renamed Axenon Norge AS). The acquisition enhances the Groups expertise in Salesforce, CRM, and marketing automation. Details of the purchase consideration, the net assets acquired and excess values are as follows:

Figures are stated in NOK 1,000

	App Shack AB	Axenon Norge AS
	<i>Fair value</i>	<i>Fair value</i>
Consideration:		
Cash	24,847	28,709
Equity instruments	24,847	19,140
Total consideration	49,694	47,849
Recognised amounts of identifiable assets acquired and liabilities		
Fixed assets	435	167
Trade and other current receivables	7,869	4,815
Cash and cash equivalents	6,483	2,825
Liabilities	-5,640	-3,075
Total identifiable net assets and liabilities	9,147	4,731
Excess Value	40,547	43,118
The allocation of excess value is as follows:		
Order Backlog	6,576	4,785
Customer relationships	18,887	13,176
Tradename	7,407	0
Deferred tax on excess values	-6,771	-3,951
Goodwill	14,448	29,108
Total excess value	40,547	43,118
Date of purchase	28.03.2023	27.09.2023
Interest acquired (%)	100 %	100 %

All transaction costs with regards to the acquisitions are included in administrative expense.

The acquired businesses contributed with the following revenue and net profit (loss) from date of acquisition until 31 December 2023:

Figures are stated in NOK 1,000

	Revenue	Net profit /loss(-)
App Shack AB	37,980	3,593
Axenon Norge AS	8,265	514

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If the acquisitions had occurred on 1 January 2023, consolidated pro-forma revenue and profit (loss) for the period ended 31 December 2023 would have been the following:

	Revenue	Net profit /loss(-)
App Shack AB	49,686	6,887
Axenon Norge AS	27,685	4,933

Note 4 – Capital management, financial risk and exposure

Capital management policy and equity

The main objective of the Group's capital management is to ensure that the Group maintains strong credit ratings and thus affordable financing terms that are reasonable in relation to its activities. By ensuring a strong ratio between equity and debt, the Group will support the operational activities, thereby maximizing the value of its shares. The Group manages its capital structure and makes necessary changes to it based on a current assessment of the financial condition of the business and prospects in the short and medium term.

Financial risk

The NoA Group is exposed to different types of financial risks including credit-, liquidity- and market risk (e.g. interest- and currency risk). The Group's management regularly evaluates these risks and establishes guidelines for how they are handled. The purpose of risk management is to measure and manage financial risk in a reliable manner, thereby increasing predictability and reducing negative effects on NoA's financial results.

Credit risk

The Group is mainly exposed to credit risk for trade and other receivables. The Group mitigates its exposure to credit risk by ensuring that all parties requiring credit, such as customers, are approved and subject to a credit check. The Group does not have significant credit risk associated with a single counterparty or counterparties which can be viewed as a Group due to similar credit risk. The Group has policies in place to ensure that sales are made to customers who have not had significant problems with payment and the outstanding amount does not exceed the established credit limits.

Maximum risk exposure is represented by the carrying amount of the financial assets in the balance sheet. The Group considers its maximum risk exposure to be the carrying amount of accounts receivable and accrued income. See note 15 for carrying amounts of accounts receivable and accrued income and an aging of the trade receivables.

Liquidity Risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's strategy for managing liquidity risk is to maintain sufficient liquid funds at all times to meet its financial obligations, both under normal and extraordinary circumstances, without risking unacceptable losses or damaging its reputation. The Group has large fluctuations related to working capital due to seasonality and the timing of deliveries and payments.

The following table shows the maturity schedule of the Group's financial liabilities based on undiscounted contractual payments. In cases where the other party can demand early redemption, the amount is included in the earliest period that payment can be demanded. If liabilities are redeemed on demand, they are included in the column for payments to be made within one year.

Figures are stated in NOK 1,000

31.12.2023	Carrying amount		Under 1 year				More than 5 years	
		Total	year	1-2 years	2-3 years	3-4 years	years	
Lease obligations	236,054	-280,879	0	-75,146	-73,342	-40,908	-91,483	
Loan from related parties	161,189	-161,189	0	-161,189	0	0	0	
Current borrowings	60,234	-60,234	-60,234	0	0	0	0	
Current lease obligations	57,409	-75,817	-75,817	0	0	0	0	
Trade payables	167,263	-167,263	-167,263	0	0	0	0	
Contract liabilities	210,541	-210,541	-210,541	0	0	0	0	
Current tax liabilities	8,572	-8,572	-8,572	0	0	0	0	
Other current liabilities	422,864	-422,864	-422,864	0	0	0	0	
Total	1,324,125	-1,387,358	-945,290	-236,335	-73,342	-40,908	-91,483	

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31.12.2022	Carrying		Under 1				More than
	amount	Total	year	1-2 years	2-3 years	3-4 years	5 years
Lease obligations	115,646	-122,558	0	-40,577	-37,374	-36,280	-8,327
Loan from related parties	262,536	-269,381	0	-269,381	0	0	0
Current borrowings	50,505	-53,031	-53,031	0	0	0	0
Current lease obligations	53,689	-59,786	-59,786	0	0	0	0
Trade payables	168,288	-168,288	-168,288	0	0	0	0
Contract liabilities	169,207	-169,207	-169,207	0	0	0	0
Current tax liabilities	31,572	-31,572	-31,572	0	0	0	0
Other short-term debt	361,293	-361,293	-361,293	0	0	0	0
Total	1,212,736	-1,235,116	-843,177	-309,959	-37,374	-36,280	-8,327

Interest rate risk

The Group has loans to related parties with floating rates and it thus exposed to interest rate risk (see note 12). The Group has not entered into any hedging arrangements to reduce this risk. The following table illustrates the sensitivity of the Group to potential interest rate changes.

	Changes in interest rates in basis points	Effect on profit before tax (NOK 1,000)	Effect on equity (NOK 1,000)
2023	+50	-806	-629
2022	+50	-1,313	-1,024

Based on the outstanding debt as of 31 December 2023 an interest rate increase of 0.5% would reduce the Group's profit before tax by TNOK 806.

Currency risk

The Group is exposed to risks associated with operations in several foreign currencies. This risk is assessed continuously. Exposures to currency exchange rates arise from the Group's foreign operations, which are primarily denominated in SEK, DKK, EUR and PLN. See note 5 "Segment information" for a split of the Group's revenue and trade receivables and note 19 "Cash and cash equivalents" for a split of the Group's cash position. The sales and trade receivables for each segment are in all materiality in local currencies. The exposure to currency risk is thus limited by the fact that businesses in Sweden, Denmark, Finland and Poland have revenue and costs in the same currency. Of the Group's total revenue, 32% is in Swedish kroner (SEK), 15% in Danish kroner (DKK) and 9% in Euro (EUR). A 10% change in the NOK exchange rate against SEK, DKK and EUR would have a 6% effect on the Group's revenue. Revenue in Polish Zloty (PLN) is not material. In total the effect of currency deviation on financial assets and liabilities denominated in non-functional currency is not material. Furthermore, the carrying amount of the Group's net investments in foreign companies fluctuates in Norwegian kroner compared to the local relevant currencies. Profit after tax for the Group is also affected by changes in exchange rates, as the results of foreign companies are translated into Norwegian kroner at the weighted average exchange rate for the period.

Note 5 – Segment information

Management follow up revenue in the operating companies by country and by business area. This is also the basis for reporting to the Board of Directors that is used to make strategic decisions. The Group's business is the sale of services within marketing communication, design and technology. The Group's sales are in Norway, Sweden, Denmark and Finland. The Polish operation is mainly serving clients through the operations in Norway and Sweden. In the revenue reporting, total revenues, net revenues (gross profit) and EBITDA, are specified in the different geographical market. Using geography as a split on these key numbers will give a better basis for understanding the Group's underlying operations. The operations are in all geographies a mix of communication and technology services. Reported revenue per market include total revenue for companies defined in each geography. Sales between geographies are limited and not significant. Revenue figures by geography represents revenue from companies located in the relevant countries.

