Annual Report 2022

Setting the standard – Leading in software

VISMA

Table of Contents

01 Visma by the numbers

Key figures

(EUR 1 000)	2022 IFRS	2021 IFRS*
Operating revenues	2 056 475	1 726 146
Revenue growth	19,1%	21%
EBITDA	586 743	529 402
Profit/(loss) from continuing and discontinued operations after minority interests	748 704	81 683
Total assets	6 400 946	5 694 390
Current liabilities	840 353	858 342
Long-term liabilities	3 398 098	3 422 453
Equity	2 162 495	1 413 595
Earnings per share from continuing operations (EUR)	0,08	0,03
No. of shares	2 000 000 000	2 000 000 000
Number of employees	13 880	11 594

*2021 has been restated to reflect the sale of the Consulting Business and Cloud Infrastructure Services

2 056 475

Operating revenues 2022

586 743

EBITDA

13 880

Number of employees

19,1 %

Growth

The last decade

2013
Revenue €351m
Employees 2 522

2014
Revenue €403m
Employees 3 161

2015
Revenue €497m
Employees 3 668

2016
Revenue €622m
Employees 4 220

2017
Revenue €732m
Employees 5 552

2018
Revenue €985m
Employees 7 690

2019
Revenue €1 128m
Employees 9 113

2020
Revenue €1 431m
Employees 10 244

2021
Revenue €1 726m
Employees 11 594

2022
Revenue €2 056m
Employees 13 880

02 Yearly recap

CEO's comment
– A pure play software company

Visma will continue to do what we do best. We will build locally relevant and standardised cloud software that automates business administration, connects data, keeps societies running efficiently, and gives companies the financial confidence they are after.

At last, coronavirus appears to be loosening its grip on the world. But it is easy to forget that at the start of 2022, the pandemic was still in firm control. Later in January we saw governments call for new lockdowns, shutting down our markets and putting our employees in a home-office position we had become all too familiar with.

In February, things began to look up. At Visma we began to reconnect in person again! We were seeing great engagement through our hybrid work model, which we crafted in dialogue with each other.

And then came the shocking news that Russia had invaded Ukraine, a new humanitarian crisis requiring an immediate response. Visma has never had operations in Russia or Ukraine, but we have several hundred Russian and Ukrainian employees situated in other countries. In addition, a handful of colleagues living in Ukraine were in immediate danger. We also employ thousands of people in countries that border Ukraine or Russia – like Romania, Poland, Hungary, Slovakia, Lithuania, Latvia, Finland, and Norway, who were suddenly dealing with the fear and uncertainty that the war might cross their borders too.

Over the past year, our people have demonstrated admirable compassion – some have opened their homes to provide shelter for the refugees, others have conducted private fundraising. At Visma, we continued our financial support to UNICEF, contributing to helping children in the warzone. In addition, many companies within Visma have taken their own initiatives to financially support Ukraine and the refugees. Through our software, we were also able to support refugees to find new jobs in their new countries.

This year, I have spent a lot of time in our markets close to the war, and I have seen some of the effects firsthand. The ripple effect of sanctions, snowballing energy prices, military conflict on the doorstep, and people rightfully worried about what is to come. Inflation has driven up costs throughout our markets, over 20% in Hungary and the Baltic states. Furthermore, our suppliers have raised their prices, while the war and aftermath of Covid have created a global shortage of many hardware components.

Some economists argue we have not seen this level of political and macroeconomic uncertainty in at least 50 years.

Every cloud has a silver lining

We still believe there are many positives to be found in the current situation and global trends, especially within the software industry and its potential in the coming years.

The hybrid work model has rightfully become a fixture in global businesses. It is clear that employee productivity and engagement are highest when people have the freedom to use business-critical systems wherever and whenever they need to.

As hybridity continues to mature, so too will the transition to cloud computing away from on-prem systems. Modern cloud software is both the present and future, with nearly 100% of all software innovation occurring in cloud-only products.

The innovation I am referring to is not only happening within Visma. It is being built by talented software entrepreneurs across Europe who know a thing or two about simplifying the lives of their local businesses and societies. New companies are joining Visma almost weekly, building us into the largest network of SaaS companies in Europe. Why? Because our joint efforts create value and growth. Companies that join the Visma Group keep ownership of their autonomy, brand, and people – while we all enjoy the benefits that come from new innovations, partnerships, connected products, and happy customers.

2022 was another landmark year for our M&A efforts, with a number of 42 new companies joining the Visma family through acquisitions. We also celebrated our market entry into France through the acquisition of Inqom. Our momentum continues in 2023; as I write this, two Berlin-based companies have joined us; BuchhaltungsButler in December 2022 and H&H in January 2023, marking our entry into the German market and further expansion in continental Europe. Without a doubt, 2023 will be another exciting year for us.

“As hybridity continues to mature, so too will the transition to cloud computing away from on-prem systems. Modern cloud software is both the present and future, with nearly 100% of all software innovation occurring in cloud-only products.”

Merete Hverven
CEO of Visma

Standardised software for Europe

Our customers demand software for smoother and more efficient business, and we have delivered it to them for over two decades. But in this turbulent economic climate, it is vital to recognise that an even more salient need is to have *financial confidence*.

In 2022, we have looked at how we can give our customers more of that confidence – to be there for them, in good times and bad times, so that they can focus on their business. And to help them focus, we have sharpened our focus.

To prime us for further growth, we’ve streamlined our business. In June, we divested our consulting division, provider of custom IT solutions for 8,000 customers across the Nordics. Later in the year came the divestment of our Cloud Infrastructure Services division, supplier of technical IT services to large Nordic companies.

With these divisions no longer a part of Visma, we are able to better meet our ambitious growth strategy by devoting our attention to our core business: standardised cloud products. We are also better situated to acquire innovative software companies that match our strategy and culture. From this unique position, Visma offers a vibrant base for European entrepreneurs to launch the next stage of their business.

What do we mean by standardised cloud products? These are software solutions, informed by years of well-funded research and development, conversations with customers, and on-the-ground experience with their particular segments, verticals, and needs. Our software products are efficient, secure, and so tailored to our customers and their local markets, that they preclude the need for customisation. Combining relevant products with seamless connections to other business-critical software gives our customers an edge they will not find anywhere else.

The icing on the cake

World-class security, privacy, technology, and sustainability are also vital features of our software.

Cyber security threats continue to grow globally, not just in frequency but also in professionalism and scope. Going above and beyond with our security and privacy measures is key to maintaining the trust and operability of our customers. Our efforts lead the industry and must continue to do so. In 2022, we continued our strong investments in security. We also published several papers and academic works to further contribute to global security.

Within technology, our investments in product development and innovation are key success factors for us. We go out of our way to meet and empathise with users to identify new and better ways for them to achieve their goals. We apply artificial intelligence, machine learning, and data science among other technologies to increase our customers efficiency and competitiveness. Additionally, connecting products through APIs remains a top priority, ensuring our customers have seamless data synchronisation across their business functions.

Our sustainability efforts continued in 2022. We became a proud participant of the UN Global Compact, where we take a principles-based approach to responsible business. We established a new sustainability governance structure to strengthen the collaboration between our companies across countries. We continued to look at new ways of reducing carbon emissions, not only in the development and hosting of our software, but also by providing our customers with solutions that help them be more sustainable. In our Diversity & Inclusion strategy, we pointed out clear goals for the year, and our employee engagement score (eNPS) at year’s end was 61, which is in the top 10% of the IT industry.

The proof is in the numbers

Our revenue in 2022 was € 2,06 billion, a growth of 19% over 2021. We now serve over 1,4 million customers across Europe and Latin America, with 21,7 million e-invoices and 11,1 million payslips flowing through our systems every month. We spent 20,6% of our total revenue on product development in 2022, among the highest in the IT industry. Part of this investment was a new technology center we opened in Porto, Portugal – our ninth competence location working to innovate security, AI, product design, and other areas.

As one would expect after societies re-opening early in the year, our operational expenses increased compared to 2021. Still our profitability remained strong throughout the year. End-of-year EBITDA was € 587 million, a growth of 11%. The EBITDA margin was 28,5%.

Continued growth ahead

Going forward, Visma will continue to do what we do best. We will build locally relevant and standardised cloud software that automates business administration, connects data, keeps societies running efficiently, and gives companies the financial confidence they are after. Through several key moves in 2022, we have sharpened our focus and further built up our vibrant ecosystem of companies who, like us, are champions of cloud software.

Geopolitical and macroeconomic instability will likely persist throughout 2023. But Visma remains in a very strong position and will continue to provide the mission-critical software that businesses and societies need. Our devoted and engaged people will lead the way, setting a global example for how to drive a dynamic and dedicated group of companies.

Merete Hverven

Merete Hverven
CEO of Visma

Setting the standard

– Leading in software

Visma continues to grow by delivering the tools organisations need to succeed in an increasingly digital society. We strive to meet our customers' increasing expectations for connected, efficient, and secure business software.

Despite a year of turbulence in global markets, Visma continued to grow by delivering mission-critical cloud software, ensuring that our customers have the financial confidence to succeed in a shifting business environment.

This year, we explore the reasons for Visma's sturdiness and our position as the largest network of SaaS companies in Europe. In short, we are setting the standard in our industry, via 1) Connected products, 2) Best in class technology, 3) Commitment to security, 4) Emerging excellence in sustainability, and 5) Unique acquisition strategy.

Connected products

Customer expectations for business software have never been higher. The products we deliver today must reduce manual work exponentially, be enjoyable to use, and solve daily challenges while also forecasting potential problems down the line.

Meeting these expectations requires us to lead in software development, and to set the benchmark in terms of user experience. We have to strike the balance between standardised and customised, ensuring that our products are sufficiently adapted to local markets and regulations. Furthermore, we strengthen our offerings by acquiring SaaS companies with complementary products. New companies join us almost weekly, attracted by our strong customer base, pooled resources, and expertise.

With a steady stream of new companies on board, we are better able to serve a growing need among our customers; connected software. Regardless of size or industry, our customers depend on multiple products to handle their core functions, from accounting, invoicing, and payroll to logistics, financial management, and business intelligence. But these systems must talk to each other to unlock the most value. Building APIs that support and connect our customers' ecosystems is a top priority for us, as we strive to provide a fully connected experience for every mission-critical business function.

