Brønnøysundregistrene

ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2024 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer:	980 400 255
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	EVERBRIDGE NORWAY AS
Forretningsadresse:	13. etasje
	Innspurten 15
	0663 OSLO

Regnskapsår

Årsregnskapets periode:	01.01.2024 - 31.12.2024

Konsern

Morselskap i konsern:	Ja
Konsernregnskap lagt ved:	Ja

Regnskapsregler

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

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet:	Christian Solem
Dato for fastsettelse av årsregnskapet:	08.07.2025

Grunnlag for avgivelse

År 2024: Årsregnskapet er elektronisk innlevert
År 2023: Tall er hentet fra elektronisk innlevert årsregnskap fra 2024

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, 19.02.2026

Resultatregnskap

Beløp i: NOK	Note	2024	2023
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt	3	73 944 935	72 567 434
Sum inntekter		**73 944 935**	**72 567 434**
Kostnader			
Varekostnad		45 424 111	47 412 962
Lønnskostnad	4	49 116 049	56 422 969
Avskrivning på varige driftsmidler og immaterielle eiendeler	6,11	1 518 975	1 667 577
Annen driftskostnad	5	17 635 440	14 087 320
Sum kostnader		**113 694 575**	**119 590 828**
Driftsresultat		**-39 749 640**	**-47 023 394**
Finansinntekter og finanskostnader			
Renteinntekt fra foretak i samme konsern	7	391 278	1 731 857
Annen finansinntekt		0	17 253 739
Sum finansinntekter		**391 278**	**18 985 596**
Annen rentekostnad		537 936	381 629
Annen finanskostnad		-1 458 963	2 040 855
Sum finanskostnader		**-921 027**	**2 422 484**
Netto finans		**1 312 305**	**16 563 112**
Resultat før skattekostnad		**-38 437 335**	**-30 460 282**
Årsresultat		**-38 437 335**	**-30 460 282**

Balanse

Beløp i: NOK	Note	2024	2023
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utvikling	6	0	44 865
Sum immaterielle eiendeler		**0**	**44 865**
Varige driftsmidler			
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende	6	170 427	199 049
Sum varige driftsmidler		**170 427**	**199 049**
Finansielle anleggsmidler			
Investering i datterselskap	8	8 654 082	9 176 436
Lån til foretak i samme konsern	10	0	23 388 994
Andre fordringer		468 172	3 039 464
Right-of-use asset	11	3 140 129	4 560 839
Sum finansielle anleggsmidler		**12 262 383**	**40 165 733**
Sum anleggsmidler		**12 432 810**	**40 409 647**
Omløpsmidler			
Varer			
Fordringer			
Kundefordringer	22	22 540 601	15 172 242
Andre fordringer		9 930 870	4 899 735
Konsernfordringer	10	517 058	7 392 337
Sum fordringer		**32 988 529**	**27 464 314**
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende	13	40 698 432	12 101 966
Sum bankinnskudd, kontanter og lignende		**40 698 432**	**12 101 966**
Sum omløpsmidler		**73 686 961**	**39 566 280**
SUM EIENDELER		**86 119 771**	**79 975 927**

Balanse

Beløp i: NOK	Note	2024	2023
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital		8 871 709	5 871 709
Annen innskutt egenkapital		284 610 189	260 466 810
Sum innskutt egenkapital		**293 481 898**	**266 338 519**
Opptjent egenkapital			
Annen egenkapital		-288 887 255	-245 721 795
Sum opptjent egenkapital		**-288 887 255**	**-245 721 795**
Sum egenkapital		**4 594 643**	**20 616 724**
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Øvrig langsiktig gjeld		1 104 718	961 524
Langsiktig uopptjent inntekt		0	532 853
Langsiktig operasjonell leieforpliktelse	11	1 834 697	3 379 352
Sum annen langsiktig gjeld		**2 939 415**	**4 873 729**
Sum langsiktig gjeld		**2 939 415**	**4 873 729**
Kortsiktig gjeld			
Leverandørgjeld		2 062 072	988 954
Skyldige offentlige avgifter		5 895 438	6 570 004
Kortsiktig konserngjeld	10	24 099 963	9 390 641
Annen kortsiktig gjeld	14	16 407 109	11 643 030
Uopptjent inntekt		30 121 133	25 892 845
Sum kortsiktig gjeld		**78 585 715**	**54 485 474**
Sum gjeld		**81 525 130**	**59 359 203**
SUM EGENKAPITAL OG GJELD		**86 119 773**	**79 975 927**

Brønnøysundregistrene

ÅRSREGNSKAP FOR REGNSKAPSÅRET 2024 - GENERELL INFORMASJON

Journalnummer:	2026 313099

Enheten

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Organisasjonsform:	Aksjeselskap
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Forretningsadresse:	13. etasje Innspurten 15 0663 OSLO

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Brønnøysundregistrene, 18.02.2026

Brønnøysundregistrene
Postadresse: Postboks 900, 8910 Brønnøysund
Telefon: 75 00 75 00
E-post: firmapost@brreg.no Internett: www.brreg.no
Organisasjonsnummer: 974 760 673

Organisasjonsnr: 980 400 255
EVERBRIDGE NORWAY AS

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EVERBRIDGE NORWAY AS

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SUM EGENKAPITAL OG GJELD		**86 119 773**	**79 975 927**

Organisasjonsnr: 980 400 255
EVERBRIDGE NORWAY AS

NOTEOPPLYSNINGER - SELSKAP

- alle poster oppgitt i hele tall

Note
2

Regnskapsprinsipper

Note
2

Note
4

Antall årsverk i regnskapsåret
29.00

Note
4

Spesifisering av resultatregnskapet

Lønnkostnader

Lønn	Årets	Fjorårets
	32585859.00	36310867.00

Folketrygdavgift	Årets	Fjorårets
	7152773.00	6730957.00

Pensjonskostnader	Årets	Fjorårets
	1661866.00	1664460.00

Andre ytelser	Årets	Fjorårets
	7715550.00	11716685.00

Sum lønnskostnader	Årets	Fjorårets
	49116049.00	56422969.00

Note

Ekstraordinære inntekter og kostnader

Sum	Beløp

Balanseført verdi 31.12.	Varige driftsmidler	Immaterielle eiend.

Konsernregnskap

Morselskapet sitt navn

Forretningskontor for morselskapet

Begrunnelse for at datterselskap er utelatt fra konsolideringen

Konsern, tilknyttet selskap m.v. - fordringer og gjeld

Fordringer

Samlet beløp - tilknyttet selskap	Årets	Fjorårets

Samlet beløp - foretak i samme konsern	Årets	Fjorårets

Samlet beløp - foretak i samme konsern	Årets	Fjorårets

Samlet beløp - felles kontrollert virksomhet	Årets	Fjorårets

Pantstillelse	Beløp

Beholdning av egne aksjer	Antall	Pålydende	Andel av aksjek.

Note

Lån og sikkerhetsstillelse til medlemmer
Er det gitt lån eller sikkerhetsstillelse til ledende personer: Nei

Opplysninger om: **Medlemmer av:**

Mer om lån og sikkerhetsstillelse

Registered number: 08216417

EVERBRIDGE HOLDINGS LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2024

EVERBRIDGE HOLDINGS LIMITED

COMPANY INFORMATION

Directors	G J Kellaway D E Rockvam (appointed 4 March 2024) P Brickley (resigned 4 March 2024)
Company secretary	G J Kellaway
Registered number	08216417
Registered office	5th Floor 10 Brook Street Mayfair London W1S 1BG
Independent auditor	S&W Audit Chartered Accountants & Statutory Auditor Brockbourne House 77 Mount Ephraim Tunbridge Wells TN4 8BS

EVERBRIDGE HOLDINGS LIMITED

CONTENTS

EVERBRIDGE HOLDINGS LIMITED

GROUP STRATEGIC REPORT
FOR THE YEAR ENDED 31 DECEMBER 2024

Introduction

The principal activity continued to be that of empowering organizations to anticipate, mitigate, respond to, and ultimately emerge stronger from critical events with the industry's only end-to-end critical event management platform. The Group delivers reliability, security and compliance, creating measurable business advantage for customers with the objective of keeping people safe and organizations running.

Business review

The Everbridge Holdings Group is part of the group owned by Everbridge Inc., a company incorporated in the United States of America. The results of the group are included in the consolidated financial statements of Everbridge Inc.. On July 2nd, 2024 the Group was acquired by Thoma Bravo, LP, a leading software investment firm.

Everbridge is a global software company that empowers resilience by leveraging intelligent automation technology to enable customers to anticipate, mitigate, respond to, and recover from critical events to keep people safe and organizations running.

Through its CEM platform, the Company delivers reliable enterprise-ready applications that provide organizations with the ability to assess threats, locate people, automate actions, monitor incident response, and deliver contextual communications in any volume, in near-real time.

The applications enable:

- Communications to key stakeholders during emergency situations.
- Corporate communications with customers and employees.
- Automated outreach to on-call personnel.
- Integrated threat assessment and visualization.
- Integration of physical security data with location awareness data gathered from travel, network and access systems to rapidly find and communicate with employees during disruptive events.
- Securely designed and efficiently implemented communications among healthcare providers and patients.
- Community engagement and collaboration with citizens and businesses.
- Critical IoT communications between machines and from machines to people.
- Mobile response plan deployment and management of incidence response.

The Critical Event Management solutions include:
Business Operations
The environment in which businesses operate is becoming more and more complex. Critical events such as COVID-19, severe weather, civil unrest and supply chain disruption impact the resilience of businesses. Everbridge Business Operations helps businesses prepare for, and respond to, critical events, protecting facilities and business operations. Built on Everbridge's industry-leading CEM platform, businesses can detect potential risks which might impact business operations and orchestrate a response in seconds across teams as well as digital and physical systems.

People Resilience
The increasing frequency of critical events such as severe weather, global pandemic and civil unrest over the past few years has challenged many organizations to extend their duty of care responsibilities beyond traditional safety and security in the workplace to include health and wellness of people. At the same time the scope of those responsibilities has moved beyond the traditional office and plant-based work model to work in motion where an employee could be working in the office, at home, in the field, or travelling. Everbridge People Resilience helps businesses prepare for, and respond to, critical events, keeping people healthy, safe, and productive wherever they work or travel around the globe. Built on Everbridge's industry-leading CEM platform, businesses can detect potential threats that might impact people, and orchestrate a rapid response across teams as well as digital and physical systems.

EVERBRIDGE HOLDINGS LIMITED

GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024

Digital Operations
The Everbridge Digital Operations Platform goes one step beyond signal enrichment by combining signals from multiple monitoring tools into a relevant context that provides resolvers with clear situational awareness. Massive growth in digital service has both empowered businesses and exposed new vulnerabilities which expands the possibility of threats. A digital operations platform enables agile service delivery models, providing resiliency for IT systems in an increasingly virtual world. Organizations now consider great customer experiences imperative to their business and are pivoting towards streamlining and automating digital operations. As a result, service uptime is crucial to delivering that experience. Through event correlation, incident suppression, signal enrichment, context-rich categorization, and prioritization, organizations can monitor issues and react before an incident becomes a business problem.

Smart Security
Everbridge Smart Security helps organizations maintain control of their security by identifying threats to their people or assets and orchestrating a rapid response across teams and systems, all within an easy-to use common platform. Theft, vandalism, violence, civil unrest, terrorism, and natural disasters are just some of the critical events security practitioners are faced with today. Keeping people safe and assets secure in the face of ever-Increasing and ever-more diverse threats is a constant challenge for many organizations. Operations also continue to grow, involving more systems, more users, and much more data. All of this can be difficult to manage and costly to control. When a critical event unfolds and information floods an organization, it needs to get the right information to the right people at the right time to protect its people and their assets and to ensure operational continuity.

Public Safety
Public Safety harnesses the ability to monitor critical events, alert the population, and mobilize a coordinated response across multiple agencies. The frequency of natural and human-made disasters is on the rise, and simultaneously, monitoring, collaborating, and communicating during incidents is becoming increasingly complex. For over 20 years, we have partnered with governments worldwide. From fires or floods to terrorist attacks, we have monitored potential hazards to help governments prepare and respond to incidents, and effectively provide the right people with the right information. Be it a country-wide emergency or a neighbourhood outage, communities rely on Everbridge to keep them informed and safe.

With enterprise grade redundancy, scalability and uptime, the Everbridge platform has the ability to reach residents and visitors in almost all of the world's countries and territories.

Technology
The design and development of our applications, and our critical communication and critical event management platforms include the following key attributes:

Robust, Enterprise-Grade Scalability and Reliability
Given the mission-critical nature of our solutions, our multi-tenant platform was designed to provide a robust, high level of resiliency, scalability and redundancy. We use multiple geographically distributed service providers and communications carriers to achieve a high degree of redundancy, fault tolerance and cost-effective operations. We have multiple layers of redundancy and a horizontal scaling model across our infrastructure to deliver high availability and performance. Similarly, we leverage redundant downstream communications providers to enable our services to remain uninterrupted even if a particular provider encounters technical difficulties.

Multi-Modal, Globally Local Communications Delivery
We optimize international call routing across hundreds of telecommunications providers to enable higher voice quality, improved delivery rates during emergencies and the ability to configure local caller IDs to improve recognition and answer rates. We also work with multiple SMS providers to identify regulatory hurdles and deploy and actively manage an optimal mix of national and international SMS codes to ensure high delivery and response rates.

Hybrid Infrastructure
To provide highly scalable and global solutions, we employ redundant, geographically diverse production implementations of our platform infrastructure in multiple SOC 2-compliant data center facilities in North America and Europe. Within each data center, we utilize a hybrid-cloud architecture that enables us to leverage both proprietary and third-party infrastructure services to enable "on-demand" capacity and performance without substantial upfront investment. Our architecture enables our platform to dynamically determine the best location from which to deliver critical communications on behalf of our customers and solves many international communications delivery challenges by utilizing in-country or in-region telephony, messaging and data communication providers. Our infrastructure is continuously maintained and monitored by dedicated engineers based in redundant network operations centers in the Los Angeles and Boston areas.

Dynamic Location Detection
Our platform can create and update dynamic data sets containing a contact's last-known location, including the airport, street, building floor or conference room at which the contact was most recently present. Multiple data sources can be aggregated including building access control and badging systems, wired and wireless network access points, and corporate travel management and office hoteling systems. These data are used to best locate a contact in an emergency or critical business situation, independent of the contact's home or office location. Contacts can also share their location via a three-in-one mobile panic button application, which sends a panic message to the applicable organization's security team, and also includes the ability to send audio and video content, to check-in to capture and report geo-location data and to establish a safe corridor through a potentially unsafe area.

Comprehensive Customer Support Services
We are committed to the success of our customers. We demonstrate this commitment by offering a comprehensive set of support services to help our customers get started quickly, follow best practices, and realize on-going value from our critical communications solution.

Everbridge Holdings Consolidated is a critical part of the Everbridge larger global group and focuses in the European and Asia areas.

Principal risks and uncertainties

The management of the business and the execution of the group's strategy are subject to a number of risks. These include global trading conditions, technological advancement, credit and currency risk. Further risks that the group face are as follows:

- Brexit - The directors are continually monitoring post-Brexit trading and due to the mainland Europe presence that the group holds, they do not consider there to be any long term adverse effects to business.
- Geopolitical frictions – The directors are continually monitoring the effects of instability in particular geographical areas due to conflicts and local unrest as for example in Ukraine and in the Middle East.
- Economic downturn - Management acknowledges the importance of maintaining close relationships with its key customers in order to be able to identify the early signs of potential financial difficulties. Sales trends in the group's major markets are constantly reviewed to enable early action to be taken in the event of sales declining.
- COVID-19 - the directors continue to monitor the effects of the COVID-19 pandemic and continues to follow government guidelines on the matter. The group continues to mitigate the risk to employees by following government advice in each geographical location in which it operates.
- Competitor pressure - The market in which the group operates is considered to be relatively competitive, and therefore competitor pressure could result in losing sales to key competitors. The group manages this risk by providing quality technical solutions and maintaining strong relationships with its key customers.
- Reliance on key suppliers - The group's purchasing activities could expose it to over reliance on certain suppliers and inflationary pricing pressure. The group manages this risk by ensuring there is enough breadth in its supplier base and by constantly seeking to find potential alternative suppliers that may be used, if necessary.

- Loss of key personnel - This would present significant operational difficulties for the group. Management seek to ensure that key personnel are appropriately remunerated to ensure that good performance is recognized.
- Liquidity risk - The directors are aware that cash flow is the group's biggest risk to its ability to continue as a going concern. The group addresses cash flow by carefully managing its working capital inflows and outflows and works closely with the finance providers to manage these risks, along with obtaining financial support from the Company's parent undertaking Everbridge Inc.
- Currency risk - The group's principal foreign currency exposure arises from trading with overseas companies. Group policy allows, but does not demand, that these exposures may be hedged in order to fix the cost in sterling.
- Credit risk - Credit risk arises from transactions with third party customers. The group has policies which require appropriate credit checks on potential customers and regularly reviews the utilization of individual customer credit limits.

Financial key performance indicators

	2024	2023	Variance
Revenue	£67,155,677	£66,189,657	-1%
Bookings	$14,538,509	$13,064,931	11%

With a revenue decrease by 1% year on year between 2023 and 2024 the bookings levels have however improved by 11% providing a reassurance on future abilities of the group to generate sustainable growth maintaining the market coverage while improving synergies within the group.

Following the acquisition by Thoma Bravo, LP on 2nd July 2024, the group focused on strategically realigning the offering around the core CEM platform as well as resources in order to accelerate and grow the investments. This included a targeted realignment and reduction of headcount, facilities and other third-party spend. This realignment was substantially completed by the end of 2024.

These KPI's provide information on growth and sales productivity specific to the International Sales team. These KPI's are generated quarterly and are included in the overall quarterly KPI Report compiled for Everbridge Inc and its subsidiaries.

Going concern

Everbridge Holdings Group operates as part of the Everbridge Group. The increase in costs comparative to revenue in the current period is related to the recent period of growth and expansion through acquisition and it is now followed by a time of consolidating the new assets as part of an ongoing group reorganization project. Everbridge Inc. confirms that it will continue to provide financial support on behalf of the Group for Everbridge Holdings Limited and its subsidiaries and stand behind all obligations of all entities within the Everbridge Holdings Group.

Other key performance indicators

	2024	2023
Head count	555	564

Headcount decreased by 2% overall during the year, while increments in the headcount were seen in the development team particularly in India, Hungary and New Zealand the sales and marketing organization was reduced and both trends were the effect of continuous streamlining of our organization.

EVERBRIDGE HOLDINGS LIMITED

GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024

Directors' statement of compliance with duty to promote the success of the Group

This section forms our Section 172 disclosure, describing how, the Directors considered the matters set out in section 172(1)(a) to (f) of the Companies Act 2006. The Directors also took into account the views and interests of a wider set of stakeholders, including regulators.