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Figures are stated in NOK 1,000

2023	Norway	Sweden	Denmark	Finland	Holding companies	Total
Digital Products and Platforms	603,496	163,776	93,818	85,551	0	946,640
Advertising and Communication	87,743	297,043	250,453	133,653	0	768,892
Brand Experience	14,468	104,272	30,209	0	0	148,949
Datadriven Sales & Marketing	446,322	265,536	25,099	17,611	0	754,568
Business Consulting	43,453	34,169	4,733	0	0	82,356
Total revenue	1,195,482	864,796	404,312	236,814	0	2,701,405
Net Revenue (gross profit)	667,409	590,645	317,172	184,405	-138	1,759,493
Personnel expenses	539,020	469,914	267,250	134,101	14,543	1,424,828
Other operating expenses	54,062	57,006	32,087	23,370	43,902	210,427
EBITDA	74,327	63,725	17,835	26,935	-58,584	124,238
Intangible assets	198,417	172,994	21,313	140,554	1,460	534,737
Trade receivables	177,734	172,604	117,070	32,903	2,204	502,516

2022	Norway	Sweden	Denmark	Finland	Holding companies	Total
Digital Products and Platforms	594,003	91,254	78,748	78,339	0	842,344
Advertising and Communication	125,923	352,282	261,108	84,184	0	823,497
Brand Experience	19,783	121,838	31,727	0	0	173,348
Datadriven Sales & Marketing	444,764	197,446	76,015	9,426	0	727,651
Business Consulting	38,985	28,444	11,455	0	0	78,884
Total revenue	1,223,458	791,263	459,053	171,948	0	2,645,723
Net Revenue (gross profit)	665,040	543,046	351,043	143,064	0	1,702,192
Personnel expenses	536,427	423,860	262,233	95,577	11,861	1,329,958
Other operating expenses	32,259	47,889	33,842	27,977	41,442	183,409
EBITDA	96,353	71,298	54,968	19,510	-53,303	188,826
Intangible assets	210,086	162,544	26,691	151,727	3,301	554,349
Trade receivables	149,450	144,774	138,917	37,377	27,413	497,930

Revenue from contracts with customers

IFRS 15 Revenue from Contracts with customers is based on the principle of recognizing revenue when control of goods or services transfers to a customer. The Group mostly derives its revenue from the transfer of services over time as opposed to point in time. Based on this no further disaggregation than geographical is deemed appropriate.

Contract liabilities

The Group has 211 MNOK in contract liabilities as of year-end 2023. This is primarily related to advances received from customers, for which revenue is recognized over time. This is expected to be recognized as revenue during 2024. Contract liabilities of 169 MNOK as of year-end 2022 has been recognized as revenue in 2023.



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Note 6 – Personnel expenses and management remuneration

Figures are stated in NOK 1,000

Personnel expenses	2023	2022
Salaries and other benefits	1,043,112	1,001,433
Social security cost	134,615	142,235
Pension expenses	71,434	64,127
Other personnel expenses (incl. long term freelance, education, canteen costs etc)	175,667	122,163
Total personnel expenses	1,424,828	1,329,958
Average number of employees	1,322	1,291

Pension

The Group's entities in Norway are required to have a compulsory pension in accordance with Norwegian pension law. The Group has a pension plan that fulfills this requirement, which covers all Norwegian employees and is a defined contribution plan. The Group's entities in Sweden, Denmark and Finland have similar pension plans.

Senior management remuneration

The following benefits were provided to the Group Managing Director, Mikael Jørgensen:

	2023	2022
Salary & bonus	4,392	3,463
Pension	88	60
Total remuneration	4,480	3,522

The following benefits were provided to the Group CFO, Lars Kreken:

	2023	2022
Salary & bonus	2,722	2,319
Pension	84	80
Total remuneration	2,805	2,399

There are no loans or guarantees to the Managing Director or CFO. The Managing Director, CFO and the Board do not have any agreement for compensation upon termination or change of employment/directorship. The Managing Director Mikael Jørgensen owns 14,112,988 shares in NoA MidCo AS, the CFO, Lars Kreken owns 7,415,824 shares in NoA MidCo AS, and the Chairman Thomas Høgebøl owns 29 847 647 shares in NoA MidCo AS (NoA MidCo AS owns 100% of the shares in NoA BidCo AS, which owns 100% of The North Alliance AS, which is the only shareholder in the North Alliance Norge AS).

Board of Directors remuneration

	2023	2022
Board of Directors fee	0	0

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Note 7 – Fixed assets

Figures are stated in NOK 1,000

	Furniture, fittings and equipment	
	2023	2022
Accumulated cost 1 January	89,427	79,931
Acquisition/disposal of subsidiaries, net	1,216	4,033
Additions	17,088	21,067
Disposals	-4,798	-1,198
Exchange rate differences	4,446	172
Reclassification	-765	-14,578
Accumulated cost 31 December	106,614	89,427
Accumulated depreciation 1 January	-57,485	-60,069
Depreciation	-16,838	-12,414
Acquisition/disposal of subsidiaries, net	-615	-510
Disposals	4,677	1,041
Exchange rate differences	-2,665	-111
Reclassification	765	14,578
Accumulated depreciation 31 December	-72,160	-57,485
Carrying amount 31 December	34,454	31,943

Note 8 – Leases

The Group has entered into several office lease agreements, where a right-of-use asset and a lease liability has been calculated in accordance with IFRS 16. Information about these leases for which the Group is a lessee is presented below. The Group has applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months lease term, or leases of low value items (for example IT equipment).

Figures are stated in NOK 1,000

Right of use assets - Buildings

	2023	2022
Balance at 1 January	161,419	147,429
Depreciation charge for the year	-60,654	-48,309
Additions to right-of-use assets	177,683	66,117
Derecognition of right-of-use assets	-10,302	-1,424
Exchange rate adjustments	9,165	-2,395
Balance 31 December	277,310	161,419

Lease liabilities

	2023	2022
Non-current	236,054	115,646
Current	57,409	53,689
Total lease liabilities	293,463	169,334

Amounts recognised in the statement of profit or loss

	2023	2022
Interest expense on lease liabilities	11,840	7,256
Expenses relating to short-term leases and leases of low value	5,441	4,494

Amounts recognised in the statement of cash flows

	2023	2022
Total cash outflows for leases	72,185	60,576

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Note 9 – Intangible assets & Goodwill

Figures are stated in NOK 1,000

Intangible Assets

	Trade- names	Research & develop- ment, technology and IP rights	Non- contractual customer relation- ships	Order Backlog	Total
Accumulated cost 1 January 2022	155,047	19,446	334,909	100,550	609,952
Aquisition of subsidiaries	36,039	4,326	133,562	38,421	212,348
Additions	0	6,086	0	0	6,086
Exchange rate differences	-35,453	148	631	23,708	-10,966
Accumulated cost 31 December 2022	155,633	30,006	469,102	162,679	817,420
Aquisition of subsidiaries	7,407	0	32,063	11,361	50,832
Additions	0	11,694	0	0	11,694
Reclassification	37,982	-8,995	4,827	-22,693	11,121
Exchange rate differences	7,607	-1,113	22,167	6,405	35,067
Accumulated cost 31 December 2023	208,629	31,593	528,159	157,752	926,133
Accumulated amortization 1 January 2022	-45,659	-12,402	-94,297	-39,461	-191,819
Amortizations	-18,401	-3,848	-43,534	-25,624	-91,407
Exchange rate differences	37,715	5	4,717	-22,282	20,156
Accumulated amortization 31 December 2022	-26,345	-16,245	-133,113	-87,367	-263,071
Amortizations	-20,711	-3,348	-51,274	-30,592	-105,924
Reclassification	-37,947	8,960	-4,827	22,694	-11,120
Exchange rate differences	-2,402	1,185	-6,861	-3,203	-11,281
Accumulated amortization 31 December 2023	-87,405	-9,447	-196,075	-98,468	-391,396
Carrying amount 31 December 2022	129,288	13,761	335,988	75,311	554,349
Carrying amount 31 December 2023	121,224	22,145	332,084	59,284	534,737

Intangible assets - acquired

Order backlog, non-contractual customer relationships, tradenames, technology and research and developments allocated as part of the purchase price allocation are capitalized and amortized over their useful life. Order backlog, technology and research and developments are amortized over 3-5 years and non-contractual customer relationships and tradenames are amortized over 10-15 years. The values are tested annually for impairment. The impairment assessments are included in the goodwill impairment test. See below.