The connectivity through APIs is a vital element in our promise to customers: that they are in total control as they grow, expand, and implement their business strategy. That is why we invest in performance optimisation, continuously increasing the speed of API endpoints. By connecting products, we help customers to see their complex businesses as one, giving them the clarity to lead their businesses into the future.

Explore our APIs

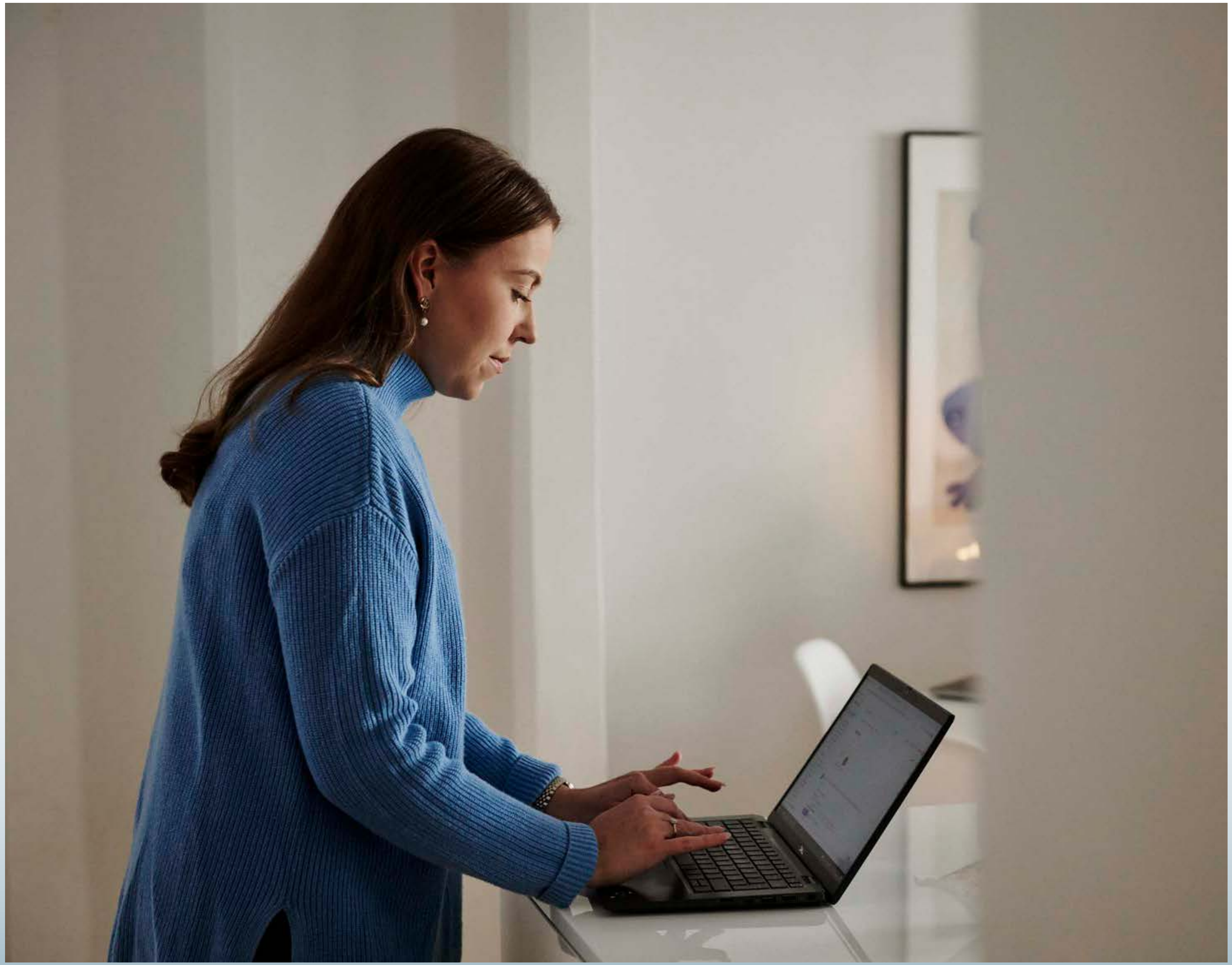
Best in class technology

To meet our customers' expectations, we need to innovate. To ensure that we can spend our time building better products, we are always identifying and removing manual effort and other friction from our product development work. This includes organising ourselves to maximise autonomy and minimise organisational dependencies, automating software delivery processes like testing and deployment, and taking advantage of self-service and automation enabled by public cloud technology. In 2022, Visma increased its deployment frequency, meaning how often we deliver product improvements, by 30% compared to 2021.

Ideally, we make software that people do not have to use. The software does the work for you. To identify the most valuable problems to solve and to validate the most suitable solutions, we use both qualitative and quantitative methods: from running design sprints and interviewing users to analysing product usage and user feedback measured within our products. In 2022, we added 26 products to our product usage analytics platform and 35 products to our user feedback platform.

Improving our software through AI continues to be a priority. In 2022, Visma products processed over 105 million documents with Smartscan, our document data capture service. That is a 75% increase compared to 2021. In Q4, we launched AI-based services for inventory optimisation for stock-holding companies and started development of anomaly detection for time registration and invoice data, continuously adding to a growing portfolio of AI capabilities that enrich our products.

Explore our engineering culture and practices



Commitment to security

Visma's strong commitment to security is reflected in our significant investment and our management structure, as well as our implemented practices in well-published Security Programs. These programs enable Visma to deliver safe services and maintain a strong understanding of threats that apply to both Visma's companies as well as our customers.

During 2022, Visma observed a relatively stable cyber-security situation, despite obvious geopolitical instability. We observed an increase in global ransomware, as well as an increase in fraud attempts against businesses globally. We also observed that international police efforts made dents in the criminal organisations. 2022 also brought new insight into previously unknown cyber capabilities of nation states and their supporting structures in organised crime.

For Visma, the learnings from our observations have been implemented in our services accordingly. Through this continuous effort, Visma continues to support our customers and ensure that the services we provide are safe. We share our security learnings through contributions to science, as well as transparent sharing with industry and the public.

Visit our Trust Centre

Unique acquisition strategy – Building a software powerhouse through M&A

Acquisitions are a central part of Visma's growth strategy. This is how we normally enter new markets and verticals, as we appreciate the value and importance of local expertise and entrepreneurial spirit for business success. It is also an efficient way to expand and improve Visma's existing software offerings.

Through highly specialised processes for screening and due diligence, ranging from finance and technology to people and culture, our M&A team is able to identify the most attractive targets. We prefer to acquire companies with established cloud products that have demonstrated strong tech capabilities and high customer satisfaction, and that can enrich Visma's ERP platforms through APIs.

We have acquired close to 300 companies in the last decade, enabling the Visma Group to quickly transform from a local Nordic player to a leading software provider in Europe and Latin America. In our industry, the best entrepreneurs always have a long line of suitors for their companies, so why do so many of them choose to join the Visma family?

We believe it often comes down to our unique value proposition, with a governance model built on autonomy, trust, and shared resources. Most companies acquired by Visma continue under their own brand and management, and remain in complete control of product development and strategy. However, they are also onboarded to a vast ecosystem of knowledge sharing and infrastructure in areas like security, finance, marketing, and HR, helping them grow and develop even faster than before.

2022 was another hectic year for Visma in terms of M&A, acquiring a total of 42 companies in 8 countries. These included our first acquisitions in France and Germany, underlining the potential we see for cloud software to accelerate the digitalisation of Europe's private and public sector.

Emerging excellence in sustainability

To demonstrate our commitment, Visma became a proud participant of the UN Global Compact, the world's largest voluntary corporate sustainability initiative. We also improved our impact in the areas we know best: our software and our people.

Visma has hundreds of software products that emit carbon, and that will continue as long as they are developed, hosted and used. One of the most effective ways of reducing environmental impact is to have as many customers as possible using our public cloud products, which we are proud to say are increasing by 5–10% each year. We are also helping customers in their sustainability work by offering carbon accounting capabilities in our software.

See all our environmental efforts

Our people's engagement, dedication, and sense of belonging are key to our success. Over the last years, we have evolved our Diversity & Inclusion (D&I) discipline, we embrace our differences, and we foster an inclusive environment. People are front and centre in our software too, from our emphasis on accessibility, to our AI that minimises human biases, to our products that directly help disadvantaged groups.

See all our social sustainability efforts

Looking towards the future

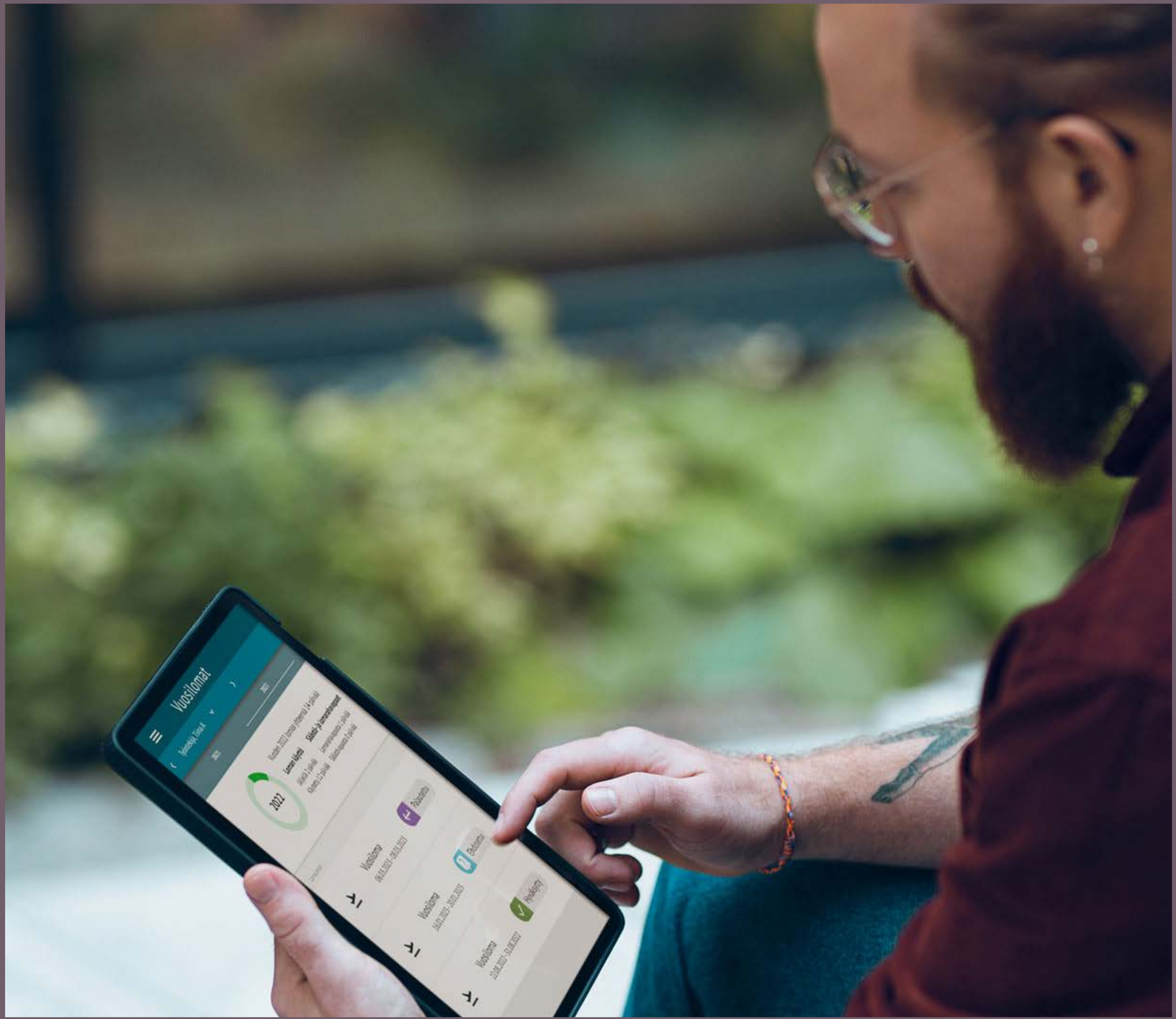
Visma's vision is to shape the future of society through technology, providing the digital tools that businesses and organisations need to organise, analyse, and improve their everyday operations. We strongly believe that technology, when used wisely, is a positive driver for both employee engagement – and happy customers.

