



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2020 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 924 695 919
Organisasjonsform: Aksjeselskap
Foretaksnavn: CURMIT MIPCO AS
Forretningsadresse: c/o Verdane Capital Advisors AS
Hieronymus Heyerdahls gate 1
0160 OSLO

Regnskapsår

Årsregnskapets periode: 01.01.2020 - 31.12.2020

Konsern

Morselskap i konsern: Ja
Konsernregnskap lagt ved: Nei

Regnskapsregler

Regler for små foretak benyttet: Nei
Benyttet ved utarbeidelsen av årsregnskapet til selskapet: Regnskapslovens alminnelige regler

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Jorgen Smidt
Dato for fastsettelse av årsregnskapet: 31.08.2021

Grunnlag for avgivelse

År 2020: Årsregnskapet er elektronisk innlevert
År 2019: Tall er hentet fra elektronisk innlevert årsregnskap fra 2020

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, 04.08.2022



Resultatregnskap

Beløp i: NOK	Note	2020	2019
RESULTATREGNSKAP			
Kostnader			
Other operating expenses		15 750	
Sum kostnader		15 750	
Driftsresultat		-15 750	
Finansinntekter og finanskostnader			
Annen renteinntekt	1		
Other financial income	1		
Rentekostnad til foretak i samme konsern		497 294	
Annen rentekostnad	1		
Other financial expenses	1		
Sum finanskostnader		497 294	
Netto finans		-497 294	
Ordinært resultat før skattekostnad		-513 044	0
Tax on ordinary result	2	-112 870	
Ordinært resultat etter skattekostnad		-400 174	0
Årsresultat		-400 174	0
Årsresultat etter minoritetsinteresser		-400 174	
Totalresultat		-400 174	
Overføringer og disponeringer			
Udekket tap		-400 174	
Allocated to other equity	6		
Sum overføringer og disponeringer		-400 174	



Balanse

Beløp i: NOK	Note	2020	2019
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utsatt skattefordel	2	112 870	
Sum immaterielle eiendeler		112 870	
Finansielle anleggsmidler			
Investering i datterselskap	3	20 440 575	
Investering i annet foretak i samme konsern	3	5 110 144	
Lån til foretak i samme konsern	4		
Sum finansielle anleggsmidler		25 550 719	
Sum anleggsmidler		25 663 589	0
Omløpsmidler			
Varer			
Accounts receivables	4		
Investeringer			
Aksjer og andeler i foretak i samme konsern	3		
Bankinnskudd, kontanter og lignende			
Cash and bank deposits	5	39 930	9 930
Sum bankinnskudd, kontanter og lignende		39 930	9 930
Sum omløpsmidler		39 930	9 930
SUM EIENDELER		25 703 519	9 930
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Share capital	7	255 507	30 000
Beholdning av egne aksjer	7		



Balanse

Beløp i: NOK	Note	2020	2019
Overkurs	6	4 894 567	
Sum innskutt egenkapital		5 150 074	30 000
Opptjent egenkapital			
Reserve for valuation variation	6		
Other equity	6, 8	-400 174	-20 070
Sum opptjent egenkapital		-400 174	-20 070
Sum egenkapital		4 749 900	9 930
Gjeld			
Langsiktig gjeld			
Utsatt skatt	2		
Annen langsiktig gjeld			
Sum langsiktig gjeld		0	0
Kortsiktig gjeld			
Leverandørgjeld	4		
Tax payable	2		
Kortsiktig konserngjeld		20 953 619	
Other current debt	4		
Sum kortsiktig gjeld		20 953 619	
Sum gjeld		20 953 619	0
SUM EGENKAPITAL OG GJELD		25 703 519	9 930



Skatteetaten

Vår dato 24.06.2021	Din/Deres dato 14.06.2021	Saksbehandler Lars Waalorp
800 80 000 Skatteetaten.no	Din/Deres referanse AR434468125	Telefon 90833418
Org.nr 974761076	Vår referanse 2021/6016362	Postadresse Postboks 9200 Grønland 0134 OSLO

U.off.

CURMIT MIPCO AS
c/o Verdane Capital Advisors AS
0160 OSLO

Att. Ørjan Tveit

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk for Curmit Mipco AS, org.nr. 924 695 919

Vi viser til deres brev av 14. juni 2021 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk for Curmit Mipco AS.

Skattekontoret gir på bakgrunn av en konkret helhetsvurdering Curmit Mipco AS dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen gjelder så lenge opplysningene som danner grunnlaget for vedtaket ikke endres vesentlig.

Kopi av dette brevet må sendes til Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Den regnskapspliktige må selv dokumentere ved dette brev at tillatelse er gitt.