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Figures are stated in NOK 1,000

Goodwill

	Norway	Sweden	Denmark	Finland	Total
Accumulated cost 1 January 2022	421,185	305,601	117,260	0	844,046
Aquisition of subsidiaries	10,337	85,694	0	142,816	238,847
Sale of subsidiaries	-12,500	0	0	0	-12,500
Exchange rate differences	0	-8,027	6,163	10,886	10,370
Accumulated cost 31 December 2022	419,022	383,268	123,423	153,702	1,079,415
Aquisition of subsidiaries	29,108	14,448	0	0	43,556
Sale of subsidiaries	0	0	0	0	0
Exchange rate differences	0	27,561	8,241	10,624	46,426
Accumulated cost 31 December 2023	448,130	425,277	131,664	164,326	1,169,397
Accumulated amortization 1 January 2022	-1,623	0	0	0	-1,623
Amortizations	0	0	0	0	0
Exchange rate differences	0	0	0	0	0
Accumulated amortization 31 December 2022	-1,623	0	0	0	-1,623
Amortizations	0	0	0	0	0
Exchange rate differences	0	0	0	0	0
Accumulated amortization 31 December 2023	-1,623	0	0	0	-1,623
Carrying amount 31 December 2022	417,399	383,268	123,423	153,702	1,077,792
Carrying amount 31 December 2023	446,507	425,277	131,664	164,326	1,167,774

Impairment testing

NoA is reviewing goodwill for impairment on a yearly basis, or more frequently, if circumstances indicate any impairment. The test is performed at year-end. An impairment loss is recognized if the estimated recoverable amount is lower than the carrying amount of the cash generating unit. Based on the impairment testing done at year-end 2023 the Group has not recognized any impairment loss.

Cash generating units

Goodwill acquired through business combinations has been allocated to individual cash generating units (CGUs). The CGUs are Norway, Sweden, Denmark and Finland. Management follow up revenue in the operating companies by country and this is also the basis for reporting to the Board of Directors. The Polish operation is mainly serving clients through the operations in Norway and Sweden, and is included in the CGU's of Norway and Sweden.

Recoverable amount

The recoverable amount of each CGU is calculated based on a value in use method. Discounted cash flow models have been applied to determine the value in use for all CGUs. Management has projected cash flows based on financial forecasts and strategy plans covering a five-year period. Beyond the explicit forecast period, the cash flows are extrapolated using a constant nominal growth rate.

Key assumptions

	Norway	Sweden	Denmark	Finland
Revenue growth (CAGR five-year period)	6.6%	7.0%	5.0%	10.6%
EBITDA margin (5 year period)	13.9%	12.9%	12.8%	15.3%
Discount rate after tax	10.4%	9.4%	9.9%	9.8%
Nominal growth rate in terminal value	2.0%	2.0%	2.0%	2.0%

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Revenue growth (CAGR five-year period)

Revenue growth is estimated based on current actual performance, forecasts and expected future market development.

EBITDA growth rate (CAGR five-year period)

The EBITDA margin represents the operating margin before depreciation and amortization and is estimated based on the current margin level and expected future market development.

Discount rate

The discount rate is based on Weighted Average Cost of Capital (WACC) derived from the Capital Asset Pricing Model (CAPM) methodology. The WACC calculation is based on a risk-free rate per CGU (10-year governmental bonds). A market- and small stock risk premium are applied to correct for relevant risk. The discount rate also takes into account gearing, the corporate tax rate and the equity beta.

Growth rates

The expected growth rates for a CGU are derived from the level experienced over the last few years to the long-term growth level in the market the entity operates. The growth rates used to extrapolate cash flow projections beyond the explicit forecast period are based on management's past experience, and assumptions in terms of expectations for the market development in which the entity operates. The growth rates used to extrapolate cash flows in the terminal year are not higher than the expected long-term growth in the market in which the entity operates.

Sensitivity analysis related to impairment testing

For each CGU, the following changes in forecasts and key assumptions, in isolation, would result in the recoverable amount being approximately equal to the carrying amount. Any changes beyond those described below may, therefore, lead to an impairment loss:

	Norway	Sweden	Denmark	Finland
Decrease in future cash flows (decrease by % in future cashflows)	21%	18%	37%	7%
Increase in discount rate after tax (increase by basis points)	370	240	870	140
Decrease in nominal growth rate in terminal value (decrease by basis points)	750	460	262	270



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Note 10 – Other operating expenses and audit fees

Figures are stated in NOK 1,000

Other operating expenses

	2023	2022
Office rent and other office related expenses	31,230	23,837
IT licenses, IT costs and other maintenance expenses	63,267	55,572
Audit-, legal- and other consultancy fees	60,679	50,973
Travel and transportation	14,463	15,910
Marketing expenses	20,199	25,405
Other	20,589	11,712
Total other operating expenses	210,427	183,408

Audit fees

Divided by type of service (exclusive of VAT)

	2023	2022
Statutory audit	4,186	2,776
Other attestation services	51	48
Tax	267	360
Other services	16,352	2,117
Total audit fees	20,856	5,300

Note 11 – Financial income and financial expenses

Figures are stated in NOK 1,000

Financial income

	2023	2022
Interest income	8,101	4,543
Foreign exchange gains	5,727	12,405
Other financial income	171	1,585
Total financial income	13,999	18,533

Financial expenses

	2023	2022
Interest expense on loan to parent company	5,924	4,491
Interest expenses right-of-use assets	11,840	7,256
Other interest expenses	18,399	5,927
Foreign exchange losses	13,346	10,857
Other financial expenses	151	5,566
Total financial expenses	49,660	34,096



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Note 12 – Borrowings

Figures are stated in NOK 1,000

Borrowings	31 December	31 December
	2023	2022
Vendor loans	60,234	50,505
Interest-bearing long-term debt to related parties	161,189	262,536
Total borrowings	221,422	313,041
Whereof the following is classified as current	60,234	50,505
Total non-current borrowings	161,189	262,536

The Group has interest-bearing debt to related parties of 161 MNOK as of year-end 2023. The debt has floating rate interest and the Group is thus exposed to interest rate risk. The Group has not entered into any hedging arrangements to reduce this risk.

The Group has a cross border cash pool that includes a total credit line (RCF) of 350 MNOK with Nordea. The facility is secured as part of a senior facility agreement with Nordea and Ture Invest, where NoA BidCo AS is the borrower and material companies in the Group are guarantors (NoA BidCo AS owns the shares in the North Alliance AS, which is the only shareholder in the North Alliance Norge AS). In April 2024 NoA BidCo AS has settled the bank loan and issued a 850 MNOK bond loan. As part of this re-financing the credit line with Nordea has been reduced to 275 MNOK where 225 MNOK has been used for the Groups cash pool in the period of June to December and 175 MNOK in the period January to May. In the period from January to May the total credit line is 225 MNOK.



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Note 13 – Security and guarantees

The Group has a cross border cash pool that includes a total credit line (RCF) of 350 MNOK with Nordea (reduced to 225/275 MNOK after year-end, see note 12). The facility is secured as a part of a senior facility agreement with Nordea and Ture Invest where all shares in "material companies" are pledged in favor of the creditors. Each of the material companies is a guarantor. The securities also include:

Group company	Type	Pledgee
The North Alliance Norge AS	Machinery, equipment and trade receivables	Nordea
NoA Ignite AS	Machinery, equipment and trade receivables	Nordea
Anorak AS	Machinery, equipment and trade receivables	Nordea
Unfold AS	Machinery, equipment and trade receivables	Nordea
Scienta AS	Machinery, equipment and trade receivables	Nordea
Agitec AS	Machinery, equipment and trade receivables	Nordea
The North Alliance Sverige AB	Machinery, equipment and trade receivables	Nordea
NoA Elevate AB	Machinery, equipment and trade receivables	Nordea
North Kingdom Group AB	Machinery, equipment and trade receivables	Nordea
North Kingdom Design & Communication AB	Machinery, equipment and trade receivables	Nordea
NoA Ignite AB	Machinery, equipment and trade receivables	Nordea
Making Waves Group AB	Machinery, equipment and trade receivables	Nordea
The North Alliance Consulting Sweden AB	Machinery, equipment and trade receivables	Nordea
Axenon AB	Machinery, equipment and trade receivables	Nordea
Åkestam Holst AB	Machinery, equipment and trade receivables	Nordea
Bluebird Media AB	Machinery, equipment and trade receivables	Nordea
Bold Stockholm AB	Machinery, equipment and trade receivables	Nordea
NoA Ignite Denmark A/S	Machinery, equipment and trade receivables	Nordea
AndCo A/S	Machinery, equipment and trade receivables	Nordea
NoA Connect A/S	Machinery, equipment and trade receivables	Nordea
The North Alliance Finland Oy	Machinery, equipment and trade receivables	Nordea
DK Associates Oy	Machinery, equipment and trade receivables	Nordea
Bob the Robot Oy	Machinery, equipment and trade receivables	Nordea

The RCF of 350 MNOK with Nordea includes 50 MNOK allocated to lease property guarantees. In addition the Group has issued a lease property guarantee of 10.2 MNOK, related to office lease in Stockholm.