By investing in our people and products, Visma aims to continue setting the standard for efficient, flexible, and user-friendly cloud business software.

03 Sustainability highlights

Sustainability at Visma

This year, Visma has opted for a standalone 2022 Sustainability report about our efforts that clearly communicates our progress. The standalone report will be published towards the end of Q1 2023. Below are the highlights.



Visma’s approach

Visma works hard to measure its social and environmental impacts for long-term improvement. 2022 has been an important milestone in that process: in 2022, we published our first annual dedicated report on sustainability at Visma. We also joined and committed to working more actively with the UN Global Compact Principles.

The efforts behind gathering the data, assessing it across companies and competences, and presenting the findings in an easy accessible and understandable manner, have helped sustainability form a natural part of Visma’s business. During the year, we have also improved the ways that we are organised around the topic of sustainability, with more dedicated roles and leads for different geographic regions. All Visma companies are tied to a Sustainability Coordinator resource. The Sustainability Coordinator role reports to locally established Sustainability Leads in each country or region. The Sustainability Leads make up the Sustainability Board, and they report to the Group’s sustainability team, led by the CRO. This structure ensures that sustainability forms a natural part of Visma’s business across teams, competence, and countries.

2023 will be about using the data from Visma companies to further educate our employees and to continue setting short-term and long-term goals for sustainability at Visma.

Visma's sustainability policy is available on visma.com, together with other sustainability-related policies and reports, including our Anti Corruption Policy, Diversity & Inclusion Strategy, and more.

Environment highlights

Visma is conscious of its responsibility to reduce its carbon footprint and we aim to help our customers do the same. It is not enough to simply point to the fact that digitising reduces paperwork.

Visma believes that all businesses are responsible for operating climate-friendly by keeping track of their emissions, actively working towards reducing them, and using the world's limited resources responsibly. The key to long-term competitiveness is to transition to a low-carbon, resource-efficient, and circular economy in line with the Sustainable Development Goals (SDG).

In 2023, we will expand our focus to assessing and benchmarking emissions year-on-year, to helping our businesses set goals to reduce emissions.

Social sustainability highlights

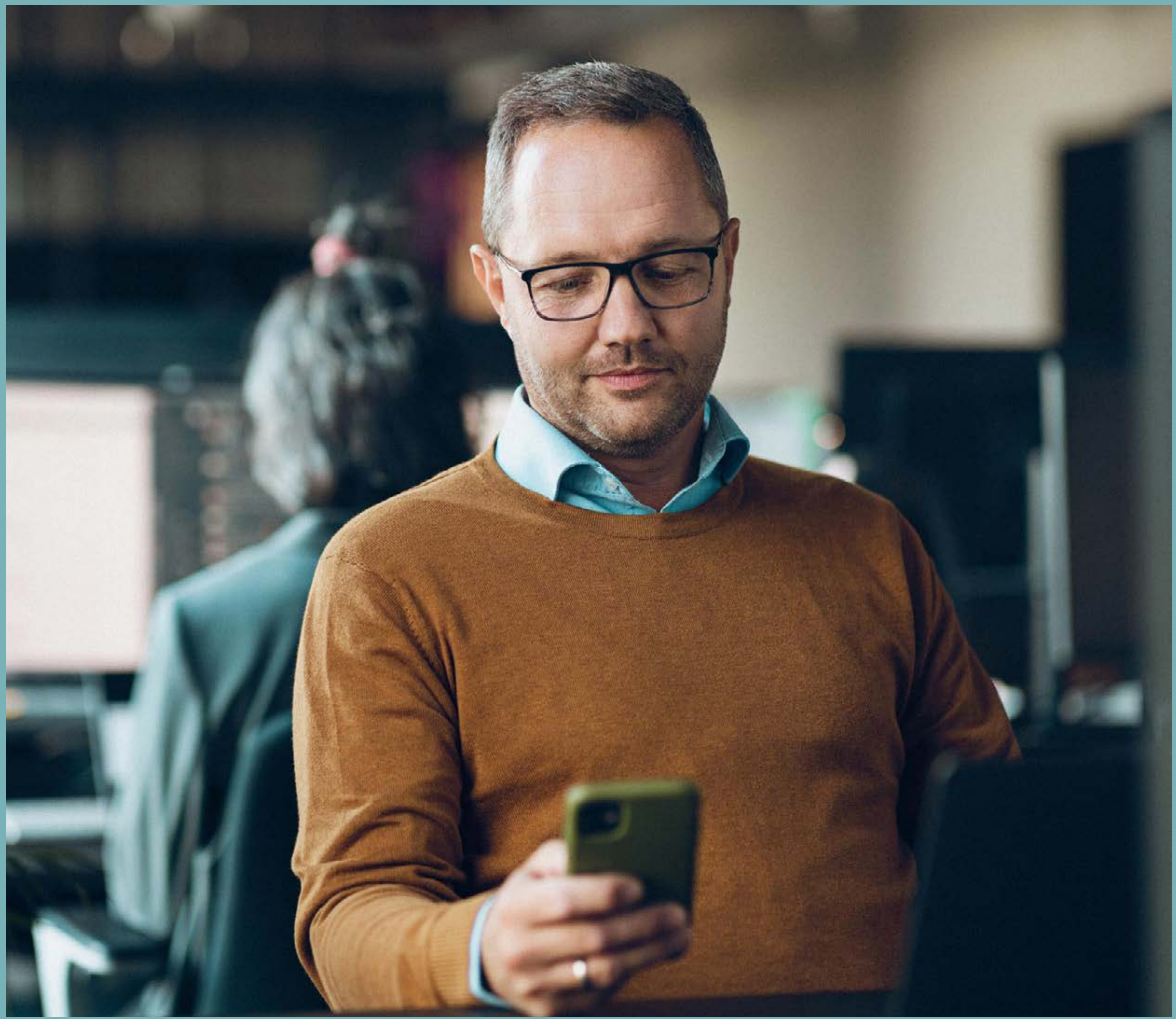
In 2022, we launched our Diversity & Inclusion strategy, highlighting two areas: gender balance and inclusion. We are confident that a diverse workforce, and an inclusive culture, will both provide a more engaging working environment, more innovative solutions and reflect positively on business. We measure our engagement via the eNPS score (employee engagement framework), and Visma Group positioned itself among the top 10 per cent for the technology industry with a score of 61.

We aspire and work towards being the most inspiring and engaging place to work, among others via active communities and area experts. Currently, we have 18 different peer-to-peer communities and more than 50 area experts. These make up the learning community at Visma, that all employees have access to and can benefit from, so that our people have the opportunity to grow and unleash their potential.

04 Directors' Report

Directors’ Report

Visma continued its profitable growth in 2022, driven by increased organic sales and acquisitions of new software companies. In a period of rising concerns about inflation, higher interest rates, and a more uncertain geopolitical situation, Visma once again demonstrated the resilience of its business model. The company had 1,4 million customers at the end of 2022, an increase of 26 per cent compared to the year before.



Introduction and highlights

The 2022 worldview was characterised by turmoil: The Russian invasion of Ukraine has caused an uncertain geopolitical situation in Europe, and a massive human toll. While Visma does not conduct any business in Ukraine or Russia, the Group does have business in neighbouring countries, and is following the situation closely.

With the war in Ukraine being a contributing factor, a rising inflation worldwide has been a concern for many in 2022. Increasing prices, higher interest rates, and a dramatic energy crisis are affecting businesses in all markets where Visma operates.