Bakgrunn

Curmit Mipco AS har hovedsakelig norske og utenlandske profesjonelle eiere. Selskapet er et holdingselskap som har som formål "(...) å eie aksjer i ett eller flere datterselskaper, og å gjennomføre investeringer og virksomhet i forbindelse med dette". Selskapet har utenlandske styremedlemmer, og all rapportering skjer på engelsk.

Skattekontorets 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 mv., 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 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 “informativ regnskaper for ulike grupper av regnskapsbrukere”. Regnskapsbrukere vil omfatte, jf. uttalelsen i proposisjonen, blant andre investorer, kreditorer, ansatte og lokalsamfunnet.

Det er etter skattekontorets 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 skattekontoret lagt særlig vekt på at selskapet hovedsakelig har norske og utenlandske profesjonelle eiere. Videre er det vektlagt at alle sentrale aktører og samarbeidspartnere behersker og benytter engelsk.

Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

Lars Waalorp
seniorrådgiver
Brukerdialog, brukerkontakt
Skatteetaten

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.



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Annual report

2020

Curmit Mipco AS

Org.number.:924 695 919



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Board of Directors report

Overview

Curmit Mipco AS was formed to facilitate the acquisition of the Conconfirm Group of Companies by Verdane. The company's operations are to have ownership interests in other companies, and all else in this regard. It is further within the Company's operations to realize all or parts of the Company's assets, rights and obligations.

The Curmit group of companies comprises mainly the Conconfirm global group of trading companies headquartered in Oslo with locations in Norway, Sweden, UK, USA, Canada, Germany, Bosnia, Russia and Australia. 'The Group' in this report refers to the Curmit Holdco Group, meaning Curmit Holdco AS and subsidiaries (the Conconfirm group of companies).

Curmit Mipco AS is purely a holding company and has no direct employees.

Review of the Annual Accounts

Curmit Mipco AS revenue for 2020 was zero. Operating profit for 2020 was a loss of NOK (16)k. with an annual net loss of NOK 400k

Curmit Mipco AS assets were NOK 25.7m at the end of 2020 of which current assets were NOK 39k. The main asset being the investment in Curmit Midco AS. Total liabilities were NOK 20.9m with total equity in the business of NOK 4.7m.

Going Concern

The basis for a going concern exists and the annual accounts for 2020 have been prepared based on this assumption.

The Group's Business

The significant value of continuous structured and unstructured feedback from stakeholders such as customers, partners, prospects, employees, etc. is increasing. Corporate ability to utilise such input creates competitive advantage. The volume of data is accelerating, and the requirements for improved security, functionality and scalability are increasing. These trends continue to fuel a growing demand for the Group's software and solutions. The Group's business may be impacted by economic cycles in each of the geographic areas in which it operates.

Impact on External Environment

The Group's activities do not pollute or have any negative effect on the environment beyond what is considered normal for companies with international activities within the software industry.

Financial Risks

Although there is a clear and proven case for the revised financial structure of the Group as part of a bigger group there are additional risks relating to any Merger & Acquisition activity. The Group is considering the integration of two sets of products, cultures and client lists as well as back-office systems. A Transformation office has been set up and these detailed risks have been identified and actions taken to mitigate them.

Outlook 2021

Following the completion of the merger with FocusVision to become Forsta, Conconfirm has further strengthened its position in the emerging market of Research Technology. The ability to provide a unified platform of products across its three lines of business – both Quantitative (MR Quant) and Qualitative (MR Qual) Market Research and Voice of the Customer and Employee (VoC/E) enables the group to truly listen to its customers and understand what they need to provide insights into their businesses.



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The Group has a well-defined strategy for growth as a combined business under the newly launched branding of Forsta. The re- organisation and structuring of the combined business under its Executive management team is now complete, allowing the focus to be on ensuring that the business can meet and exceed the expectations of all its customers, both existing and prospective clients. There are particular areas of the business that have been identified for investment. This is expected to be largely self- funded through synergy savings from the combined business and will help to underpin the future growth of the combined business.

Subsequent Events

As of December 31, 2020 Curmit Mipco owned 4% of the shares of Curmit Midco AS, which in turn owned 100% of the shares of the Confirmit group of companies.

On the 8th of March 2021, following regulatory approval, a Master Transaction Agreement was executed which effected a merger between Curmit Midco (the Confirmit group of companies) and Clarity Holdings(the FocusVision group of companies). Compass Topco was newly formed to facilitate the merger and hold 100% of the ownership interest in the merged entity. In connection with the merger, Curmit Midco contributed it's ownership interest in Curmit Bidco to Compass Topco After the merger and final allocations of capital, Curmit Midco and Clarity Holdings owned 53% and 47% of Compass Topco, respectively.