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Note 14 – Income tax

Figures are stated in NOK 1,000

Income tax expense

	2023	2022
Tax payable in Norway	1,281	11,821
Tax payable in Sweden	4,391	4,115
Tax payable in Denmark	-1,507	13,477
Tax payable in Poland	52	2,067
Tax payable in Finland	2,264	6,579
Change in deferred tax/deferred tax benefit (net for all countries)	-14,418	-29,390
Total Income tax expense	-7,936	8,669

Explanation of difference between Norwegian statutory tax rate of 22% and the effective tax rate

	2023	2022
Profit before income taxes	-94,840	21,132
22% of profit before income taxes (tax rate in Norway)	-20,865	4,649
Foreign operations with tax rates other than 22%	-174	-749
Permanent differences in Norway 22%	6,591	1,911
Permanent differences in other countries	3,430	4,129
Write-down of previously recognised deferred tax assets	0	-211
Not recognized deferred tax asset	85	1,433
Other differences	2,996	-2,493
Total Income tax expense	-7,936	8,669

The tax rate in Norway and Denmark is 22%, in Sweden 21%, in Finland 20% and in Poland 19%.

Specification of deferred tax asset (-)/liability

	2023	2022
Fixed and intangible assets	526,973	536,004
Accounts receivable	-8,194	-2,839
Deferred Income	57,674	41,922
Accrued expenses / provisions	-7,339	-15,937
Restricted interest deductions	-19,249	-19,249
Other	-617	0
Net temporary differences	549,247	539,901
Tax losses carried forward	-6,613	0
Basis for deferred tax liability/deferred tax asset	542,635	539,901
Net deferred tax liability/deferred tax asset(-)	112,003	116,234
Not recognize Deferred tax liability/deferred tax asset(-)	-31	0
Deferred tax asset(-) in the balance sheet	-125	0
Deferred tax liability in the balance sheet	112,159	116,234

Of which:

Net deferred tax liabilities to be reversed after more than 12 months	112,034	116,234
Net deferred tax liabilities to be reversed within 12 months	0	0

Of which specified on domestic and abroad:

domestic:	8,988	37,268
abroad:	103,046	78,967

Deferred tax assets are only capitalized to the extent that it is probable that there will be sufficient future taxable profit for the tax asset to be used, either because the unit recently reported a profit or because assets with excess value have been identified. If there are not likely to be future profits sufficient to absorb the deductible temporary differences, deferred tax assets are not recognized.

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Figures are stated in NOK 1,000

Income tax payable/receivable in the balance sheet

	2023	2022
Income tax receivable in Norway	0	0
Income tax receivable in other countries	15,754	9,044
Income tax receivable in the balance sheet	15,754	9,044
Income tax payable in Norway	8,121	11,821
Income tax payable in other countries	451	19,751
Income tax payable in the balance sheet	8,572	31,572

Note 15 – Receivables

Figures are stated in NOK 1,000

Interest-bearing long-term receivables

	2023	2022
Restricted deposits	6,187	4,826
Other long-term receivables	3,243	0
Interest-bearing long-term receivables 31 December	9,430	4,826

Trade receivables

	2023	2022
Trade receivables, gross	510,891	502,290
Allowance for credit losses	-8,375	-4,360
Trade receivables 31 December	502,516	497,930

Change in allowance for credit losses

	2023	2022
Balance at 1 January	-4,360	-807
Amounts written off (uncollectible)	629	247
Change in the allowance	-4,530	-3,842
Exchange rate differences	-114	42
Balance at 31 December	-8,375	-4,360

Figures are stated in NOK 1,000

Other short-term receivables

	2023	2022
Prepaid expenses	32,535	26,469
Short term receivables against related parties	0	30,500
Other receivables	20,456	13,356
Other short-term receivables 31 December	52,991	70,325



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The table below shows the aging analysis of trade receivables per 31 December:

	0-30 days past due (including not yet due)	31-60 days past due	61-90 days past due	More than 90 days past due	Total
Trade receivables, gross	460,127	17,239	5,933	27,592	510,891
Allowance for credit losses	0	0	0	-8,375	-8,375
Trade receivables 31 December 2023	460,127	17,239	5,933	19,217	502,516
<i>Expected loss rate</i>	<i>0.0 %</i>	<i>0.0 %</i>	<i>0.0 %</i>	<i>30.4 %</i>	

	0-30 days past due (including not yet due)	31-60 days past due	61-90 days past due	More than 90 days past due	Total
Trade receivables, gross	400,767	71,699	14,624	15,200	502,290
Allowance for credit losses	-2,310	-239	0	-1,812	-4,360
Trade receivables 31 December 2022	398,458	71,461	14,624	13,388	497,930
<i>Expected loss rate</i>	<i>0.6 %</i>	<i>0.3 %</i>	<i>0.0 %</i>	<i>8.2 %</i>	

The loss allowance is based on the expected credit losses over the lifetime of the receivable, based on an estimated probability of default for each aging bucket.

Note 16 – Related party transactions

The Group's related parties include its key management, members of the Board and majority shareholders. None of the Board members have been granted loans or guarantees in the current year. Information regarding the executive management is disclosed in Note 6 to the consolidated financial statements and Note 2 to the financial statements for The North Alliance Norge AS.

Balances against related parties as of year-end 2023 and 2022:

Figures are stated in NOK 1,000

Receivables

	2023	2022
Short term receivables against related parties	0	30,500
Total receivables	0	30,500

Liabilities

	2023	2022
Long-term loans from related parties	161,189	262,536
Short-term liabilities to related parties	96,243	0
Accrued interest expense to related parties	6,045	2,553
Total liabilities	263,477	265,089

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Note 17 – Financial instruments

See also note 4 Capital management, financial risk and exposure.

The following tables shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of the fair value.

Figures are stated in NOK 1,000

2023	FVPL	Financial assets at amortized cost	Other financial liabilities	Level 1	Level 2	Level 3
<i>Financial assets not measured at fair value</i>						
Leasehold deposits	0	6,187	0	0	0	0
Non-listed shares	21,695	0	0	0	0	0
Other long-term receivables	0	2,197	0	0	0	0
Trade receivables	0	502,516	0	0	0	0
Other receivables	0	52,991	0	0	0	0
Cash and cash equivalents	0	51,029	0	0	0	0

<i>Financial liabilities not measured at fair value</i>						
Long-term loans from related parties	0	0	-161,189	0	0	0
Lease obligations	0	0	-236,054	0	0	0
Current borrowings	0	0	-60,234	0	0	0
Current lease obligations	0	0	-57,409	0	0	0
Trade payables	0	0	-167,263	0	0	0
Other short-term debt	0	0	-232,862	0	0	0

2022	FVPL	Financial assets at amortized cost	Other financial liabilities	Level 1	Level 2	Level 3
<i>Financial assets not measured at fair value</i>						
Leasehold deposits	0	4,826	0	0	0	0
Non-listed shares	21,931	0	0	0	0	0
Trade receivables	0	497,930	0	0	0	0
Other receivables	0	129,163	0	0	0	0
Cash and cash equivalents	0	216,014	0	0	0	0

<i>Financial liabilities not measured at fair value</i>						
Long-term loans from related parties	0	0	-262,536	0	0	0
Lease obligations	0	0	-115,646	0	0	0
Current borrowings	0	0	-50,505	0	0	0
Current lease obligations	0	0	-53,689	0	0	0
Trade payables	0	0	-168,288	0	0	0
Other short-term debt	0	0	-530,500	0	0	0



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The North Alliance Norge AS – 2023 Annual Financial Statements

Note 18 – Other shares and non-current assets

Figures are stated in NOK 1,000

Other shares and non-current assets	31 December	31 December
	2023	2022
Shares in Oiid AS (46%)	16,727	16,726
Shares in Løft Opp AS (44%)	2,750	2,750
Other shares	2,218	2,454
Other non-current assets	2,133	0
Other shares and non-current assets	23,828	21,930

Note 19 – Cash and cash equivalents

Figures are stated in NOK 1,000

	2023	2022
Bank deposits - restricted	4,015	5,023
Bank deposits - unrestricted	47,015	210,991
Total cash and cash equivalents	51,029	216,014
Unused overdraft by year end	187,924	150,000

A major part of the Group's bank deposits are part of a multicurrency cash pool program. The total cash is spread in the following currencies:

	2023	2022
Within cash pool		
Cash denominated in NOK	67,597	64,976
Cash denominated in SEK	-10,312	-31,987
Cash denominated in DKK	-65,641	72,064
Cash denominated in USD	18,396	19
Cash denominated in EUR	275	39,146
Cash denominated in GBP	0	1,662
Cash denominated in PLN	2	2,081
Total within cashpool	10,316	147,961
Outside cash pool		
Cash denominated in NOK	16,514	17,001
Cash denominated in SEK	5,255	4,447
Cash denominated in DKK	3	903
Cash denominated in USD	4,550	23,503
Cash denominated in EUR	1,723	14,751
Cash denominated in GBP	2,444	2,672
Cash denominated in PLN	10,223	4,776
Total outside cashpool	40,713	68,053
Total cash and cash equivalents	51,029	216,014



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The North Alliance Norge AS – 2023 Annual Financial Statements

Note 20 – Earnings per share, share capital and shareholder information

Figures are stated in NOK 1,000

Earnings per share

	2023	2022
Net profit (loss) for the period	-86,903	12,462
Non-controlling interests	1,788	11,655
Net profit (loss) attributable to equity holders of the Group	-88,691	807
Ordinary shares outstanding at 31st December	300	300
Weighted average number of shares	300	300
Basic and diluted earnings per share (in NOK)	-295.6	2.7

Share capital

At 31 December 2023 the share capital of NOK 35 thousand consists of the following:

Classes of shares	Face value (in NOK)	Number of shares	Amount (NOK 1,000)
Ordinary shares	116	300	35

All shares are owned by The North Alliance AS.