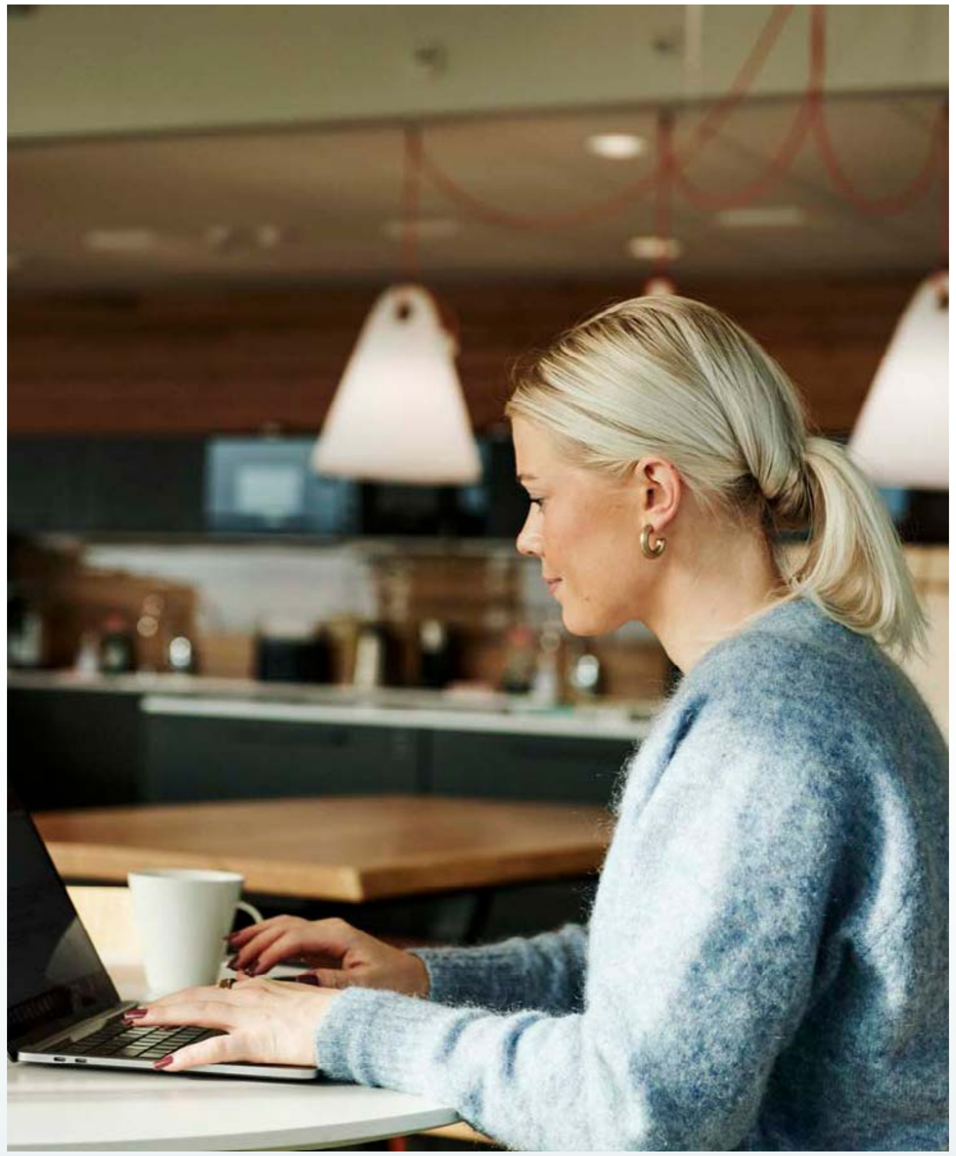
In these uncertain times, Visma continues to be a key provider of vital software to its customers, helping them streamline and improve their business. This has been the Group's main driving force, and the commitment to this mission is key to Visma's success. Even in the challenging macroeconomic climate today, Visma continues its growth on both the top and bottom line, through organic growth and acquisitions. 2022 was yet another year with double-digit growth in revenue and EBITDA for the Group, in line with its excellent track record for growth.

In 2022, the Group further strengthened its position as a leading provider of mission-critical software in Europe, and Visma continued to expand its presence in new markets. In total, 42 new companies were acquired. The first entry in France was announced in the third quarter and, at the end of the year 2022, the first entry in Germany. Both these countries represent very exciting markets with an enormous potential.

During 2022, Visma divested the consulting centric part of its operations, as well as the Cloud Infrastructure Service (CIS) business, making the Group even more focused on mission-critical cloud software, through mainly SaaS and standardised products. The proceeds from these business sales will be reinvested in new growth opportunities, organic and inorganic.

Visma continues to help its customers manage business and improve efficiency through mission-critical software. Its strategic position, strong customer base, and high degree of repeatable revenue ensure the Group's position as a champion of business software, and provides a solid foundation for continued growth in 2023.

In 2022, total revenue increased by 19,1 per cent to EUR 2 056 million. EBITDA reached EUR 587 million, a margin of 28,5 per cent. These numbers are in line with expectations from the 2021 Directors' report, and the Board of Directors is satisfied with Visma's financial performance for the year.



During the year, the divestment of both the consulting-centric operations and the Cloud Infrastructure Service business emphasised Visma's strategic focus on SaaS and standardised products. The sale of these businesses further streamlined Visma's position as Europe's leading provider of mission-critical cloud software. Overall cloud revenue reached EUR 1 738 million, an increase of 24,0 per cent compared to 2021.

Visma saw growth in all of its segments in 2022:

Small businesses

The small business segment consists of companies primarily selling software targeted at small and medium sized customers, typically with 0–50 employees. Key focus areas are accounting and payroll solutions enabling entrepreneurs to manage their business, either themselves or in close collaboration with an accounting office. Revenue in this segment was EUR 665 million, a growth of 25,1 per cent. EBITDA was EUR 231 million.

Medium and large enterprises

Medium and large enterprises typically require an ecosystem of solutions that these companies use to manage their business critical processes, ranging from vertical specific solutions to invoice lifecycle management. In this segment, a major focus is accounting and payroll solutions. Revenue in the medium and large enterprise segment was EUR 811 million, a growth of 16,0 per cent. EBITDA was EUR 192 million.

Public

The public segment delivers mission critical software to the public sector. Revenue in the public segment was EUR 566 million, a growth of 17,9 per cent. EBITDA was EUR 144 million.

Visma continued its focus on competitive product development, a key factor in retaining existing and attracting potential customers. Recruiting and maintaining tech talents is essential in order to deliver on this agenda. By combining highly skilled nearshoring resources with the talents working in our primary markets, Visma is able to offer customers increasingly useful, relevant and cost-effective products.

Visma maintained an active M&A agenda throughout 2022, described in further detail under next heading.

Acquisitions

Visma continued its rapid acquisition pace from 2021 by expanding into new geographies and further strengthening its positions in our core markets – in total, 42 acquisitions were made during the year.

With the acquisitions of Inqom and Buchhaltungsbutler, Visma planted its flag in both France and Germany. Paris-based Inqom provides a cloud accounting software aimed at accounting offices, and opens the door to further growth in the French market. Buchhaltungsbutler, with their office in Berlin, develops financial management software for small businesses. Germany and France are two of the largest software markets in Europe and with these acquisitions, Visma is well-positioned for further growth.

Visma continued its expansion in Spain with two new acquisitions: Declarando, an accountancy and tax software company for Spanish freelancers, covers the micro market. Woffu, the leading Spanish time and attendance optimisation software provider, opens the door to the HRM space in Spain.

In Belgium, Visma continued expanding with three new acquisitions. Teamleader, the largest Belgian acquisition this year, is the leading provider of work management software in the region. Additionally, several acquisitions were made in the Netherlands to strengthen the entire Benelux area.

Back to where it all started, in the Nordics, Visma continued adding companies to its portfolio in order to maintain its position as the leading provider of SaaS software in the region. A few notable M&A highlights in the Nordics: In Norway, Visma bought the publicly listed SaaS company House of Control, and in Sweden two major acquisitions were made with Flex, HRM and payroll provider, and Bokio, SMB cloud accounting software.

Assessment of financial statements

In accordance with section 3-3a of the Norwegian Accounting Act, the Board of Directors confirms that the financial statements have been prepared on the assumption of a going concern.

Visma reports in accordance with International Financial Reporting Standards (IFRS), as adopted by the European Union. The financial statements for the parent company have been prepared in accordance with the Norwegian Accounting Act of 1998 and generally accepted accounting principles (NGAAP). Access all annual report resources on our website.

The information on the following pages describes the full-year 2022 figures. 2021 figures have been restated for discontinued operations and comparable numbers are presented in parentheses. Visma's reporting currency is EUR.

Income statement

The Visma Group reached EUR 2 056 million (1 726 million) in revenues which results in a solid growth of 19,1 per cent.

The contribution to revenue was evenly spread across Visma's segments, with the Medium and large enterprises segment as the largest contributor, accounting for 39,5 per cent of Group revenue, the small business segment at 32,3 per cent, and the public segment with 27,5 per cent.

Earnings before interest, tax, depreciation and amortisation (EBITDA) increased by 10,8 per cent to EUR 587 million (529 million). The small businesses segment accounted for 39,4 per cent of total EBITDA followed by Medium and large enterprise segment at 32,7 per cent and public segment at 24,6 per cent. Visma has pursued a strategy of acquiring fast-growing cloud companies during the year. As several of these companies are at an early growth stage of their lifecycle, they have a lower margin than the group average, explaining partially why EBITDA is growing slower than top line. In addition, Visma has increased its spending on R&D and marketing and costs have also increased with the high inflation seen globally.

Depreciation and amortisation amounted to EUR 343 million (342 million) in 2022, with the increase primarily explained by acquisitions adding to the asset base. EBIT increased by 29,7 per cent to EUR 244 million (188 million) while profit before tax from continuing operations increased by 141,5 per cent to EUR 187 million (77 million).

Taxes amounted to EUR 26 million (19 million), generating a net income from continuing operations of EUR 161 million (58 million).

During 2022, Visma divested it's Consulting centric business as well as Cloud Infrastructure Services. Net income from discontinued operations was EUR 588 million (23 million). Consequently, Net income from continuing and discontinued operations was EUR 748 million (81 million).

In 2022, the parent company Visma AS had a profit of NOK 4 128 million (4 586 million)[1]. In the opinion of the Board of Directors, the financial statements present fairly the Group's financial position and results for 2022.

Proposed allocation of the profit for the year[2]	
Transferred to retained earnings	NOK 4 128 million
Total allocated	NOK 4 128 million

[1]Visma AS had a profit of EUR 409 million (454 million)
[2]Transferred to retained earnings EUR 409 million
Total allocated EUR 409 million

Cash flow and balance sheet

In 2022, cash flow from continuing operations (before tax) amounted to EUR 536 million (504 million) which equals a growth of 6,5 per cent. Cash flow from continuing operations after tax was EUR 455 million compared to EUR 449 million in 2021. The Board of Directors deems the cash flow from operations to be satisfactory, supported by sound financial management and healthy working capital.

Cash flow from investing activities was EUR –121 million (–661 million). Cash flow from financing activities amounted to EUR 201 million (122 million).

Cash and cash equivalents was EUR 1 072 million (958) at the end of the year, which the Board of Directors considers to be sufficient, given the current and expected activity level. Total assets increased to EUR 6 401 million (5 694 million) at the end of 2022, mostly related to businesses acquired during the year and gain related to the divestment of the Consulting business and Cloud Infrastructure Services.