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STATEMENT OF PROFIT OR LOSS

CURMIT MIPCO AS

OPERATING INCOME AND EXPENSES	Note	2020	26.11.2019-31.12.2019
Other operating expenses		15 750	0
Total operating expenses		15 750	0
Operating profit		-15 750	0
FINANCIAL INCOME AND EXPENSES			
Interest expense to group companies		497 294	0
Net financial items		-497 294	0
Operating result before tax		-513 044	0
Tax on ordinary result	2	-112 870	0
Ordinary result after tax		-400 174	0
Annual net profit		-400 174	0
BROUGHT FORWARD			
Loss brought forward		400 174	0
Net brought forward		-400 174	0

CURMIT MIPCO AS

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BALANCE SHEET

CURMIT MIPCO AS

ASSETS	Note	2020	2019
Deferred tax assets	2	112 870	0
Total intangible assets		112 870	0
FINANCIAL FIXED ASSETS			
Investments in subsidiaries	3	20 440 575	0
Investments in other group companies	3	5 110 144	0
Total financial fixed assets		25 550 719	0
Total fixed assets		25 663 589	0
CURRENT ASSETS			
Cash and bank deposits	5	39 930	9 930
Total current assets		39 930	9 930
Total assets		25 703 519	9 930



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BALANCE SHEET

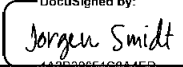
CURMIT MIPCO AS

EQUITY AND LIABILITIES	Note	2020	2019
EQUITY			
PAID-UP EQUITY			
Share capital	7	255 507	30 000
Share premium reserve	6	4 894 567	0
Total paid-up equity		5 150 074	30 000
RETAINED EARNINGS			
Other equity	6, 8	-400 174	-20 070
Total retained earnings		-400 174	-20 070
Total equity		4 749 900	9 930
LIABILITIES			
CURRENT DEBT			
Liabilities to group companies		20 953 619	0
Total current debt		20 953 619	0
Total liabilities		20 953 619	0
Total equity and liabilities		25 703 519	9 930

Oslo, 31.08.2021

The board of Curmit Mipco AS

DocuSigned by:

6399E4432FA3489...
Nils Pål Erik Malmros
member of the board

DocuSigned by:

1A2B3995430A1ED...
Jørgen Smidt
chairman of the board



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STATEMENT OF CASH FLOW

CURMIT MIPCO AS			
	Note	2020	26.11.2019-31.12.2019
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit/loss before tax		-513 044	0
Change in other accrual items	4	543 044	9 930
Net cash flows from operating activities		30 000	9 930
CASH FLOWS FROM INVESTMENT ACTIVITIES			
Net cash flows from investment activities		0	0
CASH FLOWS FROM FINANCING ACTIVITIES			
Net change in cash and cash equivalents		30 000	9 930
Cash and cash equivalents at the start of the		9 930	0
Cash and cash equivalents at the end of the	5	39 930	9 930



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Accounting principles

The annual accounts have been prepared in conformity with the provisions of the Accounting Act and good accounting practice in Norway.

USE OF ESTIMATES

In the preparation of the annual accounts estimates and assumptions have been made that have affected the profit and loss account and the valuation of assets and liabilities, and uncertain assets and liabilities on the balance sheet date in accordance with generally accepted accounting practice in Norway. Areas which to a large extent contain such subjective evaluations, a high degree of complexity, or areas where the assumptions and estimates are material for the annual accounts, are described in the notes.

TAX

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

CLASSIFICATION AND VALUATION OF CURRENT ASSETS

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

SUBSIDIARIES AND ASSOCIATED COMPANIES

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

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

CASH FLOW STATEMENT

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

Note 1 Items that are aggregated in the accounts

Financial costs	2020	2019
Interest costs to companies in the same group	497 294	0
Other interest costs	0	0
Other financial costs (disagio)	0	0
Total financial costs	497 294	0



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Note 2 Tax

This year's tax expense	2020	2019
Entered tax on ordinary profit/loss:		
Payable tax	0	0
Tax expense on ordinary profit/loss	0	0
Taxable income:		
Ordinary profit/loss before tax	-513 044	0
Permanent differences	0	0
Taxable income	-513 044	0
Payable tax in the balance:		
Payable tax on this year's result	0	0
Total payable tax in the balance	0	0
Calculation of effective tax rate		
Profit before tax	-513 044	0
Calculated tax on profit before tax	-112 870	0
Total	-112 870	0
Effective tax rate	22,0 %	0,0 %

Note 3 Subsidiaries, associates, joint ventures

	Office, Municipality	Owner - Interest	Acquisition cost	Book value
Confirmit AS	Oslo, Norway	100%	642 821 793	642 821 793
Total		100	642 821 793	642 821 793

Group consolidated financial statements are not prepared by the Company, based on the Norwegian Accounting Act §3-7. Group financial statements are prepared by Curmit Holdco AS, as holding company of the Curmit Holdco Group.