Note 21 – Other short-term debt

Figures are stated in NOK 1,000

Other short term debt	31 December 2023	31 December 2022
Employee benefit obligations	68,199	67,131
Accrued expenses	90,372	72,822
VAT, social security tax and other public duties payable	121,803	111,393
Accrued interest expense	2,101	352
Accrued interest expense, related parties	6,045	0
Other short-term debt	134,344	109,594
Total other short-term debt	422,864	361,293

Note 22 – Subsequent events after the balance sheet date

The Group has a cross border cash pool that includes a total credit line (RCF) of 350 MNOK with Nordea. The facility is secured as part of a senior facility agreement with Nordea and Ture Invest, where NoA BidCo AS is the borrower and material companies in the Group are guarantors (NoA BidCo AS owns the shares in the North Alliance AS, which is the only shareholder in the North Alliance Norge AS). In April 2024 NoA BidCo AS has settled the bank loan and issued a 850 MNOK bond loan. As part of this re-financing the credit line with Nordea has been reduced to 275 MNOK where 225 MNOK has been used for the Groups cash pool in the period of June to December and 175 MNOK in the period January to May. In the period from January to May the total credit line is 225 MNOK.



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Annual Financial Statements
Parent Company – The North Alliance Norge AS

Statement of profit and loss and other comprehensive income
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The North Alliance Norge AS – 2023 Annual Financial Statements

Statement of profit and loss and other comprehensive income

The North Alliance Norge AS

Figures are stated in NOK 1,000

	Note	2023	2022
Other Income	2	56,059	47,852
Total Operating Revenue		56,059	47,852
Cost of goods sold		138	350
Personnel expenses	3	28,819	27,364
Depreciation and amortization	4,5	4,573	2,261
Other operating expenses	3	69,023	41,692
Total Operating Expenses		102,554	71,668
Operating Profit		-46,495	-23,817
Financial income	6	76,282	22,785
Financial expenses	6	30,421	28,167
Finance costs - net		45,861	-5,382
Profit before income tax		-633	-29,198
Income tax expense	7	-813	-1,947
Net profit (loss) for the period		179	-27,251
Other comprehensive income			
<i>Items that may be subsequently reclassified to the income statement:</i>			
Currency translation effects		0	0
Other comprehensive income		0	0
Total comprehensive income for the period		179	-27,251



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The North Alliance Norge AS – 2023 Annual Financial Statements

Statement of financial position

The North Alliance Norge AS

Figures are stated in NOK 1,000

ASSETS	Note	31 December 2023	31 December 2022
NON CURRENT ASSETS			
Intangible Assets			
Deferred tax asset	7	8,808	7,603
Intangible assets	4	<u>1,460</u>	<u>3,301</u>
Total Intangible Assets		<u>10,267</u>	<u>10,904</u>
Fixed Assets			
Right-of-use assets	5	35,503	1,948
Machinery and equipment	4	<u>3,087</u>	<u>1,719</u>
Total Fixed Assets		<u>38,590</u>	<u>3,667</u>
Financial Assets			
Investment in subsidiaries	8	1,626,144	1,549,345
Loan to Group companies	2	108,189	101,194
Lease receivables	2,5	91,053	0
Other financial assets	9	19,626	17,722
Total Financial Assets		<u>1,845,012</u>	<u>1,668,262</u>
Total Non-current Assets		<u>1,893,870</u>	<u>1,682,833</u>
CURRENT ASSETS			
Trade and other receivables			
Current lease receivables	2,5	9,768	0
Trade receivables		2,204	20,541
Receivables from Group companies	2	11,693	45,638
Other receivables		<u>5,489</u>	<u>6,925</u>
Total trade and other receivables		<u>29,154</u>	<u>73,103</u>
Cash and cash equivalents			
Cash and cash equivalents	10	<u>0</u>	<u>66</u>
Total cash and cash equivalents		<u>0</u>	<u>66</u>
Total Current Assets		<u>29,154</u>	<u>73,171</u>
Total Assets		<u>1,923,024</u>	<u>1,756,004</u>



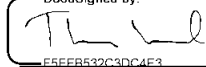
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The North Alliance Norge AS – 2023 Annual Financial Statements

Figures are stated in NOK 1,000

EQUITY AND LIABILITIES	Note	31 December 2023	31 December 2022
EQUITY			
Share capital	11	35	35
Share premium		1,598,765	1,068,147
Not registered equity		0	530,619
Other equity		-261,104	-255,972
Total equity		1,337,695	1,342,828
LIABILITIES			
Non-current liabilities			
Long-term liabilities to Group companies	2	174,140	228,171
Lease obligations	5	124,174	0
Total non-current liabilities		298,314	228,171
Current liabilities			
Current borrowings		4,857	4,532
Current lease obligations	5	13,322	0
Bank overdraft facility	10	193,254	119,867
Short-term liabilities to Group companies	2	63,221	52,681
Trade payable		6,387	1,445
Other short-term debt		5,975	6,480
Total current liabilities		287,015	185,006
Total Liabilities		585,329	413,177
Total Equity and Liabilities		1,923,024	1,756,004

The board of directors of The North Alliance Norge AS
Oslo June 28, 2024

DocuSigned by:

E5E9B532C3DC4E3
Thomas Høgebøl, Chairman

DocuSigned by:

99EF0E5B944041B
Lars Kreken, Board member



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The North Alliance Norge AS – 2023 Annual Financial Statements

Statement of changes in equity

The North Alliance Norge AS

Figures are stated in NOK 1,000

	Share Capital	Share Premium	Paid, not registered equity	Retained Earnings	Total Equity
Balance at 31 December 2022	34	742,202	325,945	-228,724	839,457
Profit/loss for the period	0	0	0	-27,251	-27,251
Total comprehensive income for the period	0	0		-27,251	-27,251
Capital increase, not registered	0	325,945	-325,945	0	0
Merger NoA Ignite Group	0	0	530,619	0	530,619
Balance at 31 December 2022	35	1,068,147	530,619	-255,972	1,342,828
Profit/loss for the period	0	0	0	179	179
Total comprehensive income for the period	0	0	0	179	179
Capital increase	0	530,618	-530,619	0	0
Other changes	0	0	0	-5,311	-5,311
Balance at 31 December 2023	35	1,598,765	0	-261,104	1,337,695



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The North Alliance Norge AS – 2023 Annual Financial Statements

Statement of cash flows

The North Alliance Norge AS

Figures are stated in NOK 1,000

	Note	2023	2022
Operating Activities			
Profit before income tax		-633	-29,198
<i>Adjustments for:</i>			
Depreciation and amortization	4,5	4,573	2,261
Finance cost - net	6	-45,861	5,382
Foreign exchange gains/losses on operating activities		-3,494	0
<i>Changes in working capital:</i>			
Changes in trade receivable & other receivables Group companies	2	37,368	111,997
Changes in trade payable & short term liabilities Group companies	2	-13,353	-269,923
Changes in other assets and liabilities		19,886	-24,151
Cash provided (used) by operating activities		-1,515	-203,633
Investing Activities			
Investment in subsidiaries	8	-28,659	-584,853
Sale of subsidiaries		0	12,500
Group contribution and dividend received		49,765	7,717
Paid group contributions to subsidiaries		-29,000	0
Acquisition of non-listed shares	9	0	-9,622
Issuance of loans to Group companies	2	0	-54,309
Net change in interest-bearing receivables		-1,781	-900
Acquisition of fixed and intangible assets	4	-2,756	-910
Payments related to right-of-use assets	5	0	-1,948
Interest received and other finance income	6	21,823	15,067
Repayments received on lease receivables	5	530	0
Cash provided (used) by investing activities		9,922	-617,257
Financing Activities			
Proceeds from new debt from Group companies	2	-61,025	228,171
Proceeds from bank overdraft facility	8	69,228	70,362
Proceeds from issuance of short-term debt		0	4,532
Interest payments and other finance expenses	6	-16,675	-12,793
Proceeds from issuance of shares		0	530,619
Cash provided (used) by financing activities		-8,472	820,891
Net change in cash and cash equivalents		-66	0
Cash and cash equivalents at start of period	10	65	65
Cash and Cash Equivalents at end of period		0	65



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The North Alliance Norge AS – 2023 Annual Financial Statements

Notes to the Financial Statements

The North Alliance Norge AS

Note 1 – Accounting Principles

General information

The North Alliance Norge AS is a limited liability company incorporated and domiciled in Norway with offices at Nedre Vollgate 11 in Oslo.