The Directors have acted in a way that they considered, in good faith, to be most likely to promote the success of the company and its group for the benefit of its stakeholders, and in doing so had regard, amongst other matters, to:

- the likely consequences of any decision in the long term;
- the need to foster business relationships with suppliers, customers and others;
- the impact of the group's operations on the community and the environment;
- the desirability of the group maintaining a reputation for high standards of business conduct; and
- the need to act fairly as between members of the company.

The Board of directors has identified the following key stakeholders to be considered in their decisions during the year.

Shareholders
The Company's ultimate parent corporation was Everbridge, Inc. based in Burlington, Massachusetts and formerly listed on the NASDAQ prior to the acquisition by Thoma Bravo in July 2024. The Board works closely with the board of Everbridge, Inc. in meeting the goals of the group as a whole, along with those of the company and its group.

Employees
The board encourages employee engagement through forums on site and internationally, surveys, briefings and grant awards to employees to drive staff decisions directly impacting the working environment. Employee safety has been and remains of paramount importance in ensuring appropriate measures have been put into place as a result of the COVID-19 pandemic.

Suppliers
Suppliers are a critical link in the overall supply chain for the Group, providing a source of value, consistency of quality and service and opportunity for innovation to meet the Group's business needs. The Group uses regular reviews for two-way engagement for performance improvement or development of the group's products.

Customers
Engagement with customers drives alignment with their values, strategies and priorities and strategic partnerships to help ensure business sustainability and growth. The Group has regular communication and review meetings to agree short, medium and long term goals to develop relationships and ensure continuous improvement.

Regulatory bodies - Government
The Group's products are playing a major role in the government's regulatory bodies' intentions for business resilience and perseverance in their day-to-day operations as well - with this the Group makes sure to be up to date with the latest data security and anti-fraud policies to make sure data management regarding all the Group's products is impeccable.

With this the Group aim to enhance business knowledge and compliance. The Group is also working closely together with the government of certain countries to ensure compliance with R&D activity policies as the Group received contributions from those countries to help maintain and improve our valuable R&D processes.

EVERBRIDGE HOLDINGS LIMITED

**GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024**

Community
To be engaged in the community is recognised as important both by employees and the board members. Employees of the Group are granted additional days-off for community work or any kind of charitable activity based on their preferences.

This report was approved by the board and signed on its behalf.

Glynnis Kellaway

G J Kellaway
Director

Date: 15/02/2026

EVERBRIDGE HOLDINGS LIMITED

DIRECTORS' REPORT
FOR THE YEAR ENDED 31 DECEMBER 2024

The directors present their report and the financial statements for the year ended 31 December 2024.

Results and dividends

The loss for the year, after taxation, amounted to £13,777,959 *(2023 - £30,204,217)*.

The Company did not declare or pay a dividend in the year *(2023 - £Nil)*.

Directors

The directors who served during the year were:

G J Kellaway
D E Rockvam (appointed 4 March 2024)
P Brickley (resigned 4 March 2024)

Future developments

The Group intends to continue advancing its technology platform and expanding its digital capabilities to support long term growth. Over the next financial year, the Group will focus on strengthening its software development roadmap, with particular emphasis on cloud native solutions, automation, and data driven functionalities. Investment will be increased in research and development to accelerate innovation across artificial intelligence, cybersecurity, and advanced analytics.

To enhance scalability and operational efficiency, the Group plans to further modernise its IT infrastructure and streamline systems across its subsidiaries. This includes continued migration to cloud based environments, improving integration between products, and enhancing the resilience and security of the Group's technology estate.

The Group will also pursue opportunities to expand its presence in key international markets by broadening its product offering and developing strategic partnerships with technology providers and enterprise customers. These initiatives are intended to strengthen the Group's competitive position and support sustainable revenue growth.

Management continues to monitor external factors, including evolving regulatory requirements and rapid technological shifts within the sector. The Board remains confident that the Group's strategic initiatives, combined with disciplined cost management and ongoing investment in innovation, position the Group well for future development and long term success.

Engagement with suppliers, customers and others

The Board recognises the importance of effective engagement with suppliers, customers and other key stakeholders in supporting the Group's long term performance. The Group works closely with cloud infrastructure partners, software vendors and security providers, carrying out regular reviews and due diligence assessments to ensure service quality, data protection, and operational resilience.

Customer engagement remains central to the Group's strategy. Feedback from business reviews, product forums and in platform surveys continues to guide product development and service enhancements. The Group also strengthened customer support and onboarding processes to improve satisfaction and retention.
The Group maintains ongoing dialogue with industry bodies and regulators to ensure compliance with evolving data privacy, AI and cybersecurity requirements. Stakeholder insights are considered by the Board when making key strategic decisions, supporting responsible growth and the delivery of reliable, secure, and customer focused SaaS solutions.

Greenhouse gas emissions, energy consumption and energy efficiency action

The Group has reviewed its energy usage, associated greenhouse gas emissions, energy actions and energy performance for the reporting period of fiscal year January - December 2024 under the government policy Streamlined Energy & Carbon Reporting (SECR).

The Everbridge UK-incorporated business includes the following locations in its operational boundary over which it has operational control:

- Christchurch - BAE Systems Grange Road, Christchurch, United Kingdom
- Camberley - Building 3, Watchmoor Park, Camberley, United Kingdom

The intensity metric for the financial year 2024 was 0.91 CO2e/£m.

	2024
Scope 1 emissions (mTCO2e)	**14.33**
Scope 2 emissions (mTCO2e)	**45.99**
Total gross Scope 1 & Scope 2 emissions (mTCO2e)	**60.32**
Total energy consumption used to calculate about emissions (kWh) (Scope 1 & 2)	**300,648**
Turnover (£m)	**67.16**
Intensity ratio: tCO2e (gross scope 1 & 2) / Turnover (£m)	**0.90**
Tonnes of CO2 equivalent divided by Turnover in £m from employee business travel for which the group does not own or control (grey fleet) (Scope 2)/tCO2e	**0.00**
Total gross Scope 1, 2 & 3 emmissions/tCO2e (Inc . grey fleet)	**60.32**
Energy consumption used to calculate above emissions: kWh (Inc. grey fleet)	**300,648**

The year ended 31 December 2024 is the first period in which the Group is required to prepare consolidated financial statements under UK GAAP and therefore also the first year in which Streamlined Energy and Carbon Reporting (SECR) disclosures have been prepared on a consolidated basis. The disclosures have been presented for 2024; however, the specific information required to provide comparative figures for the prior period is not available.

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company and the Group's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the Company and the Group's auditor is aware of that information.

Post balance sheet events

There have been no significant events affecting the Group since the year end.

Auditor

The auditor, S&W Audit (a trading name of S&W Partners Audit Limited, formerly CLA Evelyn Partners Limited), will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

EVERBRIDGE HOLDINGS LIMITED

DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024

This report was approved by the board and signed on its behalf.

Glynnis Kellaway

G J Kellaway
Director

Date: 15/02/26

EVERBRIDGE HOLDINGS LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2024

The directors are responsible for preparing the Group Strategic Report, the Directors' Report and the consolidated financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and the Group and of the profit or loss of the Group for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the Group's financial statements and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and the Group and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

S&W

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EVERBRIDGE HOLDINGS LIMITED

Opinion

We have audited the financial statements of Everbridge Holdings Limited (the 'parent company') and its subsidiaries (the 'Group') for the year ended 31 December 2024 which comprise the Statement of Comprehensive Income, the Consolidated Balance Sheet, the Company Balance sheet, the Consolidated Statement of Changes in Equity, the Company Statement of Changes in Equity, Statement of Cash Flows and the notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 “The Financial Reporting Standard applicable in the UK and Republic of Ireland” (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2024 and of the Group's loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. 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 group and parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC’s Ethical Standard, 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.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors’ use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group and parent company’s ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

EVERBRIDGE HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EVERBRIDGE HOLDINGS LIMITED (CONTINUED)

Other information

The other information comprises the information included in the Annual report and financial statements, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the Annual report and financial statements. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Group and the parent company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement set out on page 10, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine 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, the directors are responsible for assessing the Group's and the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or the parent company or to cease operations, or have no realistic alternative but to do so.

EVERBRIDGE HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EVERBRIDGE HOLDINGS LIMITED (CONTINUED)

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 (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

We obtained a general understanding of the Group's and Company's legal and regulatory framework through enquiry of management concerning their understanding of relevant laws and regulations, the entities' policies and procedures regarding compliance, and how they identify, evaluate and account for litigation claims. We also drew on our existing understanding of the Group's and Company's industry and regulation.

We understand that the Group and the Company comply with the framework through:

- Outsourcing payroll, accounts preparation and tax compliance to external experts.
- Subscribing to relevant updates from external experts, and making changes to internal procedures and controls as necessary.

In the context of the audit, we considered those laws and regulations which determine the form and content of the financial statements, which are central to the Group's and Company's ability to conduct their business, and/or where there is a risk that failure to comply could result in material penalties. We identified the following laws and regulations as being of significance in the context of the Group and Company:

- The Companies Act 2006 and FRS 102 in respect of the preparation and presentation of the financial statements.
- UK General Data Protection Regulation (GDPR).
- UK taxation law.

We performed the following specific procedures to gain evidence about compliance with the significant laws and regulations identified above:

- Detailed review of the procedures management has implemented over compliance with GDPR.

The senior statutory auditor led a discussion with senior members of the engagement team regarding the susceptibility of the Group's and Company's financial statements to material misstatement, including how fraud might occur. The areas identified in this discussion were:

- Overstatement of revenues due to cut-off issues through manipulation of deferred or accrued income in the balance sheet.
- Manipulation of the financial statements, especially revenue, via fraudulent journal entries.
- Share-based payment calculation estimation and disclosure due to the complex nature of these transactions.
- Related party transactions not being fully disclosed, given the number of entities within the Everbridge group.
- Overstatement of trade debtors due to the inclusion of potentially irrecoverable balances not adequately provided for at the year-end.
- Unrecognised liabilities or undisclosed contingent liabilities resulting from non-compliance with UK GDPR.
- Potential overstatement of goodwill and impairment charges thereon, due to the valuation models used being subject to significant estimation uncertainty and judgement, together with potentially inappropriate useful economic lives for the amortisation of goodwill.

- Potential misstatement of the Company's investments in subsidiaries and impairment charges and reversals thereon, due to the valuation models used being subject to significant estimation uncertainty and judgement.
- Potential misstatements arising from the consolidation process, which is being conducted for the first time.
- Potential misstatements of opening balances in the Group's financial statements for the year ended 31 December 2024, given that this is the first time that consolidated accounts have been prepared and that the comparatives were therefore not audited.

These areas were communicated to the other members of the engagement team not present at the discussion.

The procedures we carried out to gain evidence in the above areas included:

- Substantive, sample-based work on cut-off and recognition of revenues through the year and at the year-end, ensuring that revenues have been recognised in the correct period.
- Testing journal entries, focusing particularly on postings to unexpected or unusual accounts and those posted at unusual times.
- Detailed review of the shared-based payment calculations and challenge of the estimates used.
- Detailed review and reconciliation of the transactions and balances with related parties and consideration of the disclosure requirement for these.
- Tracing a sample of year-end trade debtors through to post-year-end receipts to ensure they have been recovered, and challenging management on recoverability where these have not been settled or provided for.
- Discussion with the Group's Chief Legal & Compliance Officer to identify examples of non-compliance with GDPR.
- Detailed review of the valuation models and resulting impairment charges (and, in the case of investments, impairment reversals), using valuation specialists to support us in considering the appropriateness of key estimates and judgements.
- Assessment of useful economic lives of goodwill, with reference to underlying data, such as customer retention rates.
- Detailed review of consolidation adjustments and reconciliations to the underlying subsidiaries' financial statements.
- Sample-based testing on opening balances and the consideration of how the misstatements identified impacted the closing balances at 31 December 2024.

Overall, the senior statutory auditor was satisfied that the engagement team collectively had the appropriate competence and capabilities to identify or recognise irregularities.

A further description of our responsibilities is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Other matters

The comparative consolidated financial statements (i.e. those presented as 31 December 2023) were not audited. This is because the year ended 31 December 2024 is the first period for which consolidated financial statements have been prepared.

EVERBRIDGE HOLDINGS LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF EVERBRIDGE HOLDINGS LIMITED (CONTINUED)

Use of our report

This report is made solely to the parent company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the parent company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the parent company and the parent company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Matthew Neill BA(Hons) MA FCA (Senior Statutory Auditor)

for and on behalf of
S&W Audit

Chartered Accountants
Statutory Auditor

Brockbourne House
77 Mount Ephraim
Tunbridge Wells
TN4 8BS
Date:

EVERBRIDGE HOLDINGS LIMITED

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2024

	Note	2024 £	*Unaudited* *2023* *£*
Turnover	4	**67,155,677**	*66,189,657*
Cost of sales		**(32,565,719)**	*(23,497,755)*
Gross profit		**34,589,958**	*42,691,902*
Administrative expenses		**(42,911,630)**	*(68,993,769)*
Exceptional administrative expenses	12	**(2,077,138)**	*(1,455,665)*
Operating loss	5	**(10,398,810)**	*(27,757,532)*
Interest receivable and similar income	9	**83,834**	*206,518*
Interest payable and similar expenses	10	**(2,715,072)**	*(2,282,925)*
Loss before taxation		**(13,030,048)**	*(29,833,939)*
Tax on loss	11	**(747,911)**	*(370,278)*
Loss for the financial year		**(13,777,959)**	*(30,204,217)*
Exchange differences on translating foreign operations		**(7,476,106)**	*10,265,667*
Other comprehensive income for the year		**(7,476,106)**	*10,265,667*
Total comprehensive income for the year		**(21,254,065)**	*(19,938,550)*
(Loss) for the year attributable to:			
Owners of the parent Company		**(13,777,959)**	*(30,204,217)*
		(13,777,959)	*(30,204,217)*

There were no recognised gains and losses for 2024 or 2023 other than those included in the consolidated statement of comprehensive income.

The notes on pages 25 to 57 form part of these financial statements.

EVERBRIDGE HOLDINGS LIMITED
REGISTERED NUMBER:08216417

CONSOLIDATED BALANCE SHEET
AS AT 31 DECEMBER 2024

	Note		2024 £		*Unaudited 2023 £*
Fixed assets					
Intangible assets	13		**31,174,445**		*37,941,275*
Tangible assets	14		**596,487**		*1,033,616*
			31,770,932		*38,974,891*
Non-current debtors					
Debtors: amounts falling due after more than one year	16		**332,104**		*3,476,434*
Total non-current assets			**32,103,036**		*42,451,325*
Current assets					
Debtors: amounts falling due within one year	16	**49,127,184**		*40,679,589*	
Cash at bank and in hand	17	**11,197,633**		*15,019,550*	
		60,324,817		*55,699,139*	
Creditors: amounts falling due within one year	18	**(107,755,259)**		*(92,077,749)*	
Net current liabilities			**(47,430,442)**		*(36,378,610)*
Total assets less current liabilities			**(15,327,406)**		*6,072,715*
Creditors: amounts falling due after more than one year	19		**(919,987)**		*(804,200)*
Provisions for liabilities					
Deferred tax		**(48,592)**		*(281,667)*	
			(48,592)		*(281,667)*
Defined benefit scheme liability	25		**(319,072)**		*(347,840)*
Net (liabilities)/assets			**(16,615,057)**		*4,639,008*
Capital and reserves					
Called up share capital	22		**1,000**		*1,000*
Capital contribution reserve	23		**228,170,207**		*228,170,207*
Foreign exchange reserve	23		**13,324,125**		*20,800,231*
Profit and loss account	23		**(258,110,389)**		*(244,332,430)*
			(16,615,057)		*4,639,008*

EVERBRIDGE HOLDINGS LIMITED
REGISTERED NUMBER:08216417

CONSOLIDATED BALANCE SHEET (CONTINUED)
AS AT 31 DECEMBER 2024

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

Glynnis Kollaway

G J Kellaway
Director

Date: 15/02/26

The notes on pages 25 to 57 form part of these financial statements.

EVERBRIDGE HOLDINGS LIMITED
REGISTERED NUMBER:08216417

COMPANY BALANCE SHEET
AS AT 31 DECEMBER 2024

	Note		2024 £		*As restated* 2023 £
Fixed assets					
Investments	15		**52,357,274**		*53,043,223*
Creditors: amounts falling due within one year	18	**(5,951,844)**		*(5,507,194)*	
Net current liabilities			**(5,951,844)**		*(5,507,194)*
Total assets less current liabilities			**46,405,430**		*47,536,029*
Net assets			**46,405,430**		*47,536,029*
Capital and reserves					
Called up share capital	22		**1,000**		*1,000*
Capital contribution reserve	23		**228,170,207**		*228,170,207*
Profit and loss account	23		**(181,765,777)**		*(180,635,178)*
			46,405,430		*47,536,029*

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements. The loss after tax of the parent company for the year was £1,130,599 *(2023 - £4,114,445 as restated)*.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

Glynnis Kellaway

G J Kellaway
Director

Date: 15/02/26

The notes on pages 25 to 57 form part of these financial statements.

EVERBRIDGE HOLDINGS LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2024

	Called up share capital	Capital contribution reserve	Foreign exchange reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 January 2023	1,000	227,345,666	10,534,564	(214,128,213)	23,753,017
Comprehensive income for the year					
Loss for the year	-	-	-	(30,204,217)	(30,204,217)
Exchange differences on translating foreign operations	-	-	10,265,667	-	10,265,667
Contributions by and distributions to owners					
Reserve movements	-	824,541	-	-	824,541
At 1 January 2024	1,000	228,170,207	20,800,231	(244,332,430)	4,639,008
Comprehensive income for the year					
Loss for the year	-	-	-	(13,777,959)	(13,777,959)
Exchange differences on translating foreign operations	-	-	(7,476,106)	-	(7,476,106)
At 31 December 2024	1,000	228,170,207	13,324,125	(258,110,389)	(16,615,057)

The notes on pages 25 to 57 form part of these financial statements.

EVERBRIDGE HOLDINGS LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2024

	Called up share capital	Capital contribution reserve	Profit and loss account	Total equity
	£	£	£	£
At 1 January 2023 (as previously stated)	**1,000**	**227,848,213**	**(117,094,635)**	**110,754,578**
Prior year adjustment - see note 30	**-**	**(502,547)**	**(59,426,098)**	**(59,928,645)**
At 1 January 2023 (as restated)	**1,000**	**227,345,666**	**(176,520,733)**	**50,825,933**
Comprehensive income for the year				
Loss for the year	**-**	**-**	**(4,114,445)**	**(4,114,445)**
Capital contributions from parent company	**-**	**824,541**	**-**	**824,541**
At 1 January 2024 (as previously stated)	**1,000**	**228,672,754**	**(180,909,613)**	**47,764,141**
Prior year adjustment - see note 30	**-**	**(502,547)**	**274,435**	**(228,112)**
At 1 January 2024 (as restated)	**1,000**	**228,170,207**	**(180,635,178)**	**47,536,029**
Comprehensive income for the year				
Loss for the year	**-**	**-**	**(1,130,599)**	**(1,130,599)**
At 31 December 2024	**1,000**	**228,170,207**	**(181,765,777)**	**46,405,430**

The notes on pages 25 to 57 form part of these financial statements.