The majority share of the equity increased to EUR 2 159 million (1 409 million) at the end of 2022, reflecting dividend and profit for the year. The equity ratio was 33,8 per cent (24,8 per cent).

On 31 December 2022, accounts receivables totalled EUR 238 million (239 million). Customers' average credit period was 32 days towards the end of 2022.

Visma has made provisions of 2,8 per cent of accounts receivable (excluding VAT), to cover potential losses on doubtful receivable. The company closely monitors accounts receivable, and the provision is considered adequate given that the company's average credit period is below the IT industry average.

Review of our segments

In 2022, Visma introduced new customer-focused reporting segments, to reflect the increased strategic focus after the divestment of the Consulting business and Cloud Infrastructure Services.

Small businesses

The small business segment consists of business units primarily selling software targeted at small and medium sized customers, typically with 0–50 employees. Key focus areas are accounting and payroll solutions enabling entrepreneurs to manage their business, either themselves or in close collaboration with an accounting office. With EUR 665 million in revenues, Visma is the #1 cloud accounting and payroll vendor for small businesses in Europe.

Since accounting and payroll needs are highly local, Visma's strategy in the small business segment is to serve customers with local market-leading cloud products. Our cloud offering covers 16 European countries, as we in 2022 expanded to Germany, France, and Portugal.

Our mission is to make it easier to start up and run a business in Europe. We are doing this by automating accounting and payroll-related tasks, connecting entrepreneurs with accountants, and providing valuable tools for small business owners such as electronic invoicing, expense tracking, and cash-flow forecasting.

The small businesses market has high potential. Visma now has more than 1,2 million small business customers, but that is still just a fraction of this market in Europe. The Nordics are clearly frontrunners in cloud accounting. Most of the European markets are still in the early stages, where a rapid transition is expected in the upcoming years.

We are continuously finding new ways to help small businesses – often by copying successful concepts to other markets. For example, in Sweden, we introduced a new climate report, helping small businesses measure, report, and reduce their climate footprint by calculating climate impact from accounting data. In Denmark, we introduced an AI assistant that helps entrepreneurs in their daily life.

Acquisition activity has been high in this segment during the year, for instance Declarando in Spain, Intempus in Denmark and Swedish Bokio Group, all further strengthening Visma's offering towards small businesses in Europe.

The small business segment had a strong revenue growth of 25,1 per cent, amounting to EUR 665 million in 2022 (531 million). The growth is driven by an increasing customer base and subscription upgrades among existing customers. EBITDA in 2022 was EUR 231 million (EUR 211), resulting in a growth of 9,5 per cent. EBITDA margin decreased from 39,7 per cent to 34,8 per cent. The margin decline is attributable to last year's lower costs level due to Covid savings, combined with increased spending in R&D and marketing for the SaaS stars in the segment in 2022. The strategy of acquiring fast-growing SaaS stars at an earlier stage in the life cycle, thus with lower margin than the Visma average, is particularly visible in this segment and contributes to the decline.

Medium and large enterprises

Medium and large enterprises typically have more complex needs than small businesses. Around the accounting and payroll core systems, there is an ecosystem of solutions that these companies use to manage their business critical processes, ranging from vertical specific solutions to invoice lifecycle management. In this segment, a major focus is accounting and payroll solutions enabling entrepreneurs to manage their business, either themselves or in close collaboration with an accounting office.

Our cloud ERP and payroll ecosystems are strong contributors to revenue in this segment in 2022, and are performing particularly well in this segment. Several of these solutions are sold through our partner network. In this ecosystem, we find solutions such as Visma.net Financials and Visma.net Payroll, which continue to be amongst the fastest growing products at Visma. This also has a positive impact on the growth of our Expense and Autopay products. The Invoice Lifecycle Management business delivers strong growth in revenue, number of transactions, and invoice volume throughout 2022, while dealing with the aftermath of regulatory changes. In 2023 we are well positioned to deliver continued growth in this segment.

M&A activity has been high in this segment during the year, with several key acquisitions. Among these, we find the acquisition of Teamleader, expanding Visma's work management software offering in the Benelux, and House of Control, a Norwegian SaaS company delivering contract management and IFRS 16-reporting solutions. In Sweden, a key acquisition was the HR and salary software provider Flex Applications.

Revenue in the medium and large enterprise segment amounted to EUR 811 million in 2022 (699 million), increasing 16,0 per cent. EBITDA amounted to EUR 192 million (157 million) corresponding to an EBITDA growth of 22,6 per cent. The segment saw an EBITDA margin improvement going from 22,4 per cent in 2021 to 23,7 per cent in 2022.

Public

In this segment, Visma delivers mission critical software to the public sector. In addition to accounting and payroll solutions, Visma has a wide product lineup of administrative specialist systems with a particular focus on standardised software for local and regional governments.

Several key acquisitions further strengthened Visma's position in the public segment outside the Nordic countries, where examples include the acquisition of Genetics and Datapas in the Netherlands.

We observe an increasing demand in the public sector for software that improves efficiency and processes within local government. Visma's SaaS products are helping governments digitalise administrative processes to better serve their inhabitants.

We are looking back on several exciting wins during the year: In Norway, tenders were won for the Værnes region, Haugesund, Troms og Finnmark, Helse Vest, and Helse Øst, among others. In Denmark, an agreement was closed with the Nordic Council of Ministers. Further south, our Dutch GovTech companies had several interesting and strategic wins for the municipalities of Amsterdam, Rotterdam, and Eindhoven, in areas like permitting, asset management, and case management. In addition, Synaxion, a company in the Group, launched a central Power BI education platform for 2200 affiliated primary schools. The platform contains dashboards and reports on educational quality (learning analytics) as well as personnel and financial information.

Revenue in the Public segment increased by 17,9 per cent to EUR 566 million in 2022 (480 million). EBITDA amounted to EUR 144 million (135 million), resulting in an EBITDA growth of 6,9 per cent.

Particularly the Nordics are generating a strong revenue growth, and the public segment is increasingly important for the Group. During 2022, the Group has continued to invest in innovative SaaS products enhancing digitalisation in public sector organisations.

In June 2022, Kasper Lyhr was appointed as the first pan Nordic director for Visma's public segment, underlying its strong growth and increasing importance for the Group.

Organisation, work environment, and equality of opportunities

Visma is headquartered in Oslo and has a further 265 locations distributed in Norway (51), Sweden (57), Finland (26), Denmark (15), the Netherlands (54), Belgium (9), Bulgaria (3), United Kingdom (3), Ireland (3), Estonia (2), Romania (5), Lithuania (3), Latvia (4), Spain (5), Poland (9), Slovakia (1), Hungary (1), Portugal (2), Argentina (1), Chile (1), Peru (1), Colombia (2), India (1), Austria (1), Germany (2), France (1), Mexico (1), and Uruguay (1).

The business operations of the Visma Group are carried out through 279 wholly and partly owned subsidiaries, whereas the Group for reporting purposes is organised in the following segments: small businesses, medium and large enterprises, and public. In addition, we have approximately 600 employees working in a centralised Hub structure, supporting all companies within areas such as Security, Tech, Finance, HR, Marketing, Procurement, Pricing & Packaging, Customer Experience, and Process Automation.

At the end of 2022, Visma had 13,880 employees, which is an increase from 11 594[3] at the end of 2021.

[3]Excluding employees from divested companies in Custom Solutions and CIS

Learning and Development

We aspire to be the most inspiring and engaging place to work. The competencies of our employees are also critical in creating value for customers and stakeholders, and to ensure the future progress of the company.

Therefore, we do what we can to inspire our people to grow and unleash their potential – both on Group level, as well as locally within each company. Some of the activities from the Group include leadership development, learning communities, and tech academies for all employees.

We currently have 18 different peer-to-peer communities and more than 50 area experts. This makes up the learning community at Visma, that all employees have access to and can benefit from. In 2022, seven internal conferences were offered to our employees, such as the AI Conference, Marketing & Brand Summit, and the Customer Experience Meetup.

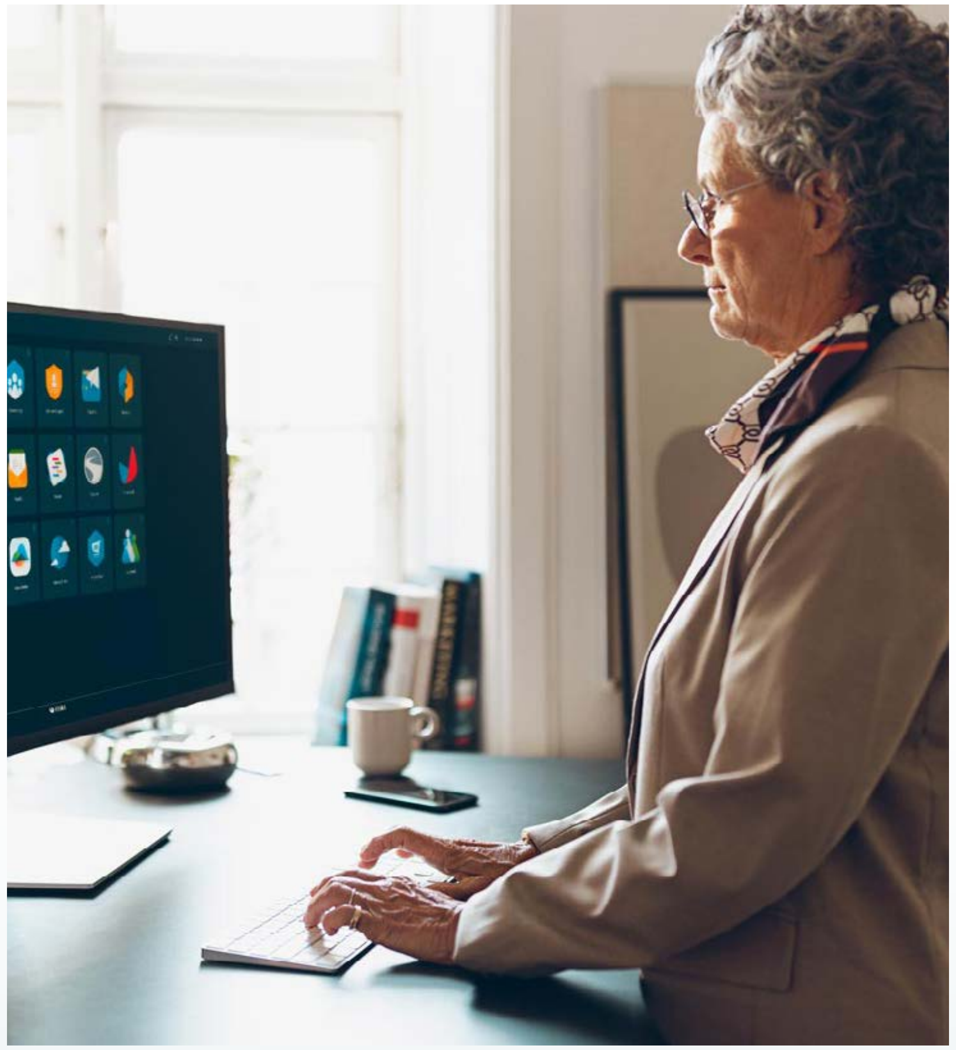
We are also looking into the future, by putting a lot of effort into attracting and recruiting young talent from top universities and schools. For our Group-wide Management Trainee program, we recruited the 16th class of trainees in 2022 (14 in total, 5 women and 9 men).