Basis of preparation

The Financial Statements for The North Alliance Norge AS ("the Company ") are prepared in accordance with IFRS® Accounting Standards as adopted by EU and required for the financial year beginning 1 January 2023 or later, as well as Norwegian disclosure requirements pursuant to the Accounting Act per 31 December 2023. The explanations of the accounting principles for the Group also apply to The North Alliance Norge AS, and the notes to the consolidated financial statements in some cases cover The North Alliance Norge AS. Ownership interests in subsidiaries are presented at cost.

The Financial Statements have been prepared in accordance with the historical cost convention, modified by the revaluation of certain financial assets and liabilities (including derivative instruments) at fair value.

Changes in accounting policies

No changes have been made to the accounting principles during the year.

Approved standards and interpretations that have not entered into force

By the end of 2023 the IASB had published a number of amendments to current regulations which have not entered into force. None of the amendments are expected to have a significant impact on the Company's Financial Statements.

Classification

Assets and liabilities related to the normal operating cycle are classified as current assets and current liabilities. Receivables and liabilities not related to the normal operating cycle are classified as current if they are of a short-term nature, normally due within one year. Shares and other investments not intended for continued use or ownership are classified as current assets. Other assets and liabilities are classified as non-current.

Foreign currency

Foreign currency monetary items are translated at the closing rate at the date of the balance sheet. Foreign currency gains and losses are reported in the income statement in the line's Financial income and Financial expenses, respectively.

Shares in subsidiaries

Shares are measured at cost and impairment loss is recognized if the carrying amount exceeds the recoverable amount. The impairment is reversed if the basis for the write-down is no longer present. Group contributions received are included in financial income provided that the Group contribution received does not represent a repayment of capital invested. Group contributions that represent a repayment of capital invested are accounted for as a reduction in the cost of investments in subsidiaries. Net Group contributions payable (gross Group contributions less the associated tax effect) are included in the cost of investments in subsidiaries. Dividends from subsidiaries and associated companies are included in financial income.

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The North Alliance Norge AS – 2023 Annual Financial Statements

Leased assets

The company has applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months lease term, or leases of low value items (for example IT equipment). For these agreements, lease payments is recognized as an operating expense on a straight-line basis over the lease term.

Right-of-use assets

A right-of-use asset is initially measured at cost, and subsequently at cost less any accumulated depreciation and impairment losses and adjusted for certain remeasurements of the lease liability. The cost of right-of-use asset includes the amount of lease liability recognized, initial direct costs incurred, and the lease payments made at or before the commencement date less any lease incentives received. The right-of-use asset is generally depreciated on a straight-line-basis over the shorter of its estimated useful life and the lease term, and is subject to impairment assessment of non-financial assets.

Lease liabilities

A lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the company's incremental borrowing rate. Generally, the company uses its incremental borrowing rate as the discount rate.

Sub-leases

The company has a number of subleases. Subleases covering the major part of the lease term in the head-lease are classified as financial subleases. The portion of the right-of-use asset is derecognized and a sublease receivable is recognized in the balance sheet when the sublease commences.

Interest income

Interest income is recognized using the effective interest method. When a loan and receivable is impaired, the group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument and continues unwinding the discount as interest income. Interest income on impaired loan and receivables is recognized using the original effective interest rate.

Taxes

Income taxes are calculated from the profit (loss) before tax and comprise taxes payable and the change in deferred taxes. Deferred tax assets and liabilities are calculated in accordance with the liability method without discounting and provided for all differences between the carrying amount in the balance sheet and the tax base of assets and liabilities, and for unused tax losses. Deferred tax assets are recognized only when it is expected that the benefit can be utilized through sufficient taxable profits from expected future earnings.

Significant management judgment in applying accounting policies

When preparing the Financial Statements, management undertakes a number of judgments, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses.



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The North Alliance Norge AS – 2023 Annual Financial Statements

Note 2 - Related party transactions

The North Alliance Norge AS is a parent company and has direct and indirect control of several different companies in Norway, Sweden, Denmark, Finland and Poland. Directly-owned subsidiaries are presented in Note 8 to the Company's financial statements. Internal trading within the Group is carried out in accordance with special agreements on an arm's length basis. The Company's related parties include its key management, members of the board and majority shareholders. None of the Board members have been granted loans or guarantees in the current year. Information regarding the executive management is disclosed in note 6 to the Consolidated financial statements and note 3 to the financial statements for the Company.

Figures are stated in NOK 1,000

Other income

	2023	2022
Management fee and re-invoiced expenses to Group companies	56,059	46,591
Total other income	56,059	46,591

Receivables

	31 December 2023	31 December 2022
Long-term loan to Group companies	108,189	101,194
Lease receivables against Group companies (subleases)	91,053	0
Current lease receivables against Group companies (subleases)	9,768	0
Short-term receivables, Group companies	5,717	43,085
Accrued interest income, Group companies	5,976	2,553
Total receivables	220,702	146,833

Interest income against Group companies and interest income on lease receivables against Group companies are specified in note 6 Financial income and financial expenses.

Liabilities

	31 December 2023	31 December 2022
Long term debt to Group companies	174,140	228,171
Short term debt to Group companies	52,340	47,005
Accrued interest expense	7,820	4,848
Other short-term liabilities to Group companies	3,061	829
Total liabilities	237,361	280,852

Interest expenses against Group companies are specified in note 6 Financial income and financial expenses.



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The North Alliance Norge AS – 2023 Annual Financial Statements

Note 3 – Personnel expenses and audit fees

Personnel expenses	2023	2022
Wages, salaries	23,308	22,972
Social security cost	4,262	3,088
Pension expenses	1,169	1,093
Other personnel expenses	80	211
Total personnel expenses	28,819	27,364
Average number of employees	15	16

Senior management remuneration

The following benefits were provided to the Group Managing Director, Mikael Jørgensen:

	2023	2022
Salary & bonus	4,392	3,463
Pension	88	60
Total remuneration	4,480	3,522

The following benefits were provided to the Group CFO, Lars Kreken:

	2023	2022
Salary & bonus	2,722	2,319
Pension	84	80
Total remuneration	2,805	2,399

There are no loans or guarantees to the Managing Director or CFO. The Managing Director, CFO and the Board do not have any agreement for compensation upon termination or change of employment/directorship. The Managing Director Mikael Jørgensen owns 14,112,988 shares in NoA MidCo AS, the CFO, Lars Kreken owns 7,415,824 shares in NoA MidCo AS, and the Chairman Thomas Høgebøl owns 29 847 647 shares in NoA MidCo AS (NoA MidCo AS owns 100% of the shares in NoA BidCo AS, which owns 100% of The North Alliance AS, which is the only shareholder in the North Alliance Norge AS).