Note 4 Inter-company items between companies in the same group etc.

	Other short term liabilities		Other long-term liabilities	
	2020	2019	2020	2019
Companies in the same group (Curmit Holdco AS)	20 953 619	0	0	0
Total	20 953 619	0	0	0



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Note 5 Bank deposits

There are no funds standing on the tax deduction account, or other restricted funds in the entity.

Note 6 Equity capital

	Share capital	Share premium	Other equity capital	Total equity capital
As at 31.12.2019	30 000	0	-20 070	9 930
As at 01.01.2020	30 000	0	-20 070	9 930
Result for the year			-400 174	-400 174
Contribution in kind, capital transactions	225 507	4 894 567	20 070	5 140 144
As at 31.12.2020	255 507	4 894 567	-400 174	4 749 900

Note 8 - Equity Holders of the Company

NOK	Shares no	Ownership %
Ferguson, Kyle	9 035 890	35 %
Curmit Holdco	5 885 013	23 %
Hannington, Tim	1 626 460	6 %
Nutebekken AS	1 626 460	6 %
Ramvegg AS	1 626 460	6 %
HEPE Invest AS	1 084 305	4 %
Altamont Holding ApS	361 435	1 %
Chillery, Marcus	316 255	1 %
Lockyer, Philip	316 255	1 %
Wright, Rebecca	316 255	1 %
Others (< 1 % ownership)	3 355 931	13 %
TOTAL	25 550 719	100 %

Note 8 Going concern

The board's work in 2020 as mainly consisted of managing the reorganization process of the Curmit Holdco Group. The budgets for 2021 have been prepared on the basis of a modest level of operations in order to secure a sustainable financial position. Work is proceeding to increase the income of the Group.

Curmit Mipco AS has a very limited exposure to credit risk, liquidity risk and market risk as at 31.12.2020. The board of Curmit Mipco AS expects similar level of operations both in the near future and in the longer term.

Continued operation of Curmit Mipco AS is thus considered not to involve a risk of loss for creditors.

The basis of the board's conclusion as to status as a going concern is the foundations on which the company's operations are based, the good communications with creditors and a conservative estimate of income in the coming years.



To the General Meeting of Curmit Mipco AS

Independent Auditor's Report

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Curmit Mipco AS, which comprise the balance sheet as at 31 December 2020, the income statement and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements are prepared in accordance with law and regulations and give a true and fair view of the financial position of the Company as at 31 December 2020, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

Basis for Opinion

We conducted our audit in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including 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 as required by laws and regulations, 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 for the previous period have not been audited and the comparative figures have therefore not been subject to audit. This matter does not affect our opinion on the financial statements.

Other information

Management is responsible for the other information. The other information comprises information in the annual report, except the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

*PricewaterhouseCoopers AS, Dronning Eufemias gate 71, Postboks 748 Sentrum, NO-0106 Oslo
T: 02316, org. no.: 987 009 713 VAT, www.pwc.no
State authorised public accountants, members of The Norwegian Institute of Public Accountants, and
authorised accounting firm*



Independent Auditor's Report - Curmit Mipco AS



Responsibilities of the Board of Directors for the Financial Statements

The Board of Directors (management) is responsible for the preparation in accordance with law and regulations, including a true and fair view of the financial statements in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern. The financial statements use the going concern basis of accounting insofar as it is not likely that the enterprise will cease operations.

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 laws, regulations, and auditing standards and practices generally accepted in Norway, including ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. For further description of Auditor's Responsibilities for the Audit of the Financial Statements reference is made to <https://revisorforeningen.no/revisjonsberetninger>

Report on Other Legal and Regulatory Requirements

Opinion on the Board of Directors' report

Based on our audit of the financial statements as described above, it is our opinion that the information presented in the Board of Directors' report concerning the financial statements and the going concern assumption is consistent with the financial statements and complies with the law and regulations.

Opinion on Registration and Documentation

Based on our audit of the financial statements as described above, and control procedures we have considered necessary in accordance with the International Standard on Assurance Engagements (ISAE) 3000, *Assurance Engagements Other than Audits or Reviews of Historical Financial Information*, it is our opinion that management has fulfilled its duty to produce a proper and clearly set out registration and documentation of the Company's accounting information in accordance with the law and bookkeeping standards and practices generally accepted in Norway.

Oslo, 31 August 2021
PricewaterhouseCoopers AS

Gorm F. Nymark
State Authorised Public Accountant
(This document is signed electronically)

(2)



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Revisjonsberetning

Signers:

Name	Method	Date
Nymark, Gorm Frode	BANKID	2021-09-30 20:52

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