EVERBRIDGE HOLDINGS LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2024

	2024 £	*Unaudited 2023 £*
Cash flows from operating activities		
Loss for the financial year	**(13,777,959)**	*(30,204,217)*
Adjustments for:		
Amortisation of intangible assets	**6,766,830**	*6,919,346*
Depreciation of tangible assets	**614,374**	*853,093*
Impairment of intangible fixed assets	**-**	*604,974*
Loss on disposal of tangible assets	**3,706**	*5,884*
Interest expense	**2,805,933**	*2,282,915*
(Increase)/decrease in debtors	**(5,303,266)**	*376,761*
Increase/(decrease) in creditors	**19,219,191**	*(815,030)*
Foreign currency exchange (P/L)	**(13,735,501)**	*17,711,013*
Net cash generated from operating activities	**(3,406,692)**	*(2,265,261)*
Cash flows from investing activities		
Purchase of tangible fixed assets	**(351,678)**	*(395,312)*
Net cash from investing activities	**(351,678)**	*(395,312)*

EVERBRIDGE HOLDINGS LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2024

	2024 £	2023 £
Cash flows from financing activities		
Net movement in bank loans	**(63,547)**	*(63,547)*
Net cash used in financing activities	**(63,547)**	*(63,547)*
Net (decrease) in cash and cash equivalents	**(3,821,917)**	*(2,724,120)*
Cash and cash equivalents at beginning of year	**15,019,550**	*17,743,670*
Cash and cash equivalents at the end of year	**11,197,633**	*15,019,550*
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	**11,197,633**	*15,019,550*
	11,197,633	*15,019,550*

The notes on pages 25 to 57 form part of these financial statements.

EVERBRIDGE HOLDINGS LIMITED

CONSOLIDATED ANALYSIS OF NET DEBT
FOR THE YEAR ENDED 31 DECEMBER 2024

	At 1 January 2024 (unaudited) £	Cash flows £	New finance leases £	At 31 December 2024 £
Cash at bank and in hand	15,019,550	(3,821,917)	-	11,197,633
Debt due after 1 year	(178,572)	71,311	-	(107,261)
Debt due within 1 year	(64,935)	3,643	-	(61,292)
Finance leases	-	-	(112,244)	(112,244)
	14,776,043	(3,746,963)	(112,244)	10,916,836

The notes on pages 25 to 57 form part of these financial statements.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

1. General information

Everbridge Holdings Limited ("the Company") is a private company limited by shares incorporated in England and Wales. The registered office and principal place of business is 5th Floor 10 Brook Street, Mayfair, London, United Kingdom, W1S 1BG.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgement in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Statement of Comprehensive Income in these financial statements.

The following principal accounting policies have been applied:

2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Balance Sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated Statement of Comprehensive Income from the date on which control is obtained. They are deconsolidated from the date control ceases.

Consolidated financial statements for Everbridge Holdings Limited were not prepared for the year ended 31 December 2023, since the Company took advantage of the exemption under section 401 of the Companies Act 2006 not to prepare consolidated accounts. For the year ended 31 December 2024, this exemption is not available.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

2. Accounting policies (continued)

2.3 Going concern

As at 31 December 2024, the Company had net current liabilities of £5,951,844 *(2023 - £5,507,194)* and net assets of £46,405,430 *(2023 - £47,536,029)*. During the year, the Company made losses after tax of £1,130,599 *(2023 – losses after tax of £4,114,445)*.

As at 31 December 2024, the Group had net current liabilities of £47,430,442 *(2023 - £36,378,610)* and net liabilities of £16,615,057 *(2023 – net assets of £4,639,008)*. During the year, the Group made losses after tax of £13,777,959 *(2023 – £30,204,217)*.

Everbridge Holdings Limited ("EHL") is a 100% wholly owned subsidiary of Everbridge, Inc. ("Everbridge"). As detailed in the Strategic Report, on 2 July 2024, Everbridge was acquired by Thoma Bravo, LP, a leading software investment firm.

The EHL Group operates as part of the Everbridge Group. The increase in costs comparative to revenue in the current period is related to the recent period of growth and expansion through acquisition and it is now followed by a time of consolidating the new assets as part of an ongoing group reorganization project.

Everbridge, Inc. has provided a letter of support to EHL, confirming that it will continue to provide financial and other support for EHL and its subsidiaries for at least the next 12 months from the date of approval of the financial statements. At 31 December 2024, the EHL Group owed £65,360,295 *(2023 - £53,713,029)* to Everbridge, Inc., which is included in creditors falling due within one year. Everbridge, Inc. has confirmed to EHL Group that these amounts will only be called for repayment when it is determined that the subsidiaries have sufficient capacity to do so without affecting their ability to continue trading.

The EHL Group has no debt in the form of loans to any third parties outside of the Group.

The directors are satisfied that Everbridge, Inc. has adequate resources and liquidity to offer this support to EHL Group. Consequently, they have prepared these financial statements on a going concern basis.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

2. Accounting policies (continued)

2.4 Foreign currency translation

Functional and presentation currency

The Group's financial statements are presented in GBP. The individual financial statements of each Group entity are prepared in the currency of the primary economic environment in which the entity operates (its functional currency). These financial statements are then translated into the Group's presentation currency for consolidation purposes as described below.

The Company's functional and presentational currency is Sterling.

Transactions and balances

In preparing the financial statements of the individual entities, transactions in currencies other than the functional currency of the individual entities (foreign currencies) are recognised at the spot rate at the dates of the transactions, or at an average rate where this rate approximates the actual rate at the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined. Exchange differences are recognised in profit or loss in the period in which they arise. However, in the consolidated financial statements exchange differences arising on monetary items that form part of the net investment in a foreign operation are recognised in other comprehensive income and are not reclassified to profit or loss.

Translation of group companies

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated from their functional currency to GBP using the closing exchange rate. Income and expenses are translated using the average rate for the period. Exchange differences arising on the translation of group companies are recognised in other comprehensive income. If the Group disposes of the foreign operation the cumulative exchange difference is not reclassified to profit or loss but is transferred within equity to retained earnings.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

2. Accounting policies (continued)

2.5 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

Revenue for licenses and critical driver development is recognised when the software is delivered to the customer (i.e. once the licenses reach "beneficial use" as expected in the context of the arrangement). Where licenses are sold for a limited time (Software as a Service) it is recognised on a straight line basis over the length of the license.

Revenue for professional services is recognised over the period in which the services are provided and at the reporting date an estimate of completion is based on the number hours incurred delivering the service against the total estimate hours expected to complete the service.

Revenue for support and maintenance is recognised on a straight line basis over the fixed term of the contract.

2.6 Operating leases: the Group as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

2.7 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.8 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.9 Pensions

Defined contribution pension plan

The Company and Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance Sheet. The assets of the plan are held separately from the Group in independently administered funds.

Defined benefit pension plan

The Group operates a defined benefit plan for certain employees. A defined benefit plan defines the pension benefit that the employee will receive on retirement, usually dependent upon several factors including but not limited to age, length of service and remuneration. A defined benefit plan is a pension plan that is not a defined contribution plan.

2. Accounting policies (continued)

2.9 Pensions (continued)

The liability recognised in the Balance Sheet in respect of the defined benefit plan is the present value of the defined benefit obligation at the end of the balance sheet date less the fair value of plan assets at the balance sheet date (if any) out of which the obligations are to be settled.

The defined benefit obligation is calculated using the projected unit credit method. Annually the company engages independent actuaries to calculate the obligation. The present value is determined by discounting the estimated future payments using market yields on high quality corporate bonds that are denominated in sterling and that have terms approximating to the estimated period of the future payments ('discount rate').

The fair value of plan assets is measured in accordance with the FRS102 fair value hierarchy and in accordance with the Group's policy for similarly held assets. This includes the use of appropriate valuation techniques.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income. These amounts together with the return on plan assets, less amounts included in net interest, are disclosed as 'Remeasurement of net defined benefit liability'.

The cost of the defined benefit plan, recognised in profit or loss as employee costs, except where included in the cost of an asset, comprises:

a) the increase in net pension benefit liability arising from employee service during the period; and

b) the cost of plan introductions, benefit changes, curtailments and settlements.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is recognised in profit or loss as a 'finance expense'.

2. Accounting policies (continued)

2.10 Share-based payments

Share options awarded to employees are recognised at the fair value of the options at the date of grant as determined using the Black-Scholes model and are charged to profit or loss over the vesting period. Other equity based compensation schemes granted to employees, which represent nil cost options, are recognised at the fair value of the equity at the date of grant as determined by the open market price of the shares at the date of grant and are charged to profit or loss over the vesting period.

All share options and other equity based compensation schemes are settled in the equity of the ultimate parent company, Everbridge, Inc., and a capital contribution is recognised in line with the amounts charged to profit or loss over the vesting period.

Non-market vesting conditions are taken into account by adjusting the number of equity instruments expected to vest at each balance sheet date so that, ultimately, the cumulative amount recognised over the vesting period is based on the number of options that eventually vest.

Where the terms and conditions of options are modified before they vest, the increase in the fair value of the options, measured immediately before and after the modification, is also charged to profit or loss over the remaining vesting period.

Cancellations or settlements (including those resulting from employee redundancies) are treated as an acceleration of vesting and the amount that would have been recognised over the the remaining vesting period is recognised immediately.

Shares withheld to meet employee's tax liabilities (resulting in a net share settlement of share award) are accounted for as cash settled share based payments.

2.11 National Insurance on share options

To the extent that the share price at the balance sheet date is greater than the exercise price on options granted under unapproved schemes after 19 May 2000, provision for any National Insurance contributions has been made based on the prevailing rate of National Insurance. The provision is accrued over the performance period attaching to the award.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

2. Accounting policies (continued)

2.12 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company and the Group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.13 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the reporting date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Statement of Financial Position.

2.14 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the Group but are presented separately due to their size or incidence.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

2. Accounting policies (continued)

2.15 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of the Group's share of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight-line basis to the Consolidated Statement of Comprehensive Income over its useful economic life.

Other intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

The estimated useful lives range as follows:

Development expenditure	-	3 - 4 years
Goodwill	-	10 years
Trademarks	-	3 - 5 years

2.16 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Leasehold improvements	- Straight line over the lease term
Fixtures and fittings	- 15% reducing balance or 33% straight line
Office equipment	- 25% straight line
Computer equipment	- 3 years straight line
System software	- 5 years straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

2. Accounting policies (continued)

2.17 Impairment of fixed assets and goodwill

Assets that are subject to depreciation or amortisation are assessed at each balance sheet date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each balance sheet date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

2.18 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.19 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Consolidated Statement of Cash Flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

2.20 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.21 Financial instruments

The Company and Group only enter into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties and loans to related parties.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

3. Judgments in applying accounting policies and key sources of estimation uncertainty

In the application of the Company's and Group's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods. The following judgements and estimates have had the most significant effect on amounts recognised in the financial statements:

Fixed asset investments
Fixed asset investments are measured at cost less provision for impairment. When assessing the investments for impairment, management apply judgement in determining whether there have been any indications of impairment (or reversals of impairment) and a reliable basis to determine the recoverable amount of the investment which involves estimates of future cash flows and events.

Certain assumptions are made in the impairment models, such as revenue growth rates, inflation, discounts rates, and terminal growth rates, all of which require a high degree of judgement and estimation.

Based on the assessments performed, the directors have concluded that an impairment is required and have recognised an impairment charge of £1,565,381 *(2023 - £6,902,282)* and the reversal of impairment loss of £879,432 *(2023 - £3,619,543)* in respect of fixed asset investments at the balance sheet date.

Goodwill amortisation
Goodwill arising on acquisitions is amortised over its estimated useful economic life. Determining this useful life requires judgement, as the economic benefits obtained from the acquired businesses are not always readily determinable by reference to contractual or legal rights.

In determining the amortisation period applied, the directors have considered the expected longevity of the acquired businesses, their market positions, the persistence of customer relationships, anticipated technological or regulatory changes, and the stability of forecast future cash flows. On the basis of these factors, the directors consider the amortisation periods applied to goodwill to be appropriate and representative of the period over which economic benefits are expected to be realised.

Goodwill amortisation of £5,622,949 *(2023 - £6,115,999)* has been recognised in the year.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

3. Judgments in applying accounting policies (continued)

Goodwill impairment
Goodwill is tested for impairment whenever events or changes in circumstances indicate that the carrying value may not be recoverable. The assessment is performed at the level of the relevant cash generating units to which the goodwill has been allocated.

Estimating the recoverable amount of a cash generating unit requires management to exercise judgement and make estimates relating to future cash flows derived from the unit. These cash flows are based on management's latest approved budgets and forecasts, typically covering a period of four years, with cash flows beyond this period extrapolated using a terminal growth rate.

The key assumptions used in impairment testing include:

- forecast revenue growth and operating margins;
- terminal growth rates; and
- discount rates reflecting the time value of money and the risks specific to each cash generating unit.

These assumptions are inherently uncertain and are influenced by external market conditions, competitive dynamics, and the future performance of the underlying businesses.

While management believes that the assumptions used are reasonable and supportable, changes in these assumptions could have a material impact on the impairment assessment.

Based on the impairment reviews performed, the directors have concluded that the goodwill recognised is recoverable at the reporting date and no impairment charge *(2023 - £604,974)* has been recognised in the year.

Bad debt provision
The Group makes an estimate of the recoverable value of trade and other debtors. When assessing the impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing profile of debtors, whether the debtor is covered by insurance and historical experience. The carrying value of the bad debt provision at the year end was £1,289,625 *(2023 - £106,664)*.

Share based payments
The directors assess the estimated forfeiture rate of equity awards granted to employees based on historical and forecasted data relating to the likelihood of achieving any performance related targets as well as employee retention rates. During the year, the share based payments scheme ceased being equity settled on 2 July 2024, the date of the Thoma Bravo acquisition. The scheme is now cash settled with the liability included within other creditors, with a carrying value of £2,824,864 *(2023 - £9,632,343)* at the balance sheet date.

3. Judgments in applying accounting policies (continued)

Revenue recognition - Software as a service

Software licenses and support sold for a pre-agreed period of time including those sold as "software as a service" are recognised evenly over the length of the license. Where such sales are invoiced in advance, the residual amount is recognised as deferred revenue at the year-end. This is calculated by time-apportioning the revenue over the length of the license. The carrying value of deferred income at the year end was £27,470,542 *(2023 - £26,767,278)*.

Revenue recognition - Ancillary support and installation

Some ancillary support and installation services are also provided by the Group. Due to the nature of differing contract timescales it is routinely necessary to estimate contract costs to complete and future revenues expected from these contracts. These estimates are based on all information available to management including the position of contracts at the financial year-end and at contract completion and latest correspondence with customers and suppliers, drawing on the experience and opinions of contract managers. Where such services are provided in advance of being invoiced, the revenue from services provided to the year end is recognised as accrued revenue. The carrying value of accrued income at the year end was £5,863,739 *(2023 - £3,522,826)*.

Defined benefit plans

The estimate of the present value of obligations under defined benefit plans relies on actuarial assumptions made by the directors, including the future salary increases and expected service length of employees in the plan. The directors consider that any such estimates would not materially affect the obligation and so have not made any adjustment for actuarial assumptions. The carrying value of obligations to defined benefit pension plans at the year end was £319,072 *(2023 - £347,840)*.

Balances owed to fellow group companies

Management have presented balances due from fellow group companies gross of balances due to fellow group entities in the financial statements as they consider this the most appropriate presentation given there is no formal legal right of set-off. However, should any of the debts become impaired in their own right, group management would likely choose to set these debts off against those owed to fellow group companies. The carrying value of amounts owed to fellow group companies at the year end was £65,360,295 *(2023 - £53,713,029)*. The carrying value of amounts owed by fellow group companies at the year end was £15,915,424 *(2023 - £7,123,015)*.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

4. Turnover

An analysis of turnover by class of business is as follows:

	2024 £	*Unaudited 2023 £*
Telecommunication and support services	**67,155,677**	*66,189,657*

Analysis of turnover by country of destination:

	2024 £	*Unaudited 2023 £*
United Kingdom	**12,739,345**	*13,385,346*
Rest of Europe	**21,290,849**	*23,477,199*
Rest of the World	**33,125,483**	*29,327,112*
	67,155,677	*66,189,657*

5. Operating loss

The operating (loss)/profit is stated after charging/(crediting):

	2024 £	*Unaudited 2023 £*
Depreciation of tangible fixed assets	**614,374**	*713,135*
Amortisation of intangible fixed assets	**6,766,830**	*6,115,999*
Impairment charge for goodwill	**-**	*604,974*
Profit/loss on disposal of fixed assets	**(12,272)**	*(10,613)*
Exchange differences	**438,726**	*1,908,170*
Other operating lease rentals	**1,405,341**	*1,532,618*
Equity settled share based payments	**3,028,938**	*8,657,696*
Cash settled share based payments	**979,959**	*974,647*
Cash settled deferred compensation costs	**1,066,394**	*46,297*
Cost of defined benefit scheme	**118,674**	*104,697*
Cost of defined contribution scheme	**1,550,091**	*1,710,151*

EVERBRIDGE HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

6. Auditor's remuneration

During the year, the Group obtained the following services from the Company's auditor:

	2024	*Unaudited 2023*
	£	*£*
Fees payable to the Company's auditor in respect of:		
The audit of the Company and Group (including relevant UK subsidaries)	**299,500**	*12,500*
All non-audit services not included above	**214,150**	-
	513,650	*12,500*

Audit fees in respect of the year-ended 31 December 2023 represent amounts payable for the audit of the single entity accounts for Everbridge Holdings Limited.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

7. Employees

Staff costs, including directors' remuneration, were as follows:

	Group 2024 £	*Group Unaudited 2023 £*	**Company 2024 £**	*Company Unaudited 2023 £*
Wages and salaries	**40,373,455**	*43,753,682*	**-**	-
Social security costs	**5,444,611**	*5,780,229*	**-**	-
Share based payment costs - equity settled	**3,028,938**	*8,657,696*	**-**	-
Share based payment costs - cash settled	**979,959**	*974,647*	**-**	-
Deferred compensation costs - cash settled	**1,066,394**	*46,297*	**-**	-
Redundancy costs	**2,077,138**	*850,691*	**-**	-
Cost of defined benefit scheme	**118,674**	*104,697*	**-**	-
Cost of defined contribution scheme	**1,550,091**	*1,710,151*	**-**	-
	54,639,260	*61,878,090*	**-**	-

The average monthly number of employees, including the directors, during the year was as follows:

	2024 No.	*Unaudited 2023 No.*
Employees	**553**	*562*
Directors	**2**	*2*
	555	*564*

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

8. Directors' remuneration

	2024	*Unaudited 2023*
	£	*£*
Directors' emoluments	**168,402**	*153,105*
Group contributions to defined contribution pension schemes	**10,798**	*6,044*
	179,200	*159,149*

During the year, 1 *(2023 - 1)* director was remunerated for qualifying services to the Company along with other group undertakings by the subsidiary company, Everbridge Europe Limited and it is not possible to separately identify the amount which related specifically to the Company in both the current and prior year. The total cost of the director's remuneration, including any share options, are borne by Everbridge Europe Limited.