Board of Directors remuneration

	2023	2022
Board of Directors fee	0	0

Audit fees

Divided by type of service (exclusive of VAT)

Statutory audit	649	137
Other attestation services	0	20
Tax	0	39
Other services	16,352	1,713
Total audit fees	17,001	1,908

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The North Alliance Norge AS – 2023 Annual Financial Statements

Note 4 - Fixed and intangible assets

Figures are stated in NOK 1,000

Fixed and intangible Assets

	IT develop- ment costs	Machinery and equipment	Total
Accumulated cost 1 January 2022	5,525	3,345	8,870
Additions	0	910	910
Reclassification	2,061	-2,061	0
Accumulated cost 31 December 2022	7,586	2,194	9,780
Additions	0	2,756	2,756
Accumulated cost 31 December 2023	7,586	4,950	12,536
Accumulated depreciation and amortization 1 January 2022	-382	-2,117	-2,499
Depreciation and amortization	-1,975	-287	-2,261
Reclassification	-1,928	1,928	0
Accumulated depreciation and amortization 31 December 2022	-4,285	-475	-4,760
Depreciation and amortization	-1,841	-1,388	-3,229
Accumulated depreciation and amortization 31 December 2023	-6,126	-1,863	-7,990
Carrying amount 31 December 2022	3,302	1,718	5,020
Carrying amount 31 December 2023	1,460	3,087	4,547
Useful life	3 years	3-8 years	
Depreciation method	straight-line	straight-line	

Note 5 – Leases

Figures are stated in NOK 1,000

Right of use assets - Buildings

	2023	2022
Balance at 1 January	1,948	0
Additions to right-of-use assets	34,898	1,948
Depreciation charge for the year	-1,343	0
Balance 31 December	35,503	1,948

	Lease receivables (subleases)		Lease liabilities	
	2023	2022	2023	2022
Balance at 1 January	0	0	0	0
Additions	101,351	0	136,249	0
Interest expense/sublease interest income	2,387	0	3,222	0
Lease payments/sublease payments	-2,917	0	-1,976	0
Balance 31 December	100,821	0	137,495	0
of which current	9,768	0	13,322	0
of which non-current	91,053	0	124,174	0
Total balance 31 December	100,821	0	137,495	0

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The North Alliance Norge AS – 2023 Annual Financial Statements

Figures are stated in NOK 1,000

Amounts recognised in the statement of profit or loss	2023	2022
Expenses relating to short-term leases and leases of low value	-3	-232
Depreciation of ROU assets	-1,343	0
Interest on lease receivables presented as financial income	2,387	0
Interest on lease liabilities presented as financial expense	-3,222	0
Total	-2,181	-232

Amounts recognised in the statement of cash flows	2023	2022
Total cash outflows for leases	3,158	232

Note 6 – Financial income and financial expenses

Figures are stated in NOK 1,000

Financial income	2023	2022
Dividends and Group contribution received from subsidiaries	49,765	7,717
Interest income from Group companies	21,561	12,456
Interest income on finance lease receivables (subleases against Group companies)	2,387	0
Other interest income	1,492	486
Other financial income	1,077	2,126
Total financial income	76,282	22,785

Financial expenses	2023	2022
Interest expenses on loans from Group companies	6,977	6,345
Interest expense on finance lease liabilities	3,222	0
Other interest expenses	11,187	5,114
Impairment of shares in subsidiaries	0	10,806
Foreign exchange losses	9,035	5,901
Total financial expenses	30,421	28,167

Note 7 – Tax

Figures are stated in NOK 1,000

Income tax expense	2023	2022
Change in deferred tax/deferred tax benefit	-813	-1,947
Total Income tax expense	-813	-1,947

Explanation of difference between Norwegian statutory tax rate of 22% and the effective tax rate

	2023	2022
Profit before income taxes	-633	-29,198
22% of profit before income taxes (tax rate in Norway)	-139	-6,424
Tax effect of Group contribution	3,765	1,698
Permanent differences	-4,438	2,778
Total Income tax expense	-813	-1,947

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Specification of deferred tax asset (-)/liability

	2023	2022
Fixed and intangible assets	-379	52
IFRS 16 effects	-1,171	0
Tax limitation on interest costs	-19,249	-19,249
Group contributions - not approved at year-end	-16,194	-15,334
Net temporary differences	-36,993	-34,531
Tax losses carried forward	-3,042	-29
Basis for deferred tax liability/deferred tax asset	-40,035	-34,561
Deferred tax liability/deferred tax asset(-) in the balance sheet	-8,808	-7,603

Of which:

Deferred tax liabilities to be reversed after more than 12 months	-8,808	-7,603
Deferred tax liabilities to be reversed within 12 months	0	0

Deferred tax assets are only capitalized to the extent that it is probable that there will be sufficient future taxable profit for the tax asset to be used, either because the unit recently reported a profit or because assets with excess value have been identified. If there are not likely to be future profits sufficient to absorb the deductible temporary differences, deferred tax assets are not recognized.



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The North Alliance Norge AS – 2023 Annual Financial Statements

Note 8 – Investment in subsidiaries

The Company has an ownership interest in the following subsidiaries (directly or indirectly):

	<u>Date/Year of acquisition</u>	<u>Business location</u>	<u>Ownership/ voting right percentage</u>
NoA Ignite AS	23 January 2014	Oslo	100 %
Anorak AS	16 October 2014	Oslo	100 %
Bold Norge AS	29 November 2017	Oslo	100 %
NoA Connect AS	15 December 2019	Oslo	100 %
NoA Consulting AS	26 August 2019	Oslo	54 %
Unfold AS	9 April 2021	Oslo	100 %
Agitec AS	1 November 2021	Oslo	100 %
Scienta AS	1 November 2021	Oslo	100 %
Bluebird Media AS	20 April 2022	Oslo	100 %
Axenon Norge AS	27 September 2023	Sandnes	100 %
NoA Ignite Polska SP z.o.o	23 January 2014	Krakow	100 %
NoA Ignite Services SP z.o.o	5 May 2022	Krakow	100 %
The North Alliance Sverige AB	23 January 2014	Stockholm	100 %
NoA Elevate AB	23 January 2014	Stockholm	100 %
Bold Stockholm AB	23 January 2014	Stockholm	100 %
Making Waves Group AB	14 January 2016	Stockholm	100 %
The North Alliance Consulting AB	12 January 2018	Stockholm	100 %
NoA Ignite AB	14 January 2016	Stockholm	100 %
Åkestam Holst AB	23 January 2014	Stockholm	100 %
Proletar Sverige AB	15 December 2019	Stockholm	100 %
The North Alliance Connect AB	24 June 2020	Stockholm	100 %
Axenon AB	18 June 2021	Stockholm	100 %
Kuvio AB	20 April 2022	Stockholm	51 %
App Shack AB	28 March 2023	Uppsala	100 %
North Kingdom Group AB	1 February 2018	Skellefteå	100 %
North Kingdom D&C AB	1 February 2018	Skellefteå	100 %
North Kingdom D&C Inc.	1 February 2018	Los Angeles	100 %
AndCo A/S	23 January 2014	Copenhagen	100 %
Bold Copenhagen A/S	12 March 2018	Copenhagen	100 %
Great Works Copenhagen A/S	23 January 2014	Copenhagen	100 %
NoA Ignite Denmark A/S	10 November 2017	Copenhagen	100 %
Productions A/S	23 January 2014	Copenhagen	100 %
NoA Consulting A/S	16 May 2019	Copenhagen	100 %
NoA Health A/S	14 June 2019	Copenhagen	100 %
NoA Connect A/S	28 May 2019	Copenhagen	100 %
The North Alliance Finland Oy	9 February 2022	Helsinki	100 %
DK Associates Oy	1 March 2022	Helsinki	100 %
Dunning, Kruger & Associates GmbH	1 March 2022	Berlin	100 %
Dunning, Kruger & Associates SP z.o.o	1 March 2022	Wroclaw	100 %
Bob the Robot Oy	18 March 2022	Helsinki	100 %
Bob the Robot Pictures Oy	18 March 2022	Helsinki	100 %
Bluebird Finland Oy	20 April 2022	Helsinki	100 %



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The North Alliance Norge AS – 2023 Annual Financial Statements

Companies owned directly by The North Alliance Norge:

Figures are stated in NOK 1,000

	Net profit (100%) 2023	Equity (100%) 31.12.2023	Book value 31.12.2023
NoA Ignite AS	17,241	36,794	60,437
Anorak AS	-5,033	3,671	25,805
Bold Norge AS	-2,217	543	1,552
NoA Connect AS	2,063	9,010	53,095
NoA Consulting AS	4,061	15,644	28
Unfold AS	9,647	2,411	149,300
Agitec AS	3,339	5,636	65,839
Scienta AS	19,207	20,325	256,361
Bluebird Media AS	1,008	299	14,807
Axenon Norge AS	514	2,251	47,849
The North Alliance Sverige AB	-20,602	512,034	510,645
AndCo A/S	9,768	53,351	91,330
Bold Copenhagen A/S	1,054	6,090	2,622
Great Works Copenhagen A/S	0	-3,096	400
NoA Ignite Denmark A/S	4,419	24,037	57,358
NoA Consulting A/S	-7,949	-8,789	0
NoA Health A/S	-502	4,379	11,317
NoA Connect A/S	-8,524	14,017	72,813
The North Alliance Finland Oy	23	220,485	204,585
Total shares in subsidiaries			1,626,144

Note 9 – Other non-current financial assets

Figures are stated in NOK 1,000

Other non-current financial assets	31 December 2023	31 December 2022
Shares in Oiid AS (47%)	14,072	14,072
Shares in Løft Opp AS (44%)	2,750	2,750
Non-current receivables	2,804	900
Other non-current financial assets	19,626	17,722

Note 10 - Cash and cash equivalents

Figures are stated in NOK 1,000

	2023	2022
Bank deposits - unrestricted	0	66
Total cash and cash equivalents	0	66

The company has a bank guarantee for tax deductions of 2 MNOK, and has no restricted funds per year-end 2023.