Employee engagement

We measure engagement through monthly pulse surveys, which gives us real-time data we can immediately act on. This makes us stay on top of our employees' well-being, at all times.

Each month, employees are asked 10–12 questions about different aspects of engagement, such as their well-being, management support, and organisational fit. The results are available to leaders and HR through a live dashboard, and engagement scores are reported in the management report. As of December 2022, the eNPS score (employee engagement framework) for the Group was 61, which is top 10 per cent in the technology industry. We look back on healthy results throughout 2022 and will continue to keep it high on our agenda going forward.

As of October 2022, we have two new indexes in the monthly Employee Engagement. In total, the indexes consist of 9 questions focusing on diversity, inclusion, non-discrimination, and mental and physical well-being. These insights help our leaders in supporting their respective teams and employees' well-being.



Diversity & Inclusion

We firmly believe that a diverse workforce, in combination with an inclusive culture, will provide a more engaging place to work. It will also produce better business results and more innovative solutions. Our efforts to become a more diverse and inclusive workplace aim to cover all areas within diversity. In 2022, we launched our diversity and inclusion strategy, with two Group-wide priorities: gender balance and inclusion.

We have an overall target of gender balance in all management groups and talent programs. By December 2022, our entire group of companies consists of 41 per cent women. This is a small, yet important, improvement from 37 per cent in 2021. In the holding company, Visma AS, 59 per cent of the employees are women. The proportion of women in top management is 20 per cent and 35 per cent in middle management. Amongst our Managing Directors, there are 18 per cent women (out of 158 Managing Directors). On the Board of Directors of all Visma companies, we have 24 per cent women and 28 per cent women holding a Chair position at Visma companies. The Visma AS Board of Directors has 33 per cent women (2 women and 6 men). Visma aims to improve the balance in the executive groups, although the primary criteria remain to secure the right competence in all types of positions.

Visma strives to create a working environment that enables employees to balance work and family life. At the end of 2022, 258 employees were on leave of absence, of which 75 per cent were women. Visma emphasises activities within health, safety, and environment (HSE) and has designated HSE groups. HSE procedures form part of Visma's ISO 9000-approved quality system. Total sick leave for the Group averaged 2,7 per cent in 2022 (an increase from 2,2 in 2021). In 2022, we had 25 reported work-related health and safety incidents. Read more about our work with Diversity & Inclusion, and how our employees' health and well-being are followed up on in the 2022 Sustainability report, which is launched by the end of Q1 2023.

Sustainability

It is the opinion of the Board of Directors that the company's activities do not significantly affect the environment. Still, Visma is conscious of its responsibility to strive to reduce its carbon footprint and aim to help our customers do the same. Visma acknowledges the software industry's growing impact on the environment, and our responsibilities therein.

In order to combat climate change and to reach the Sustainable Development Goals (SDGs) Visma believes that all businesses have to take responsibility for their own actions, and for the responsible use of the world's limited resources. The key to achieving this, and ensuring long term competitiveness, is to transition to a low carbon, resource efficient and circular economy in line with the SDGs. Visma recognises its responsibility for sustainable action, and the opportunities to help our customers, by promoting sustainability as a part of our services.

Visma supports the Ten Principles of the United Nations Global Compact on human rights, labour, environment and anti-corruption, and we are a proud member of the UN Global Compact since 2022.

Read more about our 2022 sustainability efforts

D&O Insurance

Based on requirements brought by the Norwegian Accounting Act section 3–3a, information about our D&O insurance is provided. Visma has entered into a Director and Officer liability insurance. This insurance is meant to prevent employees at Visma from being held personally responsible for decisions made by the company. The insurance applies to all material decisions made by employees on behalf of Visma.

Key sustainability figures

Total net emissions 2022:

14 329 tCO2e

Total net emissions per FTE:

1.30 tCO2e

eNPS:

61 (Dec–22)

Female/Male/Other:

40,9 % / 58,9 % / 0,2 %

Assessment of risk factors and uncertainties

Market and technology risks

Like all companies, Visma is exposed to general economic fluctuations and GDP developments in the different countries where Visma is selling its products and services.

As a software company, Visma is also exposed to risks associated with shifts in technology, and resulting changes in the competitive landscape.

The competition can mainly be divided into two groups: large international companies, and smaller, local competitors. Visma's main international competitor is Microsoft, with Oracle and SAP also having a significant presence in the Nordic and Benelux markets. In addition to the large international competitors, Visma faces local competitors, often specialising in a given geography or market segment. Visma has competed with each of these businesses in the Nordics and Benelux over a number of years and has maintained a strong position with high brand recognition and good customer satisfaction. Visma limits its exposure to market and technology risks in the following manner:

- The products and services provided to a large degree cater to requirements that are mandatory and necessary regardless of the economic cycle.
- Visma has more than 1 400 000 customers in different countries, and in many different verticals. This lowers the exposure to events affecting a single country or vertical market. Visma has many small customers, which simplifies projects and lowers implementation risks.
- Visma has a wider range of products than its competitors, which provides more opportunities for cross-selling, more product sales to each customer, and less churn.
- Visma invests significant resources in ensuring that products stay modern and relevant for customers.
- Visma systematically collects information about customer satisfaction through Net Promoter Score (NPS) research. Based on feedback from the customers, Visma addresses both individual customer problems and any need for process changes.

Interest rate risks

Visma is exposed to interest rate risk, as its interest bearing debt carries floating interest rates. However, the company has entered into interest contracts covering around 50 per cent of the loan amounts. Hedges through interest rate swaps are expected to offset the changes in expected cash flows due to fluctuations in interest rates over the life of the debt.

Visma has significant headroom on its debt service capacity also after the interest rate hikes seen throughout 2022 and early 2023.

Exchange rate risks

Visma is exposed to changes in the value of EUR relative to other currencies, in particular NOK, SEK and DKK. This reflects both production and sales in other countries, and effects on the translation of earnings and cash flows into EUR. The Group has loans in several currencies to match underlying cash flows in the operations.

In 2022, a 5,0 per cent change in exchange rates versus EUR would've had an estimated effect of EUR 8,7 million on the profit before tax.

Credit risks

Visma sells almost all of its products and services to other businesses at a credit and is hence exposed to credit risks. In 2022, the company expensed bad debts corresponding to approximately 0,4 per cent of revenue and has made provisions for 2,8 per cent of total accounts receivable.

Credit risk is limited through:

- credit checks before the establishment of material customer relations
- low average invoice due to a large number of small customers
- expedient follow-up of unpaid due invoices
- a high-quality product offering and customer satisfaction among the highest in the markets where Visma operates

Furthermore, Visma has a strong product offering for Invoice Lifecycle Management. Utilising these solutions, Visma companies have an efficient process for issuing invoices and collecting outstanding payments, thus reducing the credit risk.

Cash flow risks

As a leveraged company, Visma has debt service obligations and depends on continuous cash conversion of its revenue. Visma has very limited cost of goods sold and carries hardly any inventory.

Cash-flow risk is closely related to EBITDA performance. Cash flow from continuing operating activities (before tax) was 91,4 per cent of EBITDA in 2022 (95,2 per cent).

Liquidity risks

Visma seeks to manage liquidity to ensure that it has sufficient liquidity to meet its financial obligations under any circumstances without incurring unacceptable losses or risking damage to reputation. Excess liquidity is primarily invested in bank deposits. The Board of Directors considers the cash level at the end of 2022 to be sufficient, given the current and expected activity level.

Please also see note 20 – Financial instruments for further description of risk factors and measures to manage risk.

Legal risks

Visma seeks to mitigate legal risks through the presence of legal competence in our local markets. Supporting these resources with competent and dedicated Group legal and compliance teams is what drives the legal culture and balances legal risk. Despite the increasing numbers of requirements brought to software companies at both the EU and national levels, this is an efficient way of maintaining compliance while navigating according to trends. The Board of Directors considers Visma's efforts to mitigate legal risk to be sufficient.

In addition, Visma is part of an international master insurance program constructed to cover liability and exposure. Visma also has dedicated insurance coverage against cyber risk exposure. The Board of Directors considers Visma's coverage sufficient for the projects where Visma is involved.

One specific trend we see continue into 2023 is more ESG-related legislation entering into force, including increased focus on our suppliers. In Norway, the Transparency Act has entered into force, which Visma is complying with as part of our vendor management system. Visma will publish its due diligence assessment in line with the Transparency Act on the company's website no later than 30 June 2023.

Security risks

As a software company, cyber security is a key focus area for Visma. Threat actors are becoming increasingly professional. During 2022, Visma observed a trend where particularly attempts at ransomware attacks and digital break-ins have increased in frequency. The group has implemented several mitigation measures as a response to this.

Education, transparency, strong security services and controls, as well as commitment to tangible action are part of our mitigation efforts for Visma companies and customers:

At Visma, security is part of our culture and engagement. We know that by making security an integral part of everyday activities and processes, we can protect our business-critical assets and deliver secure services.

To foster an informed and proactive mindset, security is taught and communicated in diverse and exciting ways to the employees. Among many other activities, we train developers in writing secure code through inline security-testing rigs, which helps us uncover lapses in skills. We also help leaders with hands-on advice on how to prioritise security activities in their respective Visma companies.