During the year, retirement benefits were accruing to 1 directors *(2023 - 1)* in respect of defined contribution pension schemes.

The number of directors who exercised share options during the year was 1 *(2023 - 1)*.

The number of directors who received shares (Restricted Stock and Performance-Based Restricted Stock units) for qualifying services during the year was 1 *(2023 - 1)*.

9. Interest receivable

	2024	*Unaudited 2023*
	£	*£*
Other interest	**83,834**	*206,518*
	83,834	*206,518*

10. Interest payable and similar expenses

	2024	*Unaudited 2023*
	£	*£*
Other interest payable	**2,715,072**	*2,282,925*
	2,715,072	*2,282,925*

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

11. Taxation

	2024 £	*Unaudited 2023 £*
Corporation tax		
Current tax on profits for the year	**747,911**	*370,278*
Total current tax	**747,911**	*370,278*
Deferred tax		
Total deferred tax	**-**	*-*
Loss before taxation	**747,911**	*370,278*

Factors affecting tax charge for the year

The tax assessed for the year is higher than *(2023 - higher than)* the standard rate of corporation tax in the UK of 25% *(2023 - 23.5%)*. The differences are explained below:

	2024 £	*Unaudited 2023 £*
Loss on ordinary activities before tax	**(13,030,048)**	*(29,833,939)*
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 25% *(2023 - 23.5%)*	**(3,257,512)**	*(7,016,942)*
Effects of:		
Fixed asset differences	**(185,070)**	*(69,838)*
Non taxable income	**(418,834)**	*(1,184,897)*
Expenses not deductible for tax purposes	**8,857,787**	*4,589,732*
Other permanent differences	**290,076**	*-*
Adjustments to tax charge in respect of prior periods	**-**	*(74,052)*
Adjustments to tax charge in respect of previous periods - deferred tax	**(269,208)**	*(173,915)*
Foreign tax credits	**131,957**	*-*
Movement in deferred tax not recognised	**(5,788,541)**	*2,804,707*
Difference in tax rate	**(108,566)**	*220,264*
Other tax adjustments, reliefs and transfers	**-**	*534,663*
Total tax charge for the year	**(747,911)**	*(370,278)*

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

12. Exceptional items

	2024 £	*Unaudited 2023 £*
Redundancy costs	**2,077,138**	*850,691*
Impairment charge for goodwill	**-**	*604,974*
	2,077,138	*1,455,665*

13. Intangible assets

Group

	Development expenditure £	Trademarks £	Goodwill £	Total £
Cost				
At 1 January 2024 (Unaudited and as restated))	**9,416,824**	**5,219,837**	**190,279,789**	**204,916,450**
At 31 December 2024	**9,416,824**	**5,219,837**	**190,279,789**	**204,916,450**
Amortisation and impairment				
At 1 January 2024 (Unaudited and as restated)	**8,138,866**	**4,071,586**	**154,764,723**	**166,975,175**
Charge for the year	**697,068**	**446,813**	**5,622,949**	**6,766,830**
At 31 December 2024	**8,835,934**	**4,518,399**	**160,387,672**	**173,742,005**
Net book value				
At 31 December 2024	**580,890**	**701,438**	**29,892,117**	**31,174,445**
At 31 December 2023 (unaudited and as restated)	*1,277,958*	*1,148,251*	*35,515,066*	*37,941,275*

An impairment loss of £nil *(£2023: £604,974)* has been recognised in respect of goodwill.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

14. Tangible fixed assets

Group

	Leasehold improvements £	Fixtures and fittings £	Office equipment £	Computer equipment £	System software £	Total £
Cost or valuation						
At 1 January 2024 (Unaudited)	192,069	459,363	5,082	2,545,677	165,311	3,367,502
Additions	13,289	-	31,254	307,135	-	351,678
Disposals	(166,814)	(404,500)	(8,352)	(1,988,678)	(148,635)	(2,716,979)
Exchange adjustments	(6,487)	(19,250)	(123)	(67,788)	(14,184)	(107,832)
At 31 December 2024	32,057	35,613	27,861	796,346	2,492	894,369
Depreciation						
At 1 January 2024 (Unaudited)	146,215	315,875	4,878	1,731,366	135,552	2,333,886
Charge for the year	38,936	70,656	8,701	483,352	12,729	614,374
Disposals	(166,814)	(354,091)	(8,352)	(1,988,471)	(148,635)	(2,666,363)
Exchange adjustments	1,001	2,163	33	11,907	881	15,985
At 31 December 2024	19,338	34,603	5,260	238,154	527	297,882
Net book value						
At 31 December 2024	12,719	1,010	22,601	558,192	1,965	596,487
At 31 December 2023 (Unaudited)	*45,854*	*143,488*	*204*	*814,311*	*29,759*	*1,033,616*

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

15. Fixed asset investments

Company

	Investments in subsidiary companies £
Cost or valuation	
At 1 January 2024 (as restated)	**235,504,229**
At 31 December 2024	**235,504,229**
Impairment	
At 1 January 2024 (as restated)	**182,461,006**
Impairment charge	**1,565,381**
Reversal of impairment losses	**(879,432)**
At 31 December 2024	**183,146,955**
Net book value	
At 31 December 2024	**52,357,274**
At 31 December 2023 (As restated)	*53,043,223*

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

15. Fixed asset investments (continued)

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	**Registered office**	**Class of shares**	**Holding**
Everbridge Europe Limited	5th Floor 10 Brook Street, Mayfair, London, United Kingdom, W1S 1BG	Ordinary	100%
Svensk Krisledning AB	Fagelvalksvagen 18 145 53, Norsburg, Sweden	Ordinary	100%
Everbridge Norway AS (Formerly Unified Messaging Systems ASA)	Innspurten 15, 0663 Oslo, Norway	Ordinary	100%
Everbridge Technologies India Pvt. Ltd	IndiQube-Alpha, Plot N019/4 & 27 Kadubisanahalli Village, Varthur Hobli, Bangalore, India	Ordinary	99.8%
Everbridge France SAS (Formerly UMS France SAS)	270 All Des Lilas, 01150 Saint-Vulbas, France	Ordinary	100%
Unified Messaging Systems Sverige AB	Sankt Eriksgarten 117, 113 43 Stockholm, Sweden	Ordinary	100%
Everbridge Denmark ApS	Lyskaer 3CD, Lyskaer, 2730, Herlev, Denmark	Ordinary	100%
Everbridge Finland OY	Fogdevreten 2, 171 65 Solna, Sweden	Ordinary	100%
Previstar, Inc.	2331 Mill Road Suite 100 Alexandria, Virgina, 22314, United States	Ordinary	100%
One2Many Private Limited (formerly known as Previstar Private Limited)	Unit 604, Merlin Infinite DN-51, Salt Lake Bypass, DN Block, Sector V, Bidhannagar, Kolkata, India	Ordinary	99.9%
Everbridge Holdings Netherlands B.V. (formerly Respond Beheer B.V.)	Sportweg 15, 5037 AC Tilburg, Netherlands	Ordinary	100%
Everbridge Netherlands B.V. (formerly Respond B.V.)	Sportweg 15, 5037 AC Tilburg, Netherlands	Ordinary	100%
CNL Software Limited	1 Bow Churchyard, London, United Kingdom, EC4M 9DQ	Ordinary	100%
CNL Software, Inc.	129775 Belmont Executive Plz Ste 420, Ashburn, VA 20147-7607, United States	Ordinary	100%
One2Many Group B.V.	Bergpoorstraat 63, 7411 CL Deventer, Netherlands	Ordinary	100%
One2Many B.V.	Bergpoorstraat 63, 7411 CL Deventer, Netherlands	Ordinary	100%
One2Many Hong Kong Ltd	Flat/RM A, F ZI 300, 300 Lockhart Road, Wan Chai, Hong Kong	Ordinary	100%
One2Many (Company Limited)	Block 036, Room 1501, 12F, Unit 1, Building 8, Xianoyunli, Chaoyang District, Beijing, China	Ordinary	100%
One2Many Solutions Ltd	7th Floor, Shehnaz Tower, 30 Louis Pasteur Street, Port Louis, Mauritius	Ordinary	100%
Techwan SA	Chemin de Pierregrosse, Rue de Cossonay 194, 1020 Rennes, Switzerland	Ordinary	100%
Everbridge Asia Pte Limited	UOB Plaza 1, 80 Raffles Place, Singapore	Ordinary	100%

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

15. Fixed asset investments (continued)

Subsidiary undertakings (continued)

Name	Registered office	Class of shares	Holding
SnapComms Limited	Level 1, 159 Hurstmere Road, Takapuna, Aukland, New Zealand	Ordinary	100%
SnapComms UK Limited (Dissolved April 2025)	100 Avebury Boulevard, Milton Keynes, Avebury Boulevard, Milton Keynes, England, MK9 1FH	Ordinary	100%
SnapComms Inc	155 N. Lake Avenue, 9th Floor, Pasadena, CA 91101, United States	Ordinary	100%
Everbridge Hungary Kft	1126 Budapest, Kiss Janos Altabornagy utca 7-9.3.em.9, Hungary	Ordinary	100%
The Anvil Group (International) Limited	5th Floor 10 Brook Street, Mayfair, London, United Kingdom, W1S 1BG	Ordinary	100%
The Anvil Group Limited (Dissolved April 2024)	Signal House, Grange Road, Christchurch, Dorset, England, BH23 4JE	Ordinary	100%
Anvil Worldwide Limited (Dissolved April 2025)	Rsm Northern Ireland, Number One, Lanyon Quay, Belfast, BT1 3LG, Northern Ireland	Ordinary	100%
The Anvil Group Japan LLC	Meiko Main Building, 2F 1-18-2 Shinbashi Minato-ku, Tokyo 105-0004, Japan	Ordinary	100%
The Anvil Group LLC	501 East Kennedy Boulevard, Suite 650, Tampa, Florida 336902, United States	Ordinary	100%
Flightsafe Consultants Limited (Dissolved December 2023)	Signal House, Grange Road, Christchurch, Dorset, England, BH23 4JE	Ordinary	100%

The Company holds 99.9% and 99.8% of the issued share capital of One2Many Private Limited (formerly known as Previstar Private Limited) and Everbridge Technologies India Pvt. Ltd respectively. Both subsidiaries have been fully consolidated in the Group financial statements. The remaining minority shareholdings have not been recognised as non-controlling interests, as the directors consider the amounts involved to be immaterial.

EVERBRIDGE HOLDINGS LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024**

16. Debtors

	Group	*Group Unaudited*	**Company**	*Company*
	2024	*2023*	**2024**	*2023*
	£	*£*	**£**	*£*
Due after more than one year				
Accrued income	**332,104**	*3,476,434*	**-**	-

	Group	*Group Unaudited*
	2024	*2023*
	£	*£*
Due within one year		
Trade debtors	**22,799,062**	*20,054,635*
Amounts owed by group undertakings	**15,915,424**	*7,123,015*
Other debtors	**4,548,959**	*9,979,113*
Accrued income	**5,863,739**	*3,522,826*
	49,127,184	*40,679,589*

Amounts owed by group undertakings are interest-free and repayable on demand.

17. Cash and cash equivalents

	Group	*Group Unaudited*
	2024	*2023*
	£	*£*
Cash at bank and in hand	**11,197,633**	*15,019,550*

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

18. Creditors: Amounts falling due within one year

	Group	*Group Unaudited*	**Company**	*Company Unaudited*
	2024	*2023*	**2024**	*2023*
	£	*£*	**£**	*£*
Other loans	**61,292**	*64,935*	**-**	-
Trade creditors	**791,751**	*1,375,384*	**-**	-
Amounts owed to group undertakings	**65,360,295**	*53,713,029*	**5,507,194**	*5,507,194*
Other taxation and social security	**4,219,729**	*7,165,827*	**-**	-
Obligations under finance lease and hire purchase contracts	**112,244**	-	**-**	-
Other creditors	**3,541,059**	*1,260,136*	**-**	-
Accruals	**6,198,347**	*2,084,438*	**444,650**	-
Deferred income	**27,470,542**	*26,414,000*	**-**	-
	107,755,259	*92,077,749*	**5,951,844**	*5,507,194*

Amounts owed to group undertakings are unsecured, interest-free and repayable on demand.

19. Creditors: Amounts falling due after more than one year

	Group	*Group Unaudited*
	2024	*2023*
	£	*£*
Other loans	**107,261**	*178,572*
Other creditors	**812,726**	*272,350*
Deferred income	**-**	*353,278*
	919,987	*804,200*

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

20. Loans

Analysis of the maturity of loans is given below:

	Group	*Group*
		Unaudited
	2024	*2023*
	£	*£*
Amounts falling due within one year		
Other loans	**61,292**	*64,935*
Amounts falling due 1-2 years		
Other loans	**107,261**	*178,572*
	168,553	*243,507*

Other loans consists of the balance remaining from a Swiss Government loan interest-free to mitigate against the impact of COVID-19 on Swiss businesses. Originally it was to be fully paid back within 5 years, but this has now been extended to 8 years.

21. Financial instruments

	Group	*Group*
		Unaudited
	2024	*2023*
	£	*£*
Financial assets		
Financial assets measured at fair value through profit or loss	**14,027,230**	*21,754,927*
Financial liabilities		
Other financial liabilities measured at fair value through profit or loss	**(2,249,934)**	*(2,087,881)*

Financial assets measured at fair value through profit or loss comprise of other debtors and cash at bank and in hand.

Other financial liabilities measured at fair value through profit and loss comprise of other creditors and other loans.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

22. Share capital

	2024	*Unaudited* *2023*
	£	*£*
Allotted, called up and fully paid		
1,000 *(2023 -1,000)* Ordinary Shares of £1.00 each	**1,000**	*1,000*

23. Reserves

Capital contribution

Capital contributions made by the ultimate parent company, Everbridge, Inc., in respect of the Company's acquisitions of subsidiaries. These represent both cash payments made by Everbridge, Inc. on behalf of the company and the settlement of liabilities in the form of equity instruments issued by Everbridge, Inc.

Foreign exchange reserve

Foreign exchange reserves are made up of the currency translations which have occurred between the entities consolidated in the Group accounts.

Profit and loss account

The cumulative profit and loss, net of distributions to owners.

24. Share-based payments

The Group operates two share based payments schemes, under which certain employees are granted options to acquire shares in the ultimate parent company, Everbridge, Inc.

On 2 July 2024, Thoma Bravo completed their acquisition of Everbridge, Inc. From this date, the share based payments schemes detailed below ceased, with the options outstanding at this date converting at $35 per share to a cash-settled liability, which has been recognised within other creditors.

2008 Equity Incentive Scheme
This scheme is operated using the equity method of settlement accounting. The vesting conditions are market based and the vesting period for options is four years. Once vested, the options will expire after ten years.

During the year, the Group granted Nil *(2023 - Nil)* share options, with Nil *(2023 - Nil)* options vesting and Nil *(2023 - Nil)* units forfeited. The number of outstanding options at the year end was Nil *(2023 - 13,301)* as the scheme ceased on 2 July 2024, with shares outstanding at this date converting to be cash-settled.

No restricted or performance stock units were issued under the 2008 Equity Incentive Plan.

2016 Equity Incentive Plan
This scheme is operated using the equity method of settlement accounting. The vesting conditions are based on the contractual terms of the award agreement which ranges between three and four years. Once vested, the awards will expire after ten years.

During the year, the Group granted 35,398 *(2023 - 243,079)* restricted stock units to members of senior management. Units vested during the period were 108,759 *(2023 - 211,884)* with 16,305 *(2023 - 69,140)* units being forfeited. The number of outstanding units at the year end was Nil *(2023 - 402,672)* as the scheme ceased on 2 July 2024, with shares outstanding at this date converting to be cash-settled. There is no exercise price associated with the restricted stock units and the weighted average fair value per restricted stock unit issued was £36.50 *(2023 - £36.50)*.

During the year, the Group granted Nil *(2023 - 11,265)* performance-based stock units that vest upon satisfaction of certain performance-based conditions. The performance-based restricted stock units vest based on achieving certain revenue growth thresholds which range from 20% to 40% compounded annual growth over a measurement period of two years for the first 50% of each grant of performance-based restricted stock units and three years for the remaining units. The vesting of the performance-based restricted stock units is also subject to the employee's continued employment through the date of achievement. Units vested during the year were 9,232 *(2023 - 24,723)*, with 16,031 *(2023 - 62,864)* units forfeited. There is no excercise price associated with the performance-based restricted stock units and the weighted average fair value per restricted stock unit issued was £36.50 *(2023 - £36.50)*.

The fair value is based on the value of common stock at the date of issuance and the probability of achieving the performance metric. The directors have assessed the probability of achievement of the award as highly probable based on past performance of achievement of the performance metric. Compensation cost is recognised under the accelerated method and is adjusted in future periods for subsequent changes in the expected outcome of the performance related conditions. The share price of common stock on the date of issuance of the performance-based restricted stock units ranged from £18.87 to £27.67 *($24.05 to $35.00)* per share.

During the year, the Group recognised equity share-based payment expenses of £3,028,938 *(2023 - £8,657,696)* and cash settled share-based payments of £979,959 *(2023 - £974,647)*. No share options have been issued under the 2016 Equity Incentive Plan.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

24. Share-based payments (continued)

The number and weighted average price of the options are as follows:

	Weighted average exercise price (pence) 2024	**Number 2024**	*Unaudited Weighted average exercise price (pence) 2023*	*Unaudited Number 2023*
Outstanding at the beginning of the year	**0.78**	**480,416**	*0.78*	*594,674*
Granted during the year		**35,398**		*254,344*
Forfeited during the year		**(32,336)**		*(132,004)*
Exercised during the year		**(117,991)**		*(236,598)*
Converted to cash settled scheme on 2 July 2024		**(365,487)**		-
Outstanding at the end of the year	**0.78**	**-**	*0.78*	*480,416*

Under the 2008 Equity Incentive Plan, Nil *(2023 - 13,301)* options were outstanding at 31 December 2024.

Under the 2016 Equity Incentive Plan, Nil *(2023 - 467,115)* restricted stock units were outstanding at 31 December 2024.

25. Pension commitments

The Group makes contributions to a defined contribution pension scheme on behalf of its employees. During the year, contributions totalled £1,550,091 *(2023 - £1,710,151)*. As at 31 December 2024, the Group's defined contribution pension liability was £234,508 *(2023 - £154,998)*.