Most of the Company's bank deposits are part of a cash pool program. As of year-end 2023 the Company had overdraft of 193 MNOK on this cash pool arrangement, and the amount is presented within current liabilities. The cashpool arrangement is with Nordea and includes a total credit line (RCF) of 350 MNOK. The facility is secured as part of a senior facility agreement with Nordea and Ture Invest, where NoA BidCo AS is the borrower and material companies in the Group are guarantors (NoA BidCo AS owns the shares in the North Alliance AS, which is the only shareholder in the North Alliance Norge AS). In April 2024 NoA BidCo AS has settled the bank loan and issued a 850 MNOK bond loan. As part of this re-financing the credit line with Nordea has been reduced to 275 MNOK where 225 MNOK has been used

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The North Alliance Norge AS – 2023 Annual Financial Statements

for the Groups cash pool in the period of June to December and 175 MNOK in the period January to May. In the period from January to May the total credit line is 225 MNOK.

Note 11 – Share capital and shareholder information

At 31 December 2023 the share capital of NOK 35 thousand consists of the following:

Classes of shares	Face value (in NOK)	Number of shares	Amount (NOK 1,000)
Ordinary shares	116	300	35

All shares are owned by The North Alliance AS.

Note 12 – Security and guarantees

Details for the Group's securities and guarantees is disclosed in note 13 of the consolidated financial statements for The North Alliance Norge AS. The North Alliance Norge AS has pledged operating assets, trade receivables and intercompany loans in favour of Nordea Bank AB.

Note 13 – Subsequent events after the balance sheet date

There are no subsequent events that have had a significant effect on the Financial Statements.



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The North Alliance Norge AS – 2023 Annual Financial Statements

Alternative performance measures

The Group disclose alternative performance measures as a supplement to the financial statements prepared in accordance with IFRS. Such performance measures are meant to provide an enhanced insight into the operations of the company.

Profit measures:

Net revenue: corresponds to Total operating revenue less Cost of goods sold in the consolidated income statement. Net revenue is presented to provide an income measure more relevant to communicate the actual operating revenue of the group.

EBITDA: is short for earnings before interest, taxes, depreciation and amortization. EBITDA corresponds to Operating profit plus Depreciation and Amortization in the consolidated income statement.

Non-recurring costs: are costs adjusted for to be indicative to the ongoing operating results of the company. It is presented to provide a better comparison of the underlying business performance between the periods. Adjustments includes operational restructuring related to discontinued service areas, Covid related restructuring, M&A costs and platform development.

Adjusted EBITDA: is EBITDA (as defined above) adjusted for non-recurring costs (as defined above). It is presented to provide a profit measure more relevant to communicate the recurring operating profit of the group. The non-recurring items are costs related to M&A activities, refinancing and restructuring.

Presentation of Alternative Performance Measures:

Figures are stated in NOK 1,000

	2023	2022
Total Operating Revenue	2,701,405	2,645,723
Cost of goods sold	941,912	943,531
Net revenue	1,759,493	1,702,192
Delta Net revenue %	3.4 %	0
Operating Profit	-59,178	36,695
Depreciation and amortization	183,416	152,131
EBITDA	124,238	188,826
Non-recurring items	93,168	84,920
Adjusted EBITDA	217,405	273,746



Skattedirektoratet

Saksbehandler Torstein Kinden Helleland	Deres dato 17.03.2015	Vår dato 24.03.2015
Telefon 22078139	Deres referanse Frederik Zimmer	Vår referanse 2015/279485

THE NORTH ALLIANCE NORGE AS
c/o Apriore AS Postboks 1952 Vika
0125 OSLO

**Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk for
The North Alliance Norge AS, org. nr. 912 829 456**

Vi viser til deres brev av 17. mars 2015 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for The North Alliance Norge AS.

Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering The North Alliance Norge AS dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen forutsetter at opplysningene som vedtaket baserer seg på ikke endres vesentlig.

Kopi av dette brevet må sendes Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Det påligger den regnskapspliktige å dokumentere ved dette brev at tillatelsen er gitt.

Bakgrunn

The North Alliance AS er et holdingselskap med datterselskaper innenfor reklamebyråer, designbyråer og IT selskaper. The North Alliance har operasjoner i Norge, Sverige, Danmark og Singapore. Selskapet er eiet av to aksjeselskaper. Styret har engelskspråklige medlemmer. Selskapet er finansiert med et børsnotert obligasjonslån hvor all rapportering av regnskapsinformasjon skal gjøres på engelsk. Selskapets virksomhet er internasjonal og arbeidsspråket er engelsk. Alle sentrale aktører og samarbeidspartnere innen denne bransjen behersker og benytter engelsk. En norsk oversettelse vil kun ha til formål å oppfylle regnskapslovens språkkrav.

Skattedirektoratets vurdering

Etter regnskapsloven § 3-4 tredje ledd skal *"årsregnskapet og årsberetningen ... være på norsk. Departementet kan ved ... enkeltvedtak bestemme at årsregnskapet og/eller årsberetningen kan være på et annet språk."*

I Ot. prp. nr. 42 (1997-1998) Om lov om årsregnskap m.v., er det uttalt følgende om regnskapslovens formål, jf. pkt. 1.1:

"Regjeringen har som siktemål at regnskapsloven skal bidra til informative regnskaper for ulike grupper av regnskapsbrukere. Regnskapsbrukerne er dels investorer og kreditorer som

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tilfører kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan foretaket drives, f.eks. de ansatte og lokalsamfunnet. Informasjonen til kapitalmarkedet skal gi grunnlag for riktig prising av finansielle objekter. Riktig prisdannelse på aksjer er en forutsetning for at ressursbruken i samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon.”

Det fremgår således at et av hovedformålene med regnskapsloven er å bidra til *“informative regnskaper for ulike grupper av regnskapsbrukere”*. Regnskapsbrukere vil omfatte, jf. uttalelsen i proposisjonen, blant andre investorer, kreditorer, ansatte og lokalsamfunnet.

Det er etter Skattedirektoratets vurdering derfor avgjørende ved vurdering av om dispensasjon fra kravet til å utarbeide årsregnskap og/eller årsberetning på norsk kan gis, at det ikke foreligger mulige brukere av regnskapsinformasjon som blir vesentlig berørt negativt ved en eventuell dispensasjon.

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt særlig vekt på at selskapet er eiet av to aksjeselskaper. Eierkretsen er begrenset. Arbeidsspråket er engelsk. Styret har engelskspråklige medlemmer. Videre er det vektlagt at selskapet driver virksomhet er internasjonal og i en bransje der alle sentrale aktører behersker og benytter engelsk språk.

Vennligst oppgi vår referanse ved henvendelser i saken.

Med hilsen

Rune Tystad
seniorrådgiver
Rettsavdelingen, foretaksskatt
Skattedirektoratet

Torstein Kinden Helleland

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer



To the General Meeting of The North Alliance Norge AS

Independent Auditor's Report

Opinion

We have audited the financial statements of The North Alliance Norge AS, which comprise:

- the financial statements of the parent company The North Alliance Norge AS (the Company), which comprise the statement of financial position as at 31 December 2023, the statement of profit and loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information, and
- the consolidated financial statements of The North Alliance Norge AS and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2023, the consolidated statement of profit and loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated 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 IFRS Accounting Standards as adopted by the EU, and
- the consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 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 (management) is responsible for the information in the Board of Directors' report and the other information accompanying the financial statements. The other information comprises information in the annual report, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the information in the Board of Directors' report nor the other information accompanying the financial statements.

In connection with our audit of the financial statements, our responsibility is to read the Board of Directors' report and the other information accompanying the financial statements. The purpose is to consider if there is material inconsistency between the Board of Directors' report and the other information accompanying the financial statements and the financial statements or our knowledge obtained in the audit, or whether the Board of Directors' report and the other information accompanying the financial statements otherwise appear to be materially misstated. We are required to report if there is a material misstatement in the Board

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of Directors' report or the other information accompanying the financial statements. We have nothing to report in this regard.

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

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

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 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. For further description of Auditor's Responsibilities for the Audit of the Financial Statements reference is made to: <https://revisorforeningen.no/revisionsberetninger>

Oslo, 28 June 2024

PricewaterhouseCoopers AS

Øystein Blåka Sandvik
State Authorised Public Accountant
(This document is signed electronically)



 Securely signed with Brevio

Revisjonsberetning

Signers:

Name	Method	Date
Sandvik, Øystein Blåka	BANKID	2024-06-28 17:21

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