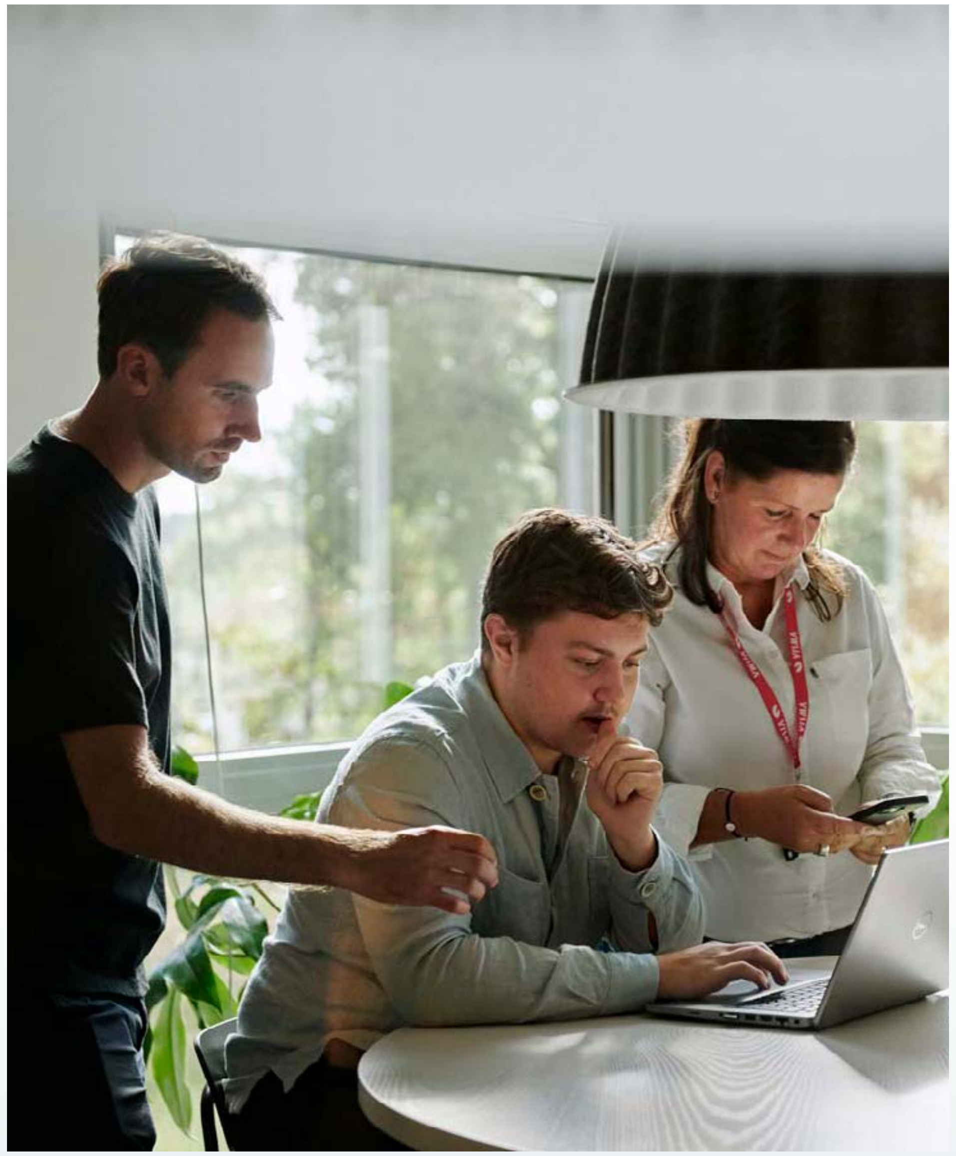
To make a contribution to the international joint effort on security Visma:

- advised and co-advised seven master students
- published several papers in reputable scientific conferences and journals

- presented our work on several scientific and practitioners conferences
- continued our existing collaboration and started new collaborative efforts with universities from Europe and South America

The Visma Cloud Delivery Model and the Visma Application Security Program are important examples of how security is tested, measured, and transparently communicated to stakeholders at Visma. This enables us to act fast and based on facts. Both programs are based on leading industry standards and best practices for software development and security. Having Group domain experts running transparent programs and continuous educational efforts drives local accountability for security within all companies and applications.

The Visma Security Program runs many centrally owned services on behalf of our companies. This includes the responsible disclosure program, the bug bounty program, threat intelligence program, security operations, and more.



Outlook for 2023

The beginning of 2023 is still very much characterised by uncertainty, with the war in Ukraine as a backdrop. After a period of rapid increase, inflation and interest rates are expected to stabilise during the course of the year, but economic growth in key markets is slowing down. Visma is well positioned in the face of a potential economic downturn, being a provider of mission-critical software, with a diversified customer portfolio, and a high degree of repeatable revenue.

The challenging economic climate also creates opportunities for Visma, as more companies look to streamline their business through automation and investments in cloud-based software. Visma expects the demand for efficient, business improving software to increase, and the Group will continue to invest both in R&D and in the acquisition of leading software companies to stay in the forefront of this development and offer the solutions that are key for our customers.

During 2022, the Group made its first entry in both France and Germany, two of the largest economies in Europe. Both countries have a major potential for continued digitalisation of both the private and public sectors, and thus represent highly prospective markets for Visma. We will continue to build on our strong M&A momentum, recognising that the more uncertain market conditions make Visma an even more attractive partner for software entrepreneurs. By joining the Visma family, they gain access to best-in-class resources and a network to help them grow in their local markets and internationally.

Visma aspires to be the most engaging and inspiring place to work, and the Group will continue its focus on attracting and retaining tech talents in 2023. This is a key factor of Visma's success, and an area of continuous focus.

There are substantial growth opportunities in both new and current markets, and Visma expects to maintain an active M&A agenda in 2023, capitalising on the interesting M&A opportunities that fit the Group's strategy and profile.

Visma will continue to focus on delivering mission-critical software to our customers, and further expanding our presence in strategically important regions. All of the above mentioned establish Visma's position to continue our steady growth in the year to come.

Oslo, 20 March 2023

Øystein Moan
Executive Chairman

Nicholas James Humphries
Director

Jean Baptiste Vincent Roger Robert Brian
Director

Hafiz Lalani
Director

Henry Ormond
Director

Zoe Zhao
Director

David Toms
Director

Merete Hverven
CEO and Director

05 Financial statements

Consolidated financial statements

Income statement – 1 Jan.–31 Dec.

VISMA AS - CONSOLIDATED

(EUR 1,000)	Note	2022	2021
CONTINUING OPERATIONS			
OPERATING REVENUE			
Revenues	**2**	**2 056 475**	**1 726 146**
OPERATING EXPENSES			
Sales and distribution expenses		282 908	250 739
Payroll and personnel expenses	3,16	942 452	771 570
Depreciation and amortisation	4,5,18,24	343 191	341 559
Other operating expenses	8,16	244 372	174 435
Total operating expenses		**1 812 923**	**1 538 304**
Operating profit		**243 552**	**187 842**
Result from associated companies		**(242)**	**0**
FINANCIAL ITEMS			
Financial income	9	98 471	22 341
Financial expenses	9, 18	(155 199)	(132 923)
Net financial items		**(56 727)**	**(110 582)**
Profit before taxes and discontinued operations		**186 583**	**77 260**
Taxes	10	25 867	19 460
Net income from continuing operations		**160 716**	**57 800**
DISCONTINUED OPERATIONS			
Net income from discontinued operations	21	17 393	23 422
Net gain on sale of discontinued operations	21	570 198	0
Net income from discontinued operations	**21**	**587 591**	**23 422**
Profit for the year from continuing and discontinued operations		**748 307**	**81 222**

(EUR 1,000)	Note	2022	2021
Attributable to:			
Equity holders of Visma AS		748 704	81 683
Non-controlling interests		(397)	(461)
Earnings pr share in EUR			
Basic earnings per share (continuing operations)	19	0,08	0,03
Diluted earnings per share (continuing operations)	19	0,08	0,03
Basic earnings per share (continuing and discontinued operations)	19	0,37	0,04
Diluted earnings per share (continuing and discontinued operations)	19	0,37	0,04
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME			
Profit for the year		**748 307**	**81 222**
OTHER COMPREHENSIVE INCOME			
Other comprehensive income that may be reclassified to profit or loss in subsequent periods:			
Net gain (loss) on financial hedging instruments	20	72 879	18 708
Exchange differences on translation of foreign operations		(36 635)	7 056
Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Other comprehensive income (loss) for the period, net of tax		**36 244**	**25 765**
Total comprehensive income for the period		**784 551**	**106 987**
Total comprehensive income attributable to:			
Equity holders of Visma AS		784 948	107 448
Non-controlling interests		(397)	(461)

Statement of financial position

VISMA AS - CONSOLIDATED

(EUR 1,000)	Note	31/12/2022	31/12/2021
ASSETS			
NON-CURRENT ASSETS			
Deferred tax assets	10	13 014	9 318
Goodwill	4,23	3 439 291	2 916 018
Other intangible assets	4	1 231 922	1 189 624
Property, machinery and equipment	5	38 038	41 741
Investment in associated companies		926	0
Other non-current receivables	7	12 330	61 509
Right of use assets	18	181 298	189 396
Total non-current assets		**4 916 819**	**4 407 605**
CURRENT ASSETS			
Inventory		1 052	7 437
Accounts receivables	6	237 579	238 904
Contract assets	6	36 168	27 667
Other current receivables	7	137 816	54 663
Cash and cash equivalents	12	1 071 512	958 114
Total current assets		**1 484 127**	**1 286 785**
TOTAL ASSETS		**6 400 946**	**5 694 390**

Oslo, 20 March 2023

Øystein Moan Executive Chairman	**Nicholas James Humphries** Director	**Jean Baptiste Vincent Roger Robert Brian** Director	**Hafiz Lalani** Director
Henry Ormond Director	**Zoe Zhao** Director	**David Toms** Director	**Merete Hverven** CEO and Director

(EUR 1,000)	Note	31/12/2022	31/12/2021
EQUITY AND LIABILITIES			
EQUITY			
Paid-in share capital	14,15	19 135	19 135
Share premium reserve		485 231	485 231
Other paid-in capital		84 249	84 249
Total paid-in capital		**588 615**	**588 615**
Other reserves	13	78 885	42 428
Retained earnings		1 491 646	778 372
Equity attributable to equity holders of the parent		**2 159 146**	**1 409 415**
Non-controlling interests		3 349	4 180
Total equity		**2 162 495**	**1 413 595**
NON-CURRENT LIABILITIES			
Deferred tax liability	10	311 175	283 462
Financial hedging Instruments	12, 20	(82 458)	10 977
Non-current interest bearing loans and borrowings	12	2 618 922	2 695 274
Non-current lease liabilities	18	149 328	150 823
Other non-current liabilities	12, 22	401 131	281 917
Total non-current liabilities		**3 398 098**	**3 422 453**
CURRENT LIABILITIES			
Short-term interest bearing bank loans	12, 20	8 991	9 756
Trade creditors		85 672	96 904
Public duties payable		95 862	98 062
Tax payable		47 096	46 099
Contract liabilities	6, 22	242 400	206 696
Current lease liabilities	18	51 273	54 666
Other current liabilities	22	309 058	346 158
Total current liabilities		**840 353**	**858 342**
Total liabilities		**4 238 451**	**4 280 795**
TOTAL EQUITY AND LIABILITIES		**6 400 946**	**5 694 390**

Statement of cash flows 1 Jan.–31 Dec.