The Group operates a Defined Benefit Pension Scheme.

Under Article 51 of the Federal Decree Law no. 33 of 2021, known as the "UAE labour law" non-UAE nationals are entitled to a gratuity payment upon their resignation. This is considered to represent a defined benefit plan. This plan is unfunded and the full obligation is payable upon the resignation of the employee.

No independent actuarial valuation has been carried in relation to this plan and no actuarial assumptions have been applied to the calculation of plan liabilities. The cumulative amount of actuarial gains and losses recognised in the Statement of Comprehensive Income was £Nil *(2023 - £Nil)*.

Reconciliation of present value of plan liabilities:

	2024 £	*Unaudited* *2023* *£*
Reconciliation of present value of plan liabilities		
At the beginning of the year	**347,840**	*243,143*
Current service cost	**118,674**	*104,697*
Benefits paid	**(147,442)**	-
At the end of the year	**319,072**	*347,840*

Present value of plan liabilities	**(319,072)**	*(347,840)*

The amounts recognised in profit or loss are as follows:

	2024 £	*Unaudited* *2023* *£*
Current service cost	**(118,674)**	*(104,697)*
Total	**(118,674)**	*(104,697)*

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

25. Pension commitments (continued)

	2024 £	*2023 £*
Reconciliation of fair value of plan liabilities:		
At the beginning of the year	**347,840**	*243,143*
Current service cost	**118,674**	*104,697*
Benefits paid	**(147,442)**	*-*
Closing defined benefit obligation	**319,072**	*347,840*

26. Commitments under operating leases

At 31 December 2024 the Group and the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2024 £	*Group Unaudited 2023 £*
Not later than 1 year	**785,923**	*1,152,089*
Later than 1 year and not later than 5 years	**824,930**	*1,643,583*
	1,610,853	*2,795,672*

At 31 December 2024 the future aggregate minimum rentals receivable under non-cancellable operating leases are as follows:

	Group 2024 £	*Group Unaudited 2023 £*
Not later than 1 year	**100,622**	*189,998*
Later than 1 year and not later than 5 years	**418,825**	*601,661*
	519,447	*791,659*

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

27. Related party transactions

The Company and Group have taken advantage of the exemption available in Section 33.1A of FRS 102 whereby they have not disclosed transactions with the ultimate parent company or any wholly owned subsidiary undertaking of the wider Group.

There were no other related party transactions in the years ended 31 December 2024 or 31 December 2023.

28. Post balance sheet events

There have been no post balance sheet events since the year end.

29. Controlling party

The Company is a wholly owned subsidiary of Everbridge, Inc. a company incorporated in the United States of America. The results of the Group are included in the consolidated financial statements of Everbridge, Inc. which are available from 25 Corporate Drive, 4th Floor, Burlington, MA01803.

The ultimate parent undertaking is Everbridge Parent, LP a company incorporated in the United States of America. The ultimate controlling party is Thoma Bravo, LP by virtue of their majority shareholding in the ultimate parent undertaking.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

30. Prior period restatement

During the year ended 31 December 2024, the directors identified that the carrying value and impairment of investments were previously misstated. The identified misstatements arose from the inappropriate application of information that was available at the time the financial statements for prior periods were authorised for issue and, accordingly, have been restated retrospectively in accordance with Section 10 of FRS 102.

Comparative information for the year ended 31 December 2023 and the opening statement of financial position as at 1 January 2023 have been restated to reflect the revised amounts. There is no impact on revenue or cash flows. The prior period adjustments and their financial effects are set out below.

Prior period restatement 1 – Investment cost and related impairment

The directors identified that the investment cost recorded in the Company's financial statements did not agree to the underlying purchase price documentation for certain historic acquisitions. As a result, the carrying value of investments was overstated, together with the brought-forward impairment recognised against those investments. The original investments were funded by the parent company by way of capital contributions, which were also misstated. Impairment charges had been recognised over a number of years based on the incorrect investment cost, resulting in a cumulative misstatement of retained earnings.

Prior period restatement 2 – Inaccuracies within the impairment model

The directors identified inaccuracies within the valuation model previously used to assess the recoverable amount of investments. These resulted in the inappropriate application of the impairment methodology and the recognition of inappropriate impairment charges in prior periods. The impairment model and underlying information were available at the time the prior period financial statements were authorised for issue; however, due to inaccuracies within the model, the impairment charges recognised in 2022 and 2023 were materially misstated. The directors have now retrospectively applied the updated model to prior periods and restated the historic impairment charges accordingly.

Aggregate impact of prior period adjustments

The combined effect of the two prior period adjustments on the statement of financial position and retained earnings has been reflected in the restated comparative figures and opening balances. The adjustments have been presented separately in the table below above in order to provide clarity on the nature and financial effect of each item.

EVERBRIDGE HOLDINGS LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2024

30. Prior period restatement (continued)

	Investment cost £	Impairment charge £	Retained earnings (including profit/loss for the year) £	Capital contribution reserve £
1 January 2023 (As previously reported)	235,182,235	(119,752,169)	117,094,635	(227,848,213)
Adjustment 1 - Investment cost and related impairment	(502,547)	(415,118)	415,118	502,547
Adjustment 2 - Impairment model inaccuracies	-	(59,010,980)	59,010,980	-
1 January 2023 (restated)	234,679,688	(179,178,267)	176,520,733	(227,345,666)
31 December 2023 (As previously reported)	236,006,776	(182,735,441)	180,909,613	(228,672,754)
Adjustment 1 - Investment cost and related impairment b/fwd.	(502,547)	(415,118)	415,118	502,547
Adjustment 1 - Investment cost and related impairment charge	-	2,799,166	(2,799,166)	-
Adjustment 2 - Impairment model inaccuracies b/fwd.	-	(59,010,980)	59,010,980	-
Adjustment 2 - Impairment model inaccuracies charge	-	56,901,367	(56,901,367)	
31 December 2023 (restated)	235,504,229	(182,461,006)	180,635,178	(228,170,207)

Presentation of comparatives
The comparative parent company only statement of financial position and parent company only statement of changes in equity have been restated to reflect the prior period adjustments. No restatement has been made to the consolidated disclosures as the Group is presenting its consolidated financial statements for the first time, and no consolidated comparative results have previously been reported.

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Everbridge Norway AS

Annual report 2024

Docusign Envelope ID: 9A3085FD-CC3A-48A6-B119-DE0CDD99084F

DIRECTORS' REPORT 2024

BUSINESS OVERVIEW

Everbridge Norway AS ("Everbridge" or "the company") was incorporated on 27 November 1998 and is domiciled in Norway. Everbridge's registered office address in Norway is Innspurten 15, 0663 Oslo, Norway.

In 2024, Everbridge Inc, Everbridge Norway's ultimate parent company, entered into an agreement to be acquired by Thoma Bravo, a leading software investment firm.

Everbridge Norway AS owns the following subsidiaries: Everbridge Denmark, Everbridge Finland, UMS India (99.8%), Previstar USA and Previstar India (99.99%).

Everbridge is a global software company that empowers resilience by leveraging intelligent automation technology to enable customers to anticipate, mitigate, respond to, and recover from critical events to keep people safe and organizations running. Boston Consulting Group defines resilience as 'a company's capacity to absorb stress, recover critical functionality, and thrive in altered circumstances.' During public safety threats including severe weather conditions, active shooter situations, terrorist attacks or a pandemic, as well as critical business events such as Information Technology ("IT") outages, cyber-attacks, product recalls or supply-chain interruptions, global customers rely on our Critical Event Management platform to empower their resilience and to quickly and reliably aggregate and assess threat data, locate people at risk and responders able to assist, automate the execution of pre-defined communications processes through the secure delivery to a comprehensive range of different communication channels and devices, and track progress on executing response plans. Our customers use our platform to identify and assess hundreds of different types of threats to their organizations, people, assets or brand. Our solutions enable organizations to automate and deliver intelligent, contextual messages to, and receive verification of delivery from, hundreds of millions of recipients, across multiple communications modalities such as voice, Short Message/Messaging Service ("SMS") and email, in several languages and dialects – all simultaneously. Our Critical Event Management platform is comprised of a comprehensive set of software applications packaged for organizations to address five core use cases, safeguarding: Business Operations, People Resilience, Digital Operations, Smart Security, and Public Safety. Our individual products address the full spectrum of tasks an organization requires to manage a critical event, including Mass Notification, Safety Connection, IT Alerting, Risk Intelligence, Public Warning, Community Engagement, Crisis Management, CareConverge, Control Center, Travel Protector, SnapComms and E911. Everbridge applications leverage our Critical Event Management platform, permitting customers to use a single contacts database, rules engine of algorithms and hierarchies, and user interface to accomplish multiple objectives. We believe that our broad suite of integrated applications delivered via a single global Critical Event Management ("CEM") platform is a significant competitive advantage in the resilience market for CEM solutions.

In critical situations, the speed at which threats are assessed and information is transmitted and accessed is essential. Accordingly, organizations must be able to aggregate multiple types of threat and incident data and determine whether their people, assets, or suppliers could be impacted, rapidly deliver messages that are tailored to multiple, specific audiences, in precise locations and be assured of delivery. Further, the proliferation of mobile and digital communications, and the effects of the global pandemic, have resulted in individuals spending less time in a fixed office location, and this trend makes it more complicated for organizations to protect their employees. These developments have made it imperative that organizations be able to locate travelling or remote workers to determine who might be

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impacted by a critical event, and that critical communications be delivered via voice, SMS and email, as well as to social media, outdoor signage and personal computers.

During public safety threats and critical business events, the ability to gather, organize and analyze data in real time, and to enable secure, scalable, reliable and automated communications to people can be essential to saving lives, protecting assets and maintaining businesses. Further, the ability to rapidly organize a response by locating available responders and using automation to reduce the time required to initiate action can also result in significant economic savings, as, for example, each minute of unplanned IT downtime costs organizations an average of approximately $12,900, according to Enterprise Management Associates ("EMA") research in conjunction with BigPanda. According to Boston Consulting Group, in critical situations resilient organizations produce better outcomes by lowering impact, enabling higher recovery speed, and greater recovery extent.

The following situations reflect examples of how our applications aggregate and assess data and enable improved resilience and management of critical events:

- When an active shooter situation or terrorist attack occurs, organizations can quickly identify employees in the affected area, including employees not at their usual business location, in order to confirm that they are safe and provide tailored instructions. For example, shelter-in-place instructions may be provided to people in an impacted building while evacuation instructions are provided to those in an adjacent building. At the same time, first responders and hospitals can use multiple modes of alerting to mobilize resources and call in staff to provide emergency care.

- When a pandemic such as COVID-19 is underway, corporate, government and healthcare organizations can navigate the complexity of operating during the shutdown phases, supplement or complement existing manual contact tracing efforts and prepare to bring back the workforce and reopen society.

- When a hurricane is imminent, local emergency management departments can alert affected communities with relevant safety and evacuation instructions while companies can put in place emergency plans to notify employees of office closures while coordinating work assignments to maintain the continuity of core operations.

- When emergency operations are required or supply chain events occur, companies can consolidate separate command centers using one common data set to aggregate and assess data on severe weather, political unrest and other types of threats to their own and suppliers' operations, thereby reducing costs while gaining efficiencies.

- When IT systems fail, IT administrators can shorten the time required to alert cross-department responders, use scheduling information to determine availability and quickly assemble appropriate personnel on a conference bridge, thereby reducing the costs incurred from downtime.

- When a patient is suspected of having a stroke, an on-call specialist can provide a patient assessment via video communications during the ambulance trip and the emergency room can be readied for an immediate stroke treatment, accelerating critical time to treatment.

- When a cyber incident shuts down an IT network, management can alert employees of the network shutdown via a secure, alternate communication path.

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- When a power line is down, utility workers can utilize pre-configured incident management templates to alert affected customers and responders and provide service updates.
- When engine readings in critical equipment detect a malfunction, technicians with the appropriate skills can be automatically alerted and quickly deployed to minimize downtime and avoid revenue loss or service interruption.

FINANCIAL REVIEW

BASIS FOR PREPARATION

The financial statements for 2024 have been prepared in accordance with the Norwegian Accounting Act applicable per 31 December 2024 and regulation for simplified application of International Financial Reporting Standards (simplified IFRS).

After being acquired by Everbridge in 2018, the Group does not prepare separate consolidated financial statements due to its parent entity preparing consolidated financial statements in which the Everbridge Norway Group is included.

REVENUES AND EBITDA

The Company has two main products and service areas:

- Public Warning, where the company's software system is licensed to the customer and installed at premises decided by the customer. With the acquisition of the Location Based Alert Services business from CellVision, the Company also started delivering location-based services to telecommunication operators.
- Software as a Service (SaaS), where the services are delivered using a common platform.

There was an increase in revenue to NOK 73.9 million in 2024 from NOK 72.6 million in 2023. This increase was due to an increase in Public Warning revenue, partly offset by a reduction in SaaS revenue.

The Company's operating expenses excluding depreciation, amortization and impairment are primarily affected by costs related to its sales resources, internal and external costs related to developing, maintaining, and providing support related to its software, delivery of usage to customers as well as corporate and administrative functions.

Cost of materials was NOK 45.4 million in 2024 compared to NOK 47.4 million in 2023.

Personnel costs decreased to NOK 49.1 million in 2024 from NOK 56.4 million in 2023 primarily due to a decrease in the average number of full-time employees during the year.

EBITDA was negative NOK 38.2 million in 2024, compared to negative NOK 45.4 million in 2023, primarily due to the reduction in personnel costs.

DEPRECIATION AND AMORTIZATION

There was a reduction in depreciation/amortization to NOK 1.5 million in 2024, compared to NOK 1.7 million in 2023. The software development related to legacy systems has been fully amortized and there were no new investments in capitalized development.

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FINANCIAL ITEMS

There was net financial expenses of NOK 1.3 million in 2024 compared to net financial income of NOK 16.6 million in 2023. The difference primarily relates to a dividend from the company's Swedish subsidiary of NOK 15.4 million in 2023.

INCOME TAX

The company reported no income tax expense in 2024 and 2023. The company has significant amounts of tax reducing temporary differences for which no deferred tax assets have been recognized.

PROFIT/LOSS FOR THE PERIOD

Due to the developments explained above, the company reported a loss of NOK 38.4 million in 2024 compared to a loss of NOK 30.5 million in 2023.

CASH FLOW

Net cash flow from operating activities showed a positive NOK 6.4 million net cash flow in 2024, compared to negative NOK 6.4 million in 2023. Net cash flow from operating activities was positively affected by changes in other accrual items of NOK 46.3.

Net cash flow from investing activities was negative NOK 0.2 million for 2024, compared to negative NOK 2.1 million in 2023, and was primarily related to interest on an intercompany loan and an addition to the Right of Use Asset in 2023.

Net cash flow from financing activities was positive NOK 21.7 million in 2024, compared to negative NOK 1.5 million in 2023. The change primarily related to a repayment of loan from a subsidiary in 2024.

During the year, cash and cash equivalents were increased by NOK 28.6 million (a reduction of NOK 10.0 million in 2023). On 31 December 2024, the company reported cash and cash equivalents of NOK 40.7 million.

BALANCE SHEET

Total assets increased during the year from NOK 80.0 million to NOK 86.1 million on 31 December 2024.

Trade debtors increased from NOK 15.2. million to NOK 22.5 million due to an increase in invoices issued in connection with Public Warning projects as of year-end 2024.

Bank deposits increased from NOK 12.1 million to NOK 40.7 million as of 31 December 2024, primarily due to net cash flow from operating activities.

Other receivables and prepayments increased from NOK 4.9 million to NOK 9.9 million, primarily due to an increase in unbilled receivables and capitalized commissions.

Equity decreased from NOK 20.6 million to NOK 4.5 million as of 31 December 2024, mainly due to the loss for the year. There was an increase in deferred revenue to NOK 30.1 million as per 31 December 2024, compared to NOK 25.9 million at the end of 2023, mainly due to an increase in Public Warning contracts that had been invoiced as of year-end, but where the services were not yet delivered.

Intercompany liabilities increased to NOK 24.1 million as per 31 December 2024 from NOK 9.4 million at year-end 2023, mainly related to an increased liability to Everbridge Norway's Indian subsidiary.

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TECHNOLOGY DEVELOPMENT

During 2024 and 2023 the Company did not capitalize development expenditures and it is currently expected that this trend will continue.

RISKS AND UNCERTAINTIES

The Company's exposure to financial risk is primarily related to credit risk and currency risk. Reference is made to Note 3 to the financial statements.

Operational risk mainly relates to being able to win tenders for new contracts, and that customers renew their annual subscriptions. Furthermore, the company is exposed to risk of technology obsolescence and being able to develop and maintain its technology.

Risk management aims to support value creation in the company and to secure a continuing solid financial platform through visibility and strategic management of both financial and operational risk factors.

The company has historically been dependent on the shareholders providing equity and loans. The company may be dependent on additional or renewal of external funding in the future.

Credit risk is considered to be part of business risk and is reviewed as part of ongoing operations. The company has established procedures for credit assessment for larger customers as well as for suppliers. The risk that customers do not have the financial ability to settle their obligations, as well as interest and currency risk, is considered low. Currency risks affecting the income statement is primarily related to intercompany receivables and payables.

ALTERNATIVE PERFORMANCE MEASURES (NON-IFRS FINANCIAL MEASURES)

In this report, the company uses some financial measures not defined in IFRS. The company has identified these to be the following:

- EBITDA
- Operating loss (EBIT)

EBITDA and EBIT are presented as sub-totals in the income statement. The company believes EBIT is relevant as a measure of the operations, excluding effects of financing and income taxes. Similarly, EBITDA excludes depreciation and amortization from EBIT, and the company believes this provides an indication of how the company has performed before the effects of amortization of capitalized development expenditure.

GOING CONCERN

The loss in 2024 of NOK 38.6 million resulted in equity decreasing to NOK 4.5 million as of 31 December 2024. If losses were to continue in 2025, there is a possibility that equity could be reduced to less than half of the registered share capital before June 2025. The Board will continuously monitor the situation and there is a strategic plan in place to strengthen the company's equity through additional capital contributions. Consequently, pursuant to section 2-2 (8) of the Norwegian Accounting Act, the presentation of the annual financial statements is based on the assumption that the company will continue operations as a going concern. This evaluation is also based on the profit performance prognosis for 2025, as well as the company's equity and cash flow situation.

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ALLOCATION OF THE YEAR'S RESULTS

The company's loss and comprehensive loss for the year amounted to NOK 38.6 million (loss of NOK 30.5 million in 2023). The board of directors recommends that the loss for 2024 is allocated as follows:

Transferred to retained earnings: NOK 38.6 million
Total allocations: NOK 38.6 million

CORPORATE SOCIAL RESPONSIBILITY

Rising temperatures driven by global warming, combined with natural variability of the climate, lead to a greater chance of natural disasters. There has also been an increase in extremist threats and incidents around the world. Countries and citizens do not seem fully prepared to manage such testing circumstances. These serious issues are influencing the lives of citizens and more and more people live in fear of new incidents and the lingering impacts.

Everbridge provides alert solutions that enable both public and private entities to communicate with citizens through various channels before, during and after both unexpected and scheduled events. The company uses multiple technologies to leverage existing infrastructure of telecom operators when sending critical messages. The Everbridge solutions can help save lives and reduce damage to property, by providing important information for the right people, through the right channels and at the right time. Mobile phone is currently the most frequently used communication channel worldwide and is therefore the most effective platform to inform and warn people.

This complies with NORAD's sustainability goal number 13 ("bærekraftsmål"): " Act immediately to address climate change and the consequences of them " and the following two sub-goals:

> 13.1 Strengthen the ability to resist and adapt to climate-related hazards and natural disasters
>
> 13.3 Strengthen each individual's and institution's capacity to prevent, adapt and reduce impact of climate changes and their ability to early warning, as well as increase the knowledge and awareness around this topic

Everbridge develops and delivers solutions with a wish to reach people when it matters most. Our values represent both a commitment and initiative of social responsibility. The company has ethical guidelines including guidelines for both human and labor rights.

TRANSPARENCY ACT

The Norwegian Transparency Act entered into force on July 1st 2022. The aim of the act is to promote enterprises' respect for fundamental human rights and decent working conditions in connection with the production of goods and the provision of services, and ensure the general public access to information regarding how enterprises address adverse impacts on fundamental human rights and decent working conditions.

In accordance with the act, Everbridge has a duty to carry out a yearly due diligence assessment of the supply chain in accordance with OECD Guidelines for Multinational enterprises. A report will be made available on the company's website www.everbridge.com/no/ by June 30th 2025.

EMPLOYEES

Everbridge is a knowledge-based company, and the majority of the employees hold at least a bachelor's degree. The company had 26 employees at the end of 2024. The information technology business has traditionally had fewer

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women than men. The proportion of women working in Everbridge has been stable at around 20%. The management team is continuously working to recruit more women to the company when there are open positions available. The Board of Directors of Everbridge consists of two members, none of which are women. Everbridge' subsidiaries have employees in various countries and of many different nationalities. The company promotes diversity through non-discriminatory policies related to ethnicity, religion, beliefs, disability, sexual orientation, gender identity and gender expression, as specified in the Equality and Anti-Discrimination Act (Norwegian: Likestillings- og diskrimineringsloven).

The sickness absence in the company was approximately 3.6 % in 2024. There were no reported work-related injuries or accidents and no personal or material damage during the year.

Everbridge is continuously working to ensure a good and healthy work environment for all employees by being proactive. The company has one main appointed HSE responsible situated in Oslo.

DIRECTORS' AND OFFICERS' LIABILITY INSURANCE

The company does not maintain a Directors' and Officers' Liability Insurance.

NATURAL ENVIRONMENT

Everbridge is not a manufacturing business and thus does not produce products with a negative environmental impact. The company aims to minimize travelling using virtual meetings to a large extent. The business is conducted through normal office operations.

ANTI-CORRUPTION POLICY

The company strives to conduct all its business according to the highest standards of ethical conduct. Throughout its operations, the company seeks to avoid even the appearance of impropriety in the actions of its directors, officers, employees, and agents. The company has a documented anti-corruption and anti-bribery policy that all employees must follow to help maintain the highest standards of ethical conduct.

Oslo, July 1st 2025

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Christian Solem	Morten Seliussen
Chairman of the Board	Board Member

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Everbridge Norway AS

FINANCIAL STATEMENTS
for the year ending 31 December 2024

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STATEMENT OF PROFIT & LOSS AND OTHER COMPREHENSIVE INCOME

	Note	2024	2023
OPERATING REVENUES			
Sales revenue	3	73,944,935	72,567,434
Other operating revenues			
Total operating revenues		**73,944,935**	**72,567,434**
OPERATING EXPENSES			
Cost of materials etc.		45,424,111	47,412,962
Personnel costs	4	49,116,049	56,422,969
Other operating expenses	5	17,635,441	14,087,320
Total operating expenses excl. Depreciation/amortization		112,175,601	117,923,251
EBITDA		**-38,230,665**	**-45,355,817**
Depreciation/amortization	6, 11	1,518,975	1,667,577
OPERATING PROFIT/(LOSS)		**-39,749,640**	**-47,023,394**
FINANCIAL INCOME AND EXPENSES			
Interest income	7	391,278	1,731,857
Other financial income		-	17,253,739
Interest expenses		537,936	381,629
Other financial expenses		-1,458,962	2,040,855
Total net financial items		1,312,305	16,563,112
PROFIT/(LOSS) BEFORE TAX		**-38,437,335**	**-30,460,282**
Income taxes	9	-	-
PROFIT/LOSS (-) AND COMPREHENSIVE INCOME FOR THE YEAR		**-38,437,335**	**-30,460,282**

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BALANCE SHEET

	Note	31 December 2024	31 December 2023
FIXED ASSETS			
Capitalized development costs	6	-	44,865
Shares in subsidiaries	8	8,654,082	9,176,436
Operating equipment and fixtures	6	170,427	199,049
Total non-current assets		**8,824,509**	**9,420,350**
Loan to subsidiary	10	-	23,388,994
Other non-current receivables		468,172	3,039,464
Right-of-use asset	11	3,140,129	4,560,839
Total other non-current assets		**3,608,301**	**30,989,297**
TOTAL NON-CURRENT ASSETS		**12,432,810**	**40,409,648**
CURRENT ASSETS			
Trade debtors	12	22,540,601	15,172,242
Intercompany receivables	10	517,058	7,392,337
Other receivables and prepayments		9,930,870	4,899,735
Total receivables and prepayments		**32,988,529**	**27,464,313**
Bank deposits	13	40,698,432	12,101,966
TOTAL CURRENT ASSETS		**73,686,961**	**39,566,280**
TOTAL ASSETS		**86,119,772**	**79,975,927**
EQUITY AND LIABILITIES			
EQUITY			
Share capital		8,871,709	5,871,709
Other paid in capital		284,610,189	260,466,810
Total paid-in capital		**293,481,897**	**266,338,519**
Retained earnings		-288,887,255	-245,721,795
TOTAL EQUITY		**4,594,642**	**20,616,723**
LIABILITIES			
Deferred revenue, non-current		-	532,853
Operating lease liability, non-current	11	1,834,697	3,379,352
Other non-current liabilities		1,104,718	961,524
TOTAL NON-CURRENT LIABILITIES		**2,939,415**	**4,873,729**
Trade creditors		2,062,072	988,954
Government charges & special taxes		5,895,438	6,570,004
Deferred revenue		30,121,133	25,892,845
Intercompany liabilities	10	24,099,963	9,390,641
Other current liabilities	14	16,407,109	11,643,030
TOTAL CURRENT LIABILITIES		**78,585,714**	**54,485,475**
TOTAL LIABILITIES		**81,525,129**	**59,359,204**
TOTAL EQUITY AND LIABILITIES		**86,119,772**	**79,975,927**

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Oslo, July 1st 2025

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Christian Solem	Morten Seliussen
Chairman of the Board	Board Member

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STATEMENT OF CHANGES IN EQUITY

	Share capital	Other paid in capital	Retained earnings	Total
Employee share options			6,948,696	6,948,696
Result for the year			-37,339,486	-37,339,486
Equity as at 31.12.22	**5,871,709**	**260,466,810**	**-224,283,889**	**42,054,630**
Employee share options			9,022,375	9,022,375
Result for the year			-30,460,282	-30,460,282
Equity as at 31.12.23	**5,871,709**	**260,466,810**	**-245,721,795**	**20,616,723**
Capital increase	3,000,000	24,143,379		27,143,379
Employee share options			-4,728,125	-4,728,125
Result for the year			-38,437,335	-38,437,335
Equity as at 31.12.24	**8,871,709**	**284,610,189**	**-288,887,255**	**4,594,642**

STATEMENT OF CASH FLOWS

Cash flow from operating activities	**Note**	**2024**	**2023**
Result before tax		-38,437,335	-30,460,282
Depreciation/amortisation	6	1,518,975	1,667,577
Changes in trade debtors		-7,368,358	20,989,636
Changes in trade creditors		2,809,344	-748,633
Non-cash expenses (employee share options & impairment in subsidiary)		-4,728,125	11,018,110
Changes in deferred revenue		3,695,434	2,660,149
Changes in other non-current receivables		2,571,293	-455,464
Changes in other accruals items		46,384,895	-11,060,375
Net cash flow from operating activities		**6,446,122**	**-6,389,283**
Cash flow from investing activities			
Purchases of fixed assets	6	-155,177	-37,920
Interest income on loan to subsidiary		-	-1,269,313
Addition Right of Use Asset	11	-	-779,297
Net cash flow from investing activities		**-155,177**	**-2,086,530**
Cash flow from financing activities			
Repayment of loan from subsidiary	10	23,388,994	
Payment of lease liabilities	11	-1,736,226	-1,539,802
Net cash flow from financing activities		**21,652,768**	**-1,539,802**
Effect of currency fluctuations on cash and cash equivalents		652,753	-
Net change in cash and cash equivalents		28,596,466	-10,015,615
Cash and cash equivalents at the beginning of the period	13	12,101,967	22,117,582
Cash and cash equivalents at the end of the period	**13**	**40,698,433**	**12,101,967**

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During 2024 the company converted NOK 27.1 million of intercompany liabilities due to its parent company into share capital (NOK 3.0 million) and other paid-in capital (NOK 24.1 million). No cash was received.

Note 1 GENERAL INFORMATION

Everbridge Norway AS ("Everbridge" or "the company") was incorporated on 27 November 1998 and is domiciled in Norway. Everbridge's registered office address is Innspurten 15, 0663 Oslo, Norway.

Everbridge Norway AS has several subsidiaries in the Nordics, India and the United States. This Group does not prepare separate consolidated financial statements due to its parent entity preparing consolidated financial statements in which the Everbridge Norway Group is included. The parent company of the group, Everbridge, Inc., is a global software company headquartered in the United States and owned by the private equity firm Thoma Bravo. The company provides enterprise software applications that automate and accelerate organizations' operational response to critical events in order to keep people safe and businesses running.

Note 2 BASIS FOR PREPARATION

GENERAL

These financial statements were approved by the Board of Directors on July 1st.

STATEMENT OF COMPLIANCE

The company prepares the company financial statements in accordance with the Norwegian Accounting Act applicable per 31 December 2024 and regulation for simplified application of International Financial Reporting Standards (simplified IFRS) as set out by the Norwegian Ministry of Finance on 7 February 2022.

BASIS OF PRESENTATION

The financial statements have been prepared on a historical cost basis. Presentation and classification of items in the financial statements is consistent for the periods presented. The financial statements are presented in Norwegian kroner (NOK), which is also the functional currency of the company. As a result of rounding differences, amounts and percentages may not add up to the total.

Principles for recognition and measurement are in accordance with simplified IFRS and the policies are applied as described in the consolidated financial statements, except as specified in the regulation for simplified IFRS. Disclosure requirements are in accordance with the requirements in the Norwegian Accounting Act with additions as specified in the regulation for simplified IFRS. Options in the regulation for simplified IFRS that have not been applied are currently not relevant to the company.

STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE

Everbridge does not expect that any newly issued, but not yet effective standards, amendments and interpretations will have a significant impact on the financial statements or notes for the Company's current activity and assets, but may affect the accounting for future transactions or arrangements. Everbridge will implement the new standards and

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interpretations as they become effective.

REVENUE RECOGNITION

The Company has two main products and service areas

- Software as a Service (SaaS), where the services are delivered through a common platform.
- Public Warning, where the company's software system is licensed to, and installed at the customers' premises

For SaaS, the customer may pay fees for set-up, training, and access to modules (sign-up fee), and an annual fee for the ongoing services. The ongoing services include support and benefit of maintenance of the chosen modules. The customer may also purchase professional services and usage based on actual use. The company has evaluated that the sign-up fee is not a separate performance obligation and that the ongoing services represent stand-ready performance obligations. The company has evaluated that the right to extend the contract without paying an additional sign-up fee is not a material right for the customer and is not recognized as a separate performance obligation. Consequently, the total minimum contract value is recognized on a straight-line basis over the minimum contract period. Professional services and usage are recognized as it is consumed by the customer, based on the agreed prices per unit of service.

For Public Warning, the potential performance obligations are: Set-up and installation of hardware, set-up and installation of software, hardware, software licenses, maintenance, support and professional services. The company evaluates for each contract which of these are separate performance obligations in the context of the contract.

Generally, hardware and installation of hardware are regarded as separate performance obligations, and normally these are small parts of a contract. When separate performance obligations, revenue for sale of hardware is recognized when delivered to the customer. The installation is recognized over the installation period.

INTANGIBLE ASSETS

RESEARCH AND DEVELOPMENT

Expenditure on research is expensed as incurred. Expenditure on development activities is capitalized if the product or process is technically and commercially feasible, the Company has sufficient resources to complete development, and is able to measure reliably the expenditure attributable to the intangible asset during its development. The capitalized expenditures include primarily direct labor and external costs directly attributable to create, produce and prepare the asset for its intended use. Other development expenditure is recognized in the income statement as an expense as incurred. Capitalized development expenditure is stated at cost less accumulated amortization and impairment losses. Straight-line amortization is applied over the estimated useful life of the asset, from the date it is available for use.

IMPAIRMENT

FINANCIAL ASSETS

The Company recognizes impairment of financial assets measured at amortized cost, primarily trade receivables and accrued revenues, when there is objective evidence that it will be unable to recover balances in full. Balances are written off when recovery is assessed as unlikely.

NON-FINANCIAL ASSETS

Carrying amounts of intangible assets and property, plant and equipment are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's

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recoverable amount is estimated. Goodwill and intangible assets with indefinite useful life are tested for impairment annually or more frequent if impairment indicators are identified.

An impairment loss is recognized if the carrying value of an asset or cash generating unit exceeds its recoverable amount.

Cash generating units

A cash generating unit (CGU) is the smallest identifiable group of assets that generates cash inflows that are largely independent of cash inflows from other assets or groups of assets. In order to identify CGUs, management assesses various factors, including how operations are monitored, e.g. based on service- or product areas, businesses or geographical areas.

Recoverable amount

The recoverable amount of an asset or a CGU is the highest of its estimated fair value less cost to sell and value in use. In assessing value in use, estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

Goodwill is allocated to groups of CGUs that are expected to benefit from the business combination in which the goodwill arose.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generate cash inflows independently of other assets or CGUs. Subject to the operating segment limit, CGUs to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed, reflects the lowest level at which goodwill is monitored for internal reporting purposes.

Impairment loss recognition

Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the CGU (or group of CGUs) and then, to reduce the carrying amount of the other non-financial assets in the CGU (or group of CGUs) on a pro rata basis.

Reversals of impairment

An impairment loss on goodwill is not reversed. An impairment loss on other assets is reversed if there has been a change in the estimates used to determine the recoverable amount.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

BUSINESS SEGMENTS

An operating segment is a distinguishable component of the Company that is engaged in providing products or services that is subject to risks and rewards that are different from those of other operating segments.

The Company has only one operating segment, consistent with the reporting to the CEO and the Board. See note 9 for further disclosures. The Company has two main products and service areas:

- Public Warning, where the company's software system is licensed to, and installed at the customers' premises
- Software as a Service (SaaS), where the services are delivered through a common platform.

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FINANCIAL INSTRUMENTS

FINANCIAL ASSETS

For the periods presented, the Company's financial assets are all classified as loans and receivables. Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

Loans and receivables are initially recognized at fair value, plus any attributable transaction costs, and are subsequently carried at amortized cost using the effective interest method, less any impairment losses. The company's loans and receivables comprise trade debtors and other receivables in the balance sheet. Financial assets are derecognized when the rights to receive cash flows from the investments have expired or have been transferred and the company has substantially transferred all risks and rewards of ownership.

Financial assets and liabilities are offset, and the net amount presented only when the company has the legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

FINANCIAL LIABILITIES

The company has financial liabilities measured at amortized cost. Financial liabilities at amortized cost comprise largely accounts payable, other current liabilities and interest-bearing liabilities. These obligations are initially recognized at fair value less transaction costs, and subsequently measured at amortized cost through using the effective interest method.

FINANCE INCOME AND EXPENSES

Finance income and expenses comprise interest receivable on funds invested (including bank balances), dividend income, foreign exchange gains and losses and interest payable on borrowings calculated using the effective interest rate method.

INCOME TAX

Assets and liabilities related to current tax payable are measured at the amount expected to be received from or paid to the taxation authorities. Deferred tax assets and liabilities are calculated based on the liability method, including all temporary differences between the carrying amounts and tax bases of assets and liabilities in the consolidated financial statements, including losses carried forward. Deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill.

Deferred tax assets are recognized to the extent that it is probable that the tax assets will be utilized. Tax rates that are enacted or substantially enacted at the end of the reporting period and undiscounted amounts are used. Deferred tax assets and liabilities are recognized net when there is a legal right to offset payable tax assets and liabilities, and the company is able to and intends to settle payable income tax net.

The income tax expense for a period consists of income tax payable and deferred tax. Income tax is recognized in profit or loss, except for when it relates to items that are recognized in equity, either directly or through other comprehensive income.

EMPLOYEE BENEFITS

DEFINED CONTRIBUTION PLANS

Obligations for contributions to defined contribution pension plans are recognized as an expense in the profit or loss as incurred.

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SHARE-BASED PAYMENT

The company has issued equity settled share options for employees. The fair value determined at the grant date of the equity-settled share-based payments is expensed over the vesting period, based on the Company's estimate of the shares that will eventually vest.

CLASSIFICATION OF CURRENT AND NON-CURRENT ITEMS

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

CASH FLOW STATEMENT

The cash flow statement is presented using the indirect method. Cash and cash equivalents include cash and bank deposits. Receipts and payments are presented separately for investing and financing activities, whilst operating activities include both cash and non-cash line items. Interest received and paid are reported as part of operating activities.

GOVERNMENT GRANTS

Government grants are recognized when there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grants relate to an expense item, it is normally recognized as a reduction of the expense on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is presented in the balance sheet by deducting the grant in arriving at the carrying amount of the asset. The grant is recognized in the income statement over the useful life of a depreciable asset as a reduced depreciation and amortization expense.

PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are recognized at cost less accumulated depreciation and impairment. Cost of acquisition includes costs directly attributable to the acquisition of the fixed asset. Property, plant and equipment are depreciated on a straight-line basis. The cost of acquisition of property, plant and equipment is depreciated to their expected residual value, which in general is estimated to be nil.

PROVISIONS

A provision is recognized in the balance sheet when the Company has a present obligation as a result of a past event, it is probable that the Company will be required to settle the obligation and the amount can be reliably estimated. For the periods presented, the Company has not recognized any significant provisions.

SIGNIFICANT JUDGEMENTS IN THE APPLICATION OF ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES.

The preparation of financial statements in accordance with IFRS requires that management make assessments, estimates and assumptions that impact reported amounts for revenues, expenses, assets and liabilities and presentation of contingent liabilities at the end of the reporting period.

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Judgements that management have made as part of the application of the entity's accounting policies and that have the most significant impact on the amounts recognized in the financial statements and sources of estimation uncertainty with a significant risk of a material adjustment to the carrying amount in the following period are discussed below.

RESEARCH AND DEVELOPMENT COSTS

The company carries out research and development activities related to its software systems that are used to deliver services and granting licenses to customers. Expenditure in the research phase cannot be capitalized. It can be difficult to determine when a project has come to the development stage, which development activities is attributable to the intangible asset being developed and measure reliably the expenditure attributable to the intangible asset being developed. The criteria in *IAS 38 Intangible assets* have to be met in order to be able to capitalize expenditure related to development activities. These include demonstrating technical feasibility, intention to complete, ability to use or sell, how it will generate probable future economic benefits, availability of adequate technical, financial and other resources and ability to measure reliably the expenditure attributable to the intangible asset during its development. It is also a considerable judgement to decide the distinction between development of new functionality and maintenance of the existing systems.

The company must amortize the capitalized costs over its expected useful life, which is a difficult judgment and estimate. The company believes that its new generation platform could be used for a long time. However, it also acknowledges the significant uncertainty that exists related to technological and commercial obsolescence, including new technology and actions from competitors. The company's current estimate is a useful life of three years, meaning that it amortizes all capitalized development costs over three years from the start of the individual amortization period.

See Note 5 for further details related to amounts.

LEASING

The Company recognizes right-of-use assets and liabilities for all leases in accordance with IFRS 16, with the exception of some leases with lease periods of less than one year or where the underlying assets are of low value. Depreciation, amortization, and impairment losses as well as interest expenses are recognized in the statement of income. In the statements of cash flows, the cash payments for the principal are classified within cash flows from financing activities. The interest portion of the lease liability is classified within cash flows from financing activities.

Where the Company is the lessee, management is required to make judgments about whether an arrangement contains a lease, the lease term, and the appropriate discount rate to calculate the present value of lease payments. If the rate implicit in the lease cannot be readily determined, management uses the incremental borrowing rate, which represents the rate that the Company 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.

Extension options (or periods after termination options) are only included in the lease term if it is reasonably certain that the lease will be extended (or not terminated) and, as such, included within lease liabilities.

IMPAIRMENT

Cash-generating units are reviewed for impairment when indicators exist and on an annual basis when it includes goodwill. See 'Fair value' below for further discussion.

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The company has historically recognized only minor losses on receivables related to customer solvency. Many of the company's Norwegian customers are in the public sector. The company has some large non-public sector customers, and loss events may occur that entail impairment in subsequent periods. Refer to Note 3 for further discussion.

INCOME TAX AND INDIRECT TAX

The company has considerable tax losses carried forward. The company expects future profitable operations that will generate taxable profits in the future. However, it has assessed that *IAS 12 Income taxes* requirement of convincing evidence to recognize deferred tax assets when the company has previous losses is difficult to fulfill. Consequently, as of year-ends 2024 and 2023, the company has not recognized net deferred tax assets.

If profits are demonstrated in the future, historically unrecognized deferred tax assets may be realized, and deferred tax assets may be recognized, see Note 8.

CHANGES IN ACCOUNTING PRINCIPLES AND NEW REPORTING REQUIREMENTS

There were no changes in accounting principles in 2024 or 2023.

No changes to IFRS are expected to have significant impact to the Company's financial statements for 2024.

NOTE 3 OPERATING REVENUES

Revenues by products and services area

	2024	*2023*
Public Warning (Population Alert)	59,604,701	56,136,724
Software as a Service (Saas)	14,340,234	16,430,710
Total	73,944,935	72,567,434

Revenues per geography

	2024	*2023*
Norway	24,623,997	36,302,894
Sweden	8,288,405	9,244,428
Rest of the world	41,032,533	27,020,113
Total	73,944,935	72,567,434

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NOTE 4 EMPLOYEE BENEFITS ETC.

Personnel costs	**2024**	**2023**
Salaries	32,585,859	36,310,867
Employer's national insurance contributions	7,152,773	6,730,957
Pension costs	1,661,866	1,664,460
Share Based Compensation Expense	7,166,175	10,889,189
Other contributions	549,375	827,496
Total	**49,116,049**	**56,422,969**
Average number of full-time employees during the year	29	32
Number of employees at the end of the year	26	31

The company is required to set up an occupational pension scheme for its employees, and the company has implemented such a pensions scheme.

SHARE OPTION AGREEMENTS

When the company's parent company was acquired by the private equity firm Thoma Bravo in 2024, all share options were converted into cash awards. Consequently, there are no share options outstanding on 31 December 2024.

REMUNERATION TO EXECUTIVE MANAGEMENT AND BOARD OF DIRECTORS

The company does not currently have a Chief Executive Officer, and the Board of Directors received no remuneration for their service in 2024 or 2023. There were no loans to employees, executive management, or Board of Directors in 2024 or 2023.

NOTE 5 OTHER OPERATING EXPENSES

	2024	**2023**
Rental and other real estate expenses	1,608,459	1,697,631
Consultants	11,175,008	7,503,932
Equipment	11,667	12,369
IT, telecommunications services, other office expenses	1,243,721	1,823,132
Travel and per diem allowance	836,281	1,016,623
Marketing, incl. patent costs	348,250	420,304
Losses on receivables	760,020	268,191
Other	1,652,034	1,345,139
Total other operating expenses	**17,635,441**	**14,087,320**

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NOTE 6 NON-CURRENT ASSETS, RESEARCH AND DEVELOPMENT

	Tangible fixed assets	Cap. Development/Patents	Total
Original cost 01.01.2023	**3,023,906**	**12,181,296**	**15,205,202**
Additions during the year	37,920	0	37,920
Disposals during the year	1,448,716	0	1,448,716
Original cost as at 31.12.2023	**1,613,110**	**12,181,296**	**13,794,406**
Acc. depreciation/amort. 01.01.2023	**2,481,145**	**12,036,248**	**14,517,393**
Depreciation/amort. during the year	381,632	100,182	481,815
Disposals during the year	1,448,716	0	1,448,716
Acc. depreciation/amort. 31.12.2023	**1,414,061**	**12,136,431**	**13,550,492**
Net book value as at 31.12.2023	**199,049**	**44,865**	**243,914**
Original cost 01.01.2024	**1,613,110**	**12,181,296**	**13,794,406**
Additions during the year	155,177	0	155,177
Disposals during the year		12,181,296	12,181,296
Original cost as at 31.12.2024	**1,768,287**	**0**	**1,768,287**
Acc. depreciation/amort. 01.01.2024	**1,414,061**	**12,136,431**	**13,550,492**
Depreciation/amort. during the year	183,799	44,865	228,664
Disposals during the year	0	12,181,296	12,181,296
Acc. depreciation/amort. 31.12.2024	**1,597,860**	**0**	**1,597,860**
Net book value as at 31.12.2024	**170,427**	**0**	**170,427**

IMPAIRMENT

Property, plant and equipment, and intangible assets with finite useful life are tested for impairment if there are indicators that assets might be impaired.

Additionally, please refer to the Directors' report's review of market development and growth opportunities, both of which substantiate the values in the company's business areas.

RESEARCH AND DEVELOPMENT

There has been a reduction in capitalized development costs since 2020 as development efforts on legacy systems have been subsiding. In 2024, there were no capitalized development costs.

NOTE 7 OTHER FINANCIAL INCOME

31 December	2024	2023
Dividend from subsidiary 1)	0	15,433,744
Foreign exchange gain	0	1,819,995
Other financial income	-	**17,253,739**

1) Dividend from UMS AB.

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NOTE 8 SUBSIDIARIES, ASSOCIATED COMPANIES, JOINT VENTURES

			Carrying value	Carrying value
Subsidiaries	**Country**	**Share**	**31-12-24**	**31-12-23**
Everbridge Denmark ApS	Denmark	100.00%	2,198,553	2,198,553
UMS AB 1)	Sweden	100.00%	4,060,118	4,582,472
Everbridge Technologies India Pvt Ltd	India	99.80%	496,236	496,236
Everbridge Finland OY	Finland	100.00%	1,898,353	1,898,353
Previstar Inc.	USA	100.00%	822	822
Previstar Pvt. Ltd.	India	99.99%	N/A	N/A
Total			**8,654,082**	**9,176,436**

1) UMS AB was liquidated on 25 April 2025 with effect from 29 November 2024. The liquidation resulted in an impairment in 2024 of NOK 522,354.

The subsidiaries are sales offices, except Unified Messaging Systems & Service Pvt. Ltd, which also performs development and other activities. Previstar Pvt. Ltd. Is owned 99.99% by Previstar Inc.

NOTE 9 INCOME TAXES

The income tax expense/income (-) for the year was as follows:	**2024**	**2023**
Income taxes payable	0	0
Change in recognized deferred taxes (before effect of change tax rate)	0	0
Effect of change in tax rate on deferred tax assets	0	0
Income tax expense	**0**	**0**

Reconciliation from nominal to actual tax rate:	**2024**	**2023**
Profit/Loss before income taxes	-38,437,335	-30,460,282
Expected income tax based on nominal tax rate in Norway (22%)	-8,456,214	-6,701,262
Tax effect of the following items:		
Adjustment permanent differences related to previous periods		
Non-deductible expenses	5,804,758	2,446,006
Non-deductible income	0	-3,395,424
Income tax expense	-2,651,456	-7,650,680
Effective tax rate	7%	25%

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Temporary differences and deferred tax in Norway	**2024**	**2023**
Property plant and equipment (PPE)	-4,275,545	-8,052,306
Loss on receivables	-2,143,000	-1,383,000
Capitalized operating leases	-267,095	-269,049
Tax loss carried forward	-270,611,785	-235,950,303
Net temporary differences	-277,297,424	-245,654,658
Tax rate	22%	22%
Deferred tax asset/deferred tax	-61,005,433	-54,044,025
Unrecognized deferred tax asset 1)	61,005,433	54,044,025
Recognized net deferred tax asset	**0**	**0**

1) **Unrecognized deferred tax assets**
The company has a history of recent losses and net tax reducing temporary differences in form of tax losses carried forward. The company has evaluated that at the end of 2024 and 2023 there was not sufficient convincing evidence of future profits to be able to recognize net deferred tax assets. There is no time limit on carry forward of tax losses in Norway.

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NOTE 10 RELATED PARTIES

Transactions and balances with subsidiaries, associate

	Receivables		Liabilities		Purchases		Sales and interest		Loan	
	31-12-2024	31.12.2023	31-12-2024	31-12-2023	31-12-2024	31-12-2023	31-12-2024	31-12-2023	31-12-2024	31-12-2023
Everbridge Denmark ApS	-	-	-	-		-	-	-	-	-
UMS Sweden AB	-	-	-	-		-	-	-	-	-
EB Technologies India Pvt Ltd	-	-	17,972,208	7,165,803	29,226,865	30,424,876	-	-	-	-
Everbridge Finland OY	-	-	-	-		-	-	-	-	-
Previstar Inc	-	3,453,989	-	-		-	-	1,269,313	-	23,388,994
Previstar India	517,058	133,666	187,447	-		-	-	-	-	-
Everbridge Europe Limited	-	-	4,784,150	2,224,838	-	1,062,907	-	-	-	-
Everbridge, Inc.	-	3,804,681	1,156,158	-		-	-	-	-	-
Total	**517,058**	**7,392,337**	**24,099,963**	**9,390,641**	**29,226,865**	**31,487,784**	**-**	**1,269,313**	**-**	**23,388,994**

There were no significant transactions, balances or guarantees with related parties in 2024 and 2023.

NOTE 11 Leases

Right of Use Asset	
Balance at 31.12.2022	**4,966,901**
Depreciation	-1,185,359
Additions	779,297
Balance at 31.12.2023	**4,560,838**
Depreciation	-1,420,709
Additions	-
Balance at 31.12.2024	**3,140,129**

Total Lease Liability	
Balance at 31.12.2022	**5,212,297**
Rent payment	-1,539,802
Interest expense	378,096
Additions	779,297
Balance at 31.12.2023 1)	**4,829,887**
Rent payment	-1,736,226
Interest expense	313,563
Additions	-
Balance at 31.12.2024 2)	**3,407,224**

1) Of which NOK 1,450,535 is classified as short-term lease liability and 3,379,352 is classified as long-term lease liability.
2) Of which NOK 1,572,527 is classified as short-term lease liability and 1,834,697 is classified as long-term lease liability.

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NOTE 12 FINANCIAL RISK MANAGEMENT

The company's exposure to financial risk is primarily related to credit risk and currency risk.

Risk management aims to support value creation in the company and to secure a continuing solid financial platform through visibility and strategic management of both financial and operational risk factors. Operational risk relates mainly to being able to win tenders for new contracts, and that customers renew their annual subscriptions. Furthermore, the company is exposed to risk of technology obsolescence and being able to develop and maintain its technology.

CREDIT RISK

Maturities of trade debtors, accrued revenues and other receivables as of 31 December 2024

	Carrying amount
Trade debtors	**24,683,601**
Allowance for losses on receivables 1)	**-2,143,000**
Total receivables (excl. prepayments)	**22,540,601**

1) Includes allowance on unbilled receivable

Maturities of trade debtors, accrued revenues and other receivables as of 31 December 2023

	Carrying amount	Impaired
Trade debtors	**16,555,242**	1,148,150
Other receivables excluding prepayments	**10,044,332**	
Allowance for losses on receivables 1)	**-1,417,336**	-1,417,336
Total receivables (excl. prepayments)	**25,182,239**	**-269,186**

2) Includes allowance on unbilled receivable

Changes in allowances for losses on receivables during the year

	2024	2023
Opening balance allowance for losses on receivables	1,383,000	1,116,092
Change in allowances for losses on receivable during the year	760,000	266,908
Closing balance allowance for losses on receivables	**2,143,000**	**1,383,000**

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Credit risk is the risk that customers are not able to settle their payment obligations. Credit risk is considered part of business risk and is reviewed as part of ongoing operations. The company has established procedures for credit assessment for larger customers as well as for suppliers. The risk that customers do not have the financial ability to settle their obligations is considered to be low. Historically, only minor losses on receivables have been realized due to customers experiencing financial difficulties. The company's customers are to a large extent public sector or well-established companies. The company's Public Warning contracts are normally relatively large, which to some extent leads to a concentration of risk within a small number of large customers.

SENSITIVITIES

The company has some amounts of monetary assets, including bank accounts, in currencies other than the functional currencies. However, the amounts in foreign currencies are either limited or have been converted to the functional currencies regularly, and currency sensitivity on monetary assets for the company is regarded as limited for 2024 and 2023.

MANAGEMENT OF CAPITAL

The company follows up its capital structure by securing adequate free liquidity in the form of funding from shareholders, in order to be able to continuously service its obligations and have adequate equity. The company does not have a particular target level of equity and debt.

NOTE 13 CASH AND CASH EQUIVALENTS

31 December	2024	2023
Cash and bank deposits	36,534,978	8,093,651
Restricted funds	4,163,455	4,008,315
Total cash and cash equivalents	**40,698,432**	**12,101,966**

Restricted funds are employee tax deductions and deposits.

NOTE 14 OTHER CURRENT LIABILITIES AND PREPAID REVENUES

31 December	2024	2023
Personnel costs	10,964,086	7,708,409
Other accrued expenses	5,443,023	3,598,422
Liabilities to customers	0	336,199
Liabilities to subsidiaries	24,099,963	9,390,641
Total other current liabilities	**40,507,072**	**21,033,671**
Deferred revenue (current portion)	**30,121,133**	**25,892,845**

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NOTE 15 PROVISIONS, DISPUTES AND CONTINGENT LIABILITIES

The company is not part in any significant disputes and has not received or know of any potential significant claims. The company provides guarantees in connection with its sales for the functionality and service levels for its products and services. Based on historical data, the company has not recognized any provision related to potential claims.

NOTE 16 SUBSEQUENT EVENTS

After the reporting period ended on 31 December 2024 and up to the date these financial statements have been approved for issue, no events have been identified that require disclosure.

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Medlemmer av Den norske Revisorforening

To the General Meeting in Everbridge Norway AS

INDEPENDENT AUDITOR'S REPORT

Opinion

We have audited the financial statements of Everbridge Norway AS (the Company), which comprise the balance sheet as at 31 December 2024, the statement of profit and loss and other comprehensive income and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion

- the financial statements comply with applicable statutory requirements, and
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2024 and its financial performance and cash flows for the year then ended in accordance with simplified application of international accounting standards according to section 3-9 of the Norwegian Accounting Act.

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 in accordance with the requirements of the 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)* (the 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 matters

The financial statements have been submitted after the legal deadline for submission of financial statements.

Other information

The Board of Directors (management) is responsible for the information in the Board of Directors' report. Our opinion on the financial statements does not cover the information in the Board of Directors' report.

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

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

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

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Responsibilities of management for the financial statements

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

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

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

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

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Oslo, 7 Juli 2025
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The auditor's report is signed electronically

Terje Havn
State Authorised Public Accountant (Norway)

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Independent auditor's report

Name	Date
Havn, Terje	**2025-07-07**

Identification

bankID Havn, Terje

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Note 2 BASIS FOR PREPARATION

GENERAL

These financial statements were approved by the Board of Directors on July 1st.

STATEMENT OF COMPLIANCE

The company prepares the company financial statements in accordance with the Norwegian Accounting Act applicable per 31 December 2024 and regulation for simplified application of International Financial Reporting Standards (simplified IFRS) as set out by the Norwegian Ministry of Finance on 7 February 2022.

BASIS OF PRESENTATION

The financial statements have been prepared on a historical cost basis. Presentation and classification of items in the financial statements is consistent for the periods presented. The financial statements are presented in Norwegian kroner (NOK), which is also the functional currency of the company. As a result of rounding differences, amounts and percentages may not add up to the total.

Principles for recognition and measurement are in accordance with simplified IFRS and the policies are applied as described in the consolidated financial statements, except as specified in the regulation for simplified IFRS. Disclosure requirements are in accordance with the requirements in the Norwegian Accounting Act with additions as specified in the regulation for simplified IFRS. Options in the regulation for simplified IFRS that have not been applied are currently not relevant to the company.

STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE

Everbridge does not expect that any newly issued, but not yet effective standards, amendments and interpretations will have a significant impact on the financial statements or notes for the Company’s current activity and assets, but may affect the accounting for future transactions or arrangements. Everbridge will implement the new standards and interpretations as they become effective.

REVENUE RECOGNITION

The Company has two main products and service areas

- Software as a Service (SaaS), where the services are delivered through a common platform.

- Public Warning, where the company's software system is licensed to, and installed at the customers' premises

For SaaS, the customer may pay fees for set-up, training, and access to modules (sign-up fee), and an annual fee for the ongoing services. The ongoing services include support and benefit of maintenance of the chosen modules. The customer may also purchase professional services and usage based on actual use. The company has evaluated that the sign-up fee is not a separate performance obligation and that the ongoing services represent stand-ready performance obligations. The company has evaluated that the right to extend the contract without paying an additional sign-up fee is not a material right for the customer and is not recognized as a separate performance obligation. Consequently, the total minimum contract value is recognized on a straight-line basis over the minimum contract period. Professional services and usage are recognized as it is consumed by the customer, based on the agreed prices per unit of service.

For Public Warning, the potential performance obligations are: Set-up and installation of hardware, set-up and installation of software, hardware, software licenses, maintenance, support and professional services. The company evaluates for each contract which of these are separate performance obligations in the context of the contract.

Generally, hardware and installation of hardware are regarded as separate performance obligations, and normally these are small parts of a contract. When separate performance obligations, revenue for sale of hardware is recognized when delivered to the customer. The installation is recognized over the installation period.

INTANGIBLE ASSETS

RESEARCH AND DEVELOPMENT

Expenditure on research is expensed as incurred. Expenditure on development activities is capitalized if the product or process is technically and commercially feasible, the Company has sufficient resources to complete development, and is able to measure reliably the expenditure attributable to the intangible asset during its development. The capitalized expenditures include primarily direct labor and external costs directly attributable to create, produce and prepare the asset for its intended use. Other development expenditure is recognized in the income statement as an expense as incurred. Capitalized development expenditure is stated at cost less accumulated amortization and impairment losses. Straight-line amortization is applied over the estimated useful life of the asset, from the date it is available for use.

IMPAIRMENT

FINANCIAL ASSETS

The Company recognizes impairment of financial assets measured at amortized cost, primarily trade receivables and accrued revenues, when there is objective evidence that it will be unable to recover balances in full. Balances are written off when recovery is assessed as unlikely.

NON-FINANCIAL ASSETS

Carrying amounts of intangible assets and property, plant and equipment are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill and intangible assets with indefinite useful life are tested for impairment annually or more frequent if impairment indicators are identified.

An impairment loss is recognized if the carrying value of an asset or cash generating unit exceeds its recoverable amount.

Cash generating units

A cash generating unit (CGU) is the smallest identifiable group of assets that generates cash inflows that are largely independent of cash inflows from other assets or groups of assets. In order to identify CGUs, management assesses various factors, including how operations are monitored, e.g. based on service- or product areas, businesses or geographical areas.

Recoverable amount

The recoverable amount of an asset or a CGU is the highest of its estimated fair value less cost to sell and value in use. In assessing value in use, estimated future cash flows are discounted to their present value using a post-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

Goodwill is allocated to groups of CGUs that are expected to benefit from the business combination in which the goodwill arose.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generate cash inflows independently of other assets or CGUs. Subject to the operating segment limit, CGUs to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed, reflects the lowest level at which goodwill is monitored for internal reporting purposes.

Impairment loss recognition

Impairment losses are recognized in profit or loss. Impairment losses recognized in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the CGU (or group of CGUs) and then, to reduce the carrying amount of the other non-financial assets in the CGU (or group of CGUs) on a pro rata basis.

Reversals of impairment

An impairment loss on goodwill is not reversed. An impairment loss on other assets is reversed if there has been a change in the estimates used to determine the recoverable amount.

An impairment loss is reversed only to the extent that the asset’s carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

BUSINESS SEGMENTS

An operating segment is a distinguishable component of the Company that is engaged in providing products or services that is subject to risks and rewards that are different from those of other operating segments.

The Company has only one operating segment, consistent with the reporting to the CEO and the Board. See note 9 for further disclosures. The Company has two main products and service areas:

- Public Warning, where the company's software system is licensed to, and installed at the customers' premises
- Software as a Service (SaaS), where the services are delivered through a common platform.

FINANCIAL INSTRUMENTS

FINANCIAL ASSETS

For the periods presented, the Company's financial assets are all classified as loans and receivables. Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

Loans and receivables are initially recognized at fair value, plus any attributable transaction costs, and are subsequently carried at amortized cost using the effective interest method, less any impairment losses. The company's loans and receivables comprise trade debtors and other receivables in the balance sheet. Financial assets are derecognized when the rights to receive cash flows from the investments have expired or have been transferred and the company has substantially transferred all risks and rewards of ownership.

Financial assets and liabilities are offset, and the net amount presented only when the company has the legal right to offset the amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

FINANCIAL LIABILITIES

The company has financial liabilities measured at amortized cost. Financial liabilities at amortized cost comprise largely accounts payable, other current liabilities and interest-bearing liabilities. These obligations are initially recognized at fair value less transaction costs, and subsequently measured at amortized cost through using the effective interest method.

FINANCE INCOME AND EXPENSES

Finance income and expenses comprise interest receivable on funds invested (including bank balances), dividend income, foreign exchange gains and losses and interest payable on borrowings calculated using the effective interest rate method.

INCOME TAX

Assets and liabilities related to current tax payable are measured at the amount expected to be received from or paid to the taxation authorities. Deferred tax assets and liabilities are calculated based on the liability method, including all temporary differences between the carrying amounts and tax bases of assets and liabilities in the consolidated financial statements, including losses carried forward. Deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill.

Deferred tax assets are recognized to the extent that it is probable that the tax assets will be utilized. Tax rates that are enacted or substantially enacted at the end of the reporting period and undiscounted amounts are used. Deferred tax assets and liabilities are recognized net when there is a legal right to offset payable tax assets and liabilities, and the company is able to and intends to settle payable income tax net.

The income tax expense for a period consists of income tax payable and deferred tax. Income tax is recognized in profit or loss, except for when it relates to items that are recognized in equity, either directly or through other comprehensive income.

EMPLOYEE BENEFITS

DEFINED CONTRIBUTION PLANS

Obligations for contributions to defined contribution pension plans are recognized as an expense in the profit or loss as incurred.

SHARE-BASED PAYMENT

The company has issued equity settled share options for employees. The fair value determined at the grant date of the equity-settled share-based payments is expensed over the vesting period, based on the Company's estimate of the shares that will eventually vest.

CLASSIFICATION OF CURRENT AND NON-CURRENT ITEMS

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

CASH FLOW STATEMENT

The cash flow statement is presented using the indirect method. Cash and cash equivalents include cash and bank deposits. Receipts and payments are presented separately for investing and financing activities, whilst operating activities include both cash and non-cash line items. Interest received and paid are reported as part of operating activities.

GOVERNMENT GRANTS

Government grants are recognized when there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grants relate to an expense item, it is normally recognized as a reduction of the expense on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is presented in the balance sheet by deducting the grant in arriving at the carrying amount of the asset. The grant is recognized in the income statement over the useful life of a depreciable asset as a reduced depreciation and amortization expense.

PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are recognized at cost less accumulated depreciation and impairment. Cost of acquisition includes costs directly attributable to the acquisition of the fixed asset. Property, plant and equipment are depreciated on a straight-line basis. The cost of acquisition of property, plant and equipment is depreciated to their expected residual value, which in general is estimated to be nil.

PROVISIONS

A provision is recognized in the balance sheet when the Company has a present obligation as a result of a past event, it is probable that the Company will be required to settle the obligation and the amount can be reliably estimated. For the periods presented, the Company has not recognized any significant provisions.

SIGNIFICANT JUDGEMENTS IN THE APPLICATION OF ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES.

The preparation of financial statements in accordance with IFRS requires that management make assessments, estimates and assumptions that impact reported amounts for revenues, expenses, assets and liabilities and presentation of contingent liabilities at the end of the reporting period.

Judgements that management have made as part of the application of the entity's accounting policies and that have the most significant impact on the amounts recognized in the financial statements and sources of estimation uncertainty with a significant risk of a material adjustment to the carrying amount in the following period are discussed below.

RESEARCH AND DEVELOPMENT COSTS

The company carries out research and development activities related to its software systems that are used to deliver services and granting licenses to customers. Expenditure in the research phase cannot be capitalized. It can be difficult to determine when a project has come to the development stage, which development activities is attributable to the intangible asset being developed and measure reliably the expenditure attributable to the intangible asset being developed. The criteria in *IAS 38 Intangible assets* have to be met in order to be able to capitalize expenditure related to development activities. These include demonstrating technical feasibility, intention to complete, ability to use or sell, how it will generate probable future economic benefits, availability of adequate technical, financial and other resources and ability to measure reliably the expenditure attributable to the intangible asset during its development. It is also a considerable judgement to decide the distinction between development of new functionality and maintenance of the existing systems.

The company must amortize the capitalized costs over its expected useful life, which is a difficult judgment and estimate. The company believes that its new generation platform could be used for a long time. However, it also acknowledges the significant uncertainty that exists related to technological and commercial obsolescence, including new technology and actions from competitors. The company's current estimate is a useful life of three years, meaning that it amortizes all capitalized development costs over three years from the start of the individual amortization period.

See Note 5 for further details related to amounts.

LEASING

The Company recognizes right-of-use assets and liabilities for all leases in accordance with IFRS 16, with the exception of some leases with lease periods of less than one year or where the underlying assets are of low value. Depreciation, amortization, and impairment losses as well as interest expenses are recognized in the statement of income. In the statements of cash flows, the cash payments for the principal are classified within cash flows from financing activities. The interest portion of the lease liability is classified within cash flows from financing activities.

Where the Company is the lessee, management is required to make judgments about whether an arrangement contains a lease, the lease term, and the appropriate discount rate to calculate the present value of lease payments. If the rate implicit in the lease cannot be readily determined, management uses the incremental borrowing rate, which represents the rate that the Company 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.

Extension options (or periods after termination options) are only included in the lease term if it is reasonably certain that the lease will be extended (or not terminated) and, as such, included within lease liabilities.

IMPAIRMENT

Cash-generating units are reviewed for impairment when indicators exist and on an annual basis when it includes goodwill. See ‘Fair value’ below for further discussion.

The company has historically recognized only minor losses on receivables related to customer solvency. Many of the company’s Norwegian customers are in the public sector. The company has some large non-public sector customers, and loss events may occur that entail impairment in subsequent periods. Refer to Note 3 for further discussion.

INCOME TAX AND INDIRECT TAX

The company has considerable tax losses carried forward. The company expects future profitable operations that will generate taxable profits in the future. However, it has assessed that *IAS 12 Income taxes* requirement of convincing evidence to recognize deferred tax assets when the company has previous losses is difficult to fulfill. Consequently, as of year-ends 2024 and 2023, the company has not recognized net deferred tax assets.

If profits are demonstrated in the future, historically unrecognized deferred tax assets may be realized, and deferred tax assets may be recognized, see Note 8.

CHANGES IN ACCOUNTING PRINCIPLES AND NEW REPORTING REQUIREMENTS

There were no changes in accounting principles in 2024 or 2023.

No changes to IFRS are expected to have significant impact to the Company’s financial statements for 2024.

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In case of discrepancies between the Norwegian original text and the English translation, the Norwegian text shall prevail

PROTOKOLL FRA ORDINÆR GENERALFORSAMLING	MINUTES FROM ANNUAL GENERAL MEETING
Ordinær generalforsamling i Everbridge Norway AS (**Selskapet**) ble avholdt 8. juli 2025 klokken 17.00 i Innspurten 15, 0663 Oslo, Norge. Til behandling forelå:	The Annual General Meeting of Everbridge Norway AS (the **Company**) was held on July 8st, 2025, 17:00 at Innspurten 15, 0663 Oslo, Norway. The agenda of the Annual General Meeting:
1. Åpning av generalforsamlingen Møtet ble i henhold til aksjeloven § 5-12 første ledd åpnet av styreleder Christian Solem.	**1. Opening of the Annual General Meeting** In accordance with section 5-12, first paragraph of the Limited Liability Companies Act, the General Meeting was opened by Chairman of the Board Christian Solem.
2. Godkjennelse av fortegnelse over møtende aksjonær/fullmektig Selskapets eneaksjonær, Everbridge Holdings Limited, var representert ved styremedlem Glynnis Kellaway	**2. Approval of registration of attending shareholder/proxy holder** The Company's sole shareholder, Everbridge Holdings Limited, was represented by Glynnis Kellaway (Director).
3. Valg av møteleder og person til å medundertegne protokollen Styreleder Glynnis Kellaway ble valgt til å lede møtet. Styremedlem Christian Solem ble valgt til å medundertegne protokollen.	**3. Election of person to chair the meeting and person to co-sign the minutes** The Chairman of the Board, Glynnis Kellaway, was elected to chair the meeting. Board Member Christian Solem was elected to co-sign the minutes.
4. Godkjennelse av innkallingen og dagsorden Innkallingen og dagsordenen ble godkjent.	**4. Approval of the notice and the agenda** The notice and agenda were approved.
5. Godkjennelse av styrets forslag til årsregnskap og årsberetning 2024 for Selskapet Generalforsamlingen fattet i samsvar med styrets forslag følgende vedtak:	**5. Approval of the Board of Directors' proposal to annual accounts and annual report for 2024 for the Company** In accordance with the proposal from the Board of Directors, the General Meeting adopted the following resolution:

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"Generalforsamlingen godkjenner årsregnskapet og årsberetningen for 2024."	*«The General Meeting approves the annual accounts and the annual report for 2024. »*
6. Godkjennelse av styrets godtgjørelse for regnskapsåret 2024 Generalforsamlingen fattet i samsvar med styrets forslag følgende vedtak: *«Generalforsamlingen vedtar at det ikke utbetales godtgjørelse til styret for regnskapsåret 2024»*	**6. Approval of the remuneration to the Board of Directors for the financial year 2024** In accordance with the proposal from the Board of Directors, the General Meeting adopted the following resolution: *"The General Meeting resolves that no remuneration is paid to the Board of Directors for the financial year 2024.*
7. Godkjennelse av honorar til Selskapets revisor for regnskapsåret 2024 Generalforsamlingen fattet i samsvar med styrets forslag følgende vedtak: *"Generalforsamlingen godkjenner revisors godtgjørelse for regnskapsåret 2024 med totalt NOK 518 938.*	**7. Approval of the fees for the Company's auditor for the financial year 2024** In accordance with the proposal from the Board of Directors, the General Meeting adopted the following resolution: *"The General Meeting approves the remuneration to the Company's auditor for the financial year 2024 totalling NOK 518,938."*
*** Alle beslutningene var enstemmige. Flere saker forelå ikke til behandling og møtet ble hevet.	*** All decisions were unanimous. There were no further items to the agenda and the General Meeting was closed.
Oslo 8. juli 2025 DocuSigned by: Glynnis Kellaway 816C87BE83BD46B... Glynnis Kellaway Møteleder/ Meeting chairman	Oslo July 8st 2025 DocuSigned by: Christian Solem FFDAC886C26E45E... Christian Solem Medundertegner/ Co-signor

Skattedirektoratet

Saksbehandler	Deres dato	Vår dato
Torstein Kinden Helleland	08.03.2018	14.03.2018
Telefon	Deres referanse	Vår referanse
22078139	Christian Solem	2018/423521

UNIFIED MESSAGING SYSTEMS ASA
Postboks 6301 Etterstad
0604 OSLO

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk for Unified Messaging Systems ASA, org.nr. 980 400 255

Vi viser til deres brev av 8. mars 2018 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for Unified Messaging Systems ASA.

Skattedirektoratet gir på bakgrunn av en konkret vurdering Unified Messaging Systems ASA dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen gjelder så lenge 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
Unified Messaging Systems ASA er et børsnotert selskap som har tillatelse fra Oslo Børs til å bruke engelsk språk i pliktig rapportering. Selskapet er et teknologiselskap med internasjonal virksomhet. All operativ drift foregår i datterselskapene. Selskapet er et internasjonalt konsern med virksomhet i mange land og med profesjonelle kontraktsmotparter. Arbeidsspråk 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 tilfører kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan*

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0134 Oslo	Org.nr: 996250318	Telefaks
	E-post: skatteetaten.no/sendepost	22 17 08 60

> *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 vekt på at selskapet har tillatelse til å bruke engelsk språk fra Oslo Børs. Virksomheten er internasjonal med virksomhet i mange land og med profesjonelle kontraktsmotparter. Videre er det vektlagt at alle sentrale aktører og samarbeidspartnere innen denne bransjen behersker og benytter engelsk.

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

Skatteetaten

Vår dato	Din dato	Saksbehandler
21.06.2019	28.05.2019	Bente Halvorsen
800 80 000 Skatteetaten.no	Din referanse	Telefon 97180360
Org.nr Skatteetaten	Vår referanse 2019/5997289	Postadresse Postboks 9200 Grønland 0134 OSLO

UNIFIED MESSAGING SYSTEMS AS
Postboks 6301 Etterstad
0604 OSLO

Att. Christian Solem

Fritak for konsernregnskapsplikt for Unified Messaging Systems AS, org.nr. 980 400 255

Vi viser til deres brev til Skattedirektoratet av 28. mai 2019 hvor dere søker om fritak fra plikten til å utarbeide konsernregnskap for Unified Messaging Systems AS. Skattedirektoratets myndighet til å treffe enkeltvedtak etter regnskapsloven av 17. juni 1998 nr. 56 § 3-7 ble delegert til skattekontoret med virkning fra 1. juni 2019.

Unified Messaging Systems AS er nå 100 % eid av Everbridge Holdings Limited, som igjen er 100 % eid av Everbridge Inc. - et børsnotert selskap notert på NASDAQ i USA. Konsernregnskapet for Everbridge Inc utarbeides på engelsk etter amerikanske regnskapsregler (US GAAP) hvor Unified Messaging Systems AS med datterselskaper er omfattet.

Med hjemmel i regnskapsloven § 3-7 fjerde ledd gir skattekontoret tillatelse til at det gjøres unntak for konsernregnskapsplikten for Unified Messaging Systems AS. Det forutsettes at Everbridge Inc utarbeider konsernregnskap som omfatter den regnskapspliktige og dennes datterselskaper. Det legges til grunn at dette konsernregnskapet er utarbeidet i samsvar med USGAAP og at kravene i regnskapsloven § 3-7 med forskrifter for øvrig følges. Bestemmelsene i regnskapsloven kapittel 8 gjelder tilsvarende for dette konsernregnskapet.

Når det gjelder hvilket språk morselskapet skal utarbeide konsernregnskapet på, vises det til forskrift av 7. september 2006 nr. 1062 til utfylling og gjennomføring mv. av regnskapsloven. Det følger av § 3-7-1 at konsernregnskapet foruten på norsk, kan være på svensk, dansk eller engelsk.

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

Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

Bente Halvorsen
Spesialrevisor
Brukerdialog, juridisk stab, gruppe 1
Skatteetaten

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.