VISMA AS - CONSOLIDATED

(EUR 1,000)	Note	2022	2021
Profit before tax from continuing operations		186 583	77 260
Profit before tax from discontinued operations		587 591	29 665
Ordinary profit before taxes from continuing and discontinued operations		**774 174**	**106 925**
Depreciation and amortisation		343 191	368 823
Gain on disposal of discontinued operations	21	(570 198)	0
Financial income	9	(98 471)	(23 518)
Financial cost	9	155 199	137 627
Changes in debtors		1 325	(43 940)
Changes in inventory		6 385	1 356
Changes in trade creditors		(11 232)	29 783
Changes in public duties payable		(2 200)	8 914
Changes in contract liability		35 704	42 986
Change in other accruals		(91 565)	(72 165)
Cash flow from operations (before tax)		**542 311**	**556 791**
Cash flow from continuing operations (before tax)		536 474	503 868
Cash flow from discontinued operations (before tax)		5 837	52 923
Taxes paid		(84 453)	(59 937)
Net cash flow from operations		**457 858**	**496 854**
Net cash flow from continuing operations		454 980	449 312
Net cash flow from operations, discontinued operations	21	2 878	47 542
Investment in businesses	4, 5	(941 349)	(661 160)
Proceeds from divestiture of discontinued operations		830 737	14 948
Investement in shares		(595)	(1 311)
Cash inflow from dividends		0	1 013
Cash inflow from interest		5 994	710
Investment in tangible and intangible assets		(11 197)	(10 646)
Investment in R&D own software		(6 063)	(4 881)
Cash inflow (outflow) from other current receivables		1 967	188
Net cash flow from investments		**(120 506)**	**(661 140)**

(EUR 1,000)	Note	2022	2021
Repayments of interest bearing loans		(9 873)	(9 921)
Proceeds from interest bearing loans		0	291 225
Repayment of leases liability	18	(42 927)	(48 985)
Payment of leases interest element	18	(9 016)	(12 896)
Repayment of Share premium reserve		(35 430)	0
Cash inflow from share issue		0	1 966
Cash outflow from interest		(103 329)	(96 502)
Fees		0	(2 889)
Net cash flow from financing activities		**(200 575)**	**121 998**
Net cash flow for the year		**136 777**	**(42 288)**
Cash and cash equivalents 1.1		958 114	987 357
Net foreign exchange difference		(23 379)	13 045
Cash and cash equivalents 31.12	12	**1 071 512**	**958 114**

Statement of changes in equity

VISMA AS - CONSOLIDATED

(EUR 1,000)	Paid-in share capital Note 14	Share premium reserve	Other paid-in capital	Other reserves Note 13	Retained earnings	Majority's share of equity	Non-controlling interests	Total equity
Equity as at 01.01.2021	**42 903**	**582 446**		**16 663**	**657 989**	**1 300 001**	**2 730**	**1 302 731**
Profit for the period					81 683	81 683	(461)	81 222
Issue of share capital	1 180	786				1 966		1 966
Merger Visma AS and Visma Group Holding AS	(24 947)	(98 001)	84 249		38 700			
Net gain (loss) on financial hedging instruments, net of tax				18 708		18 708		18 708
Exchange differences on translation of foreign operations, net of tax				7 056		7 056		7 056
Total comprehensive income for the period				**25 765**		**25 765**		**25 765**
Changes to non-controlling interest; acquisition and arising on business combination							1911	1911
Equity as at 31.12.2021	**19 135**	**485 231**	**84 249**	**42 428**	**778 372**	**1 409 415**	**4 180**	**1 413 595**
Equity as at 01.01.2022	**19 135**	**485 231**	**84 249**	**42 428**	**778 372**	**1 409 415**	**4 180**	**1 413 595**
Profit for the period					748 704	748 704	(397)	748 307
Share based compensation, fully owned subsidiaries			214			214		214
Repayment of Share premium reserve					(35 430)	(35 430)		(35 430)
Net gain (loss) on financial hedging instruments, net of tax				72 879		72 879		72 879
Exchange differences on translation of foreign operations, net of tax				(36 635)		(36 635)		(36 635)
Total comprehensive income for the period				**36 458**		**36 244**		**36 244**
Changes to non-controlling interest; acquisition and arising on business combination							(434)	(434)
Equity as at 31.12.2022	**19 135**	**485 231**	**84 462**	**78 672**	**1 491 646**	**2 159 146**	**3 349**	**2 162 495**

IFRS accounting policies 2022

Corporate information

The consolidated financial statements of Visma AS, for the year ended 31 December 2022 were authorised for issue in accordance with a resolution of the Board of Directors on 20 March 2023. Visma AS (hereafter the 'Company' or 'Visma' or the 'Group') is a limited liability company incorporated and domiciled in Oslo, Norway. The registered office of Visma AS is Karenslyst allé 56, 0277 Oslo, Norway. The Company is 100 % owned by Vanahall AS and the ultimate parent is Vanahall Holdco S.à r.l.

The Group is principally engaged in offering modern on-premises software and cloud-based solutions helping business simplify and automate critical business processes, with a focus on ERP HRM and eGovernment software. Visma operates with four reportable segments across markets in the Nordics, Benelux, Central and Eastern Europe, and Latin America. The Group's activities are further described in note 2. Information on the Group's structure and other related party relationships is provided in note 11.

Basis of preparation

The consolidated financial statements of Visma AS including all its subsidiaries have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and as adopted by the EU.

The consolidated financial statements are presented in EUR and all values are rounded to the nearest thousand (EUR 1.000) except when otherwise indicated. The consolidated financial statements provide comparative information in respect of the previous period.

The Group has prepared the financial statements on the basis that it will continue to operate as a going concern.

Basis for consolidation

The consolidated financial statements comprise the financial statements of the Group and its subsidiaries as at 31 December each year. Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until such control ceases. All intra-group balances, transactions, gains and losses resulting from intra-group transactions and dividends are eliminated on consolidation. The Group controls an investee if, and only if, the Group has:

• Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
• Exposure, or rights, to variable returns from its involvement with the investee
•The ability to use its power over the investee to affect its returns

Summary of material accounting policies

Basis for materiality assessment

The Group has performed a detailed analysis of its income statement and balance sheet, and present in this section what is considered the material accounting policies. Policies presented in this section are policies relevant for the users of the financial statements.

Functional currency and presentation currency

The functional currency of Visma AS is NOK and the consolidated financial statements are presented in Euro (EUR). Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rate at the reporting date. All exchange differences are recognized in the income statement. Non-monetary items that are measured at historical cost in foreign currency are translated using the exchange rates at the dates of the initial transactions.

Any goodwill arising on the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition are treated as assets and liabilities of the foreign operation and translated at the spot rate of exchange at the reporting date.

Business combinations

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value, and the amount of any non-controlling interest in the acquiree. For each business combination, the acquirer measures the non-controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition related costs are expensed as incurred and included in other operating expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IFRS 9 Financial Instruments, is measured at fair value with the changes in fair value recognized in the income statement as a finance income or expense. Other contingent consideration that is not within the scope of IFRS 9 is measured at fair value at each reporting date with changes in fair value recognized in the income statement.

Call and put options

Some business combinations (where Visma initially does not acquire 100% of the shares) may involve options over some or all of the outstanding shares. Visma may have a call option to acquire the outstanding shares at a future date for a particular price, or Visma might have granted a put option to the other shareholder where the other shareholders have the right to sell their shares to Visma at a future date for a particular price.

Under a call option Visma has the right to acquire a certain number of shares at a time in the future for a certain price. Therefore, Visma assesses whether the call option gives Visma the present access to returns associated with that ownership interest. If Visma has present access to returns over all the shares held by the non-controlling interest there will be no non-controlling interest presented in equity. Hence, Visma accounts for the business combination as if it acquired 100 % interest. Further, Visma recognizes a financial liability for the present value of the exercise price to be paid to non-controlling shareholders for the remaining shares. Changes in the financial liability are recognized in profit or loss. If the call option is not exercised Visma has disposed of a partial interest in a subsidiary in return for the amount recognized as a liability. If Visma does not have present access to returns over all the shares held by the non-controlling interest the accounting depends on if the call option meets the definition of a financial asset or an equity instrument:

- If the call is accounted for as a financial asset it will be measured at fair value initially and subsequently any changes will go through profit and loss. If the call is exercised, it is included as part of consideration paid for the acquisition of the non-controlling interest. If the call lapses unexercised the carrying amount is expensed in profit or loss.

- If the call is accounted for as an equity instrument, the fair value of the option will be debited to equity. If the call is exercised, the initial fair value is included in the consideration paid for the acquisition of the non-controlling interest. If the call lapses unexercised there is no entry within equity.

Under a put option, any contractual obligation to buy non-controlling interest will be accounted for as a financial liability measured at the present value of the redemption amount. If the put option does not give the non-controlling interests a present access to return associated with the ownership, the shares are accounted for as if they have been acquired by Visma and no non-controlling interest is recognized.

If the put option gives the non-controlling interests present access to return associated with the ownership, Visma has chosen an accounting policy that is used consistently for all similar transactions. In accordance with the chosen accounting policy in IAS 32, the accounting treatment for shares without present access to return will be identical as when Visma has present ownership. This means that no non-controlling interest is recognized for acquisitions where a put-/call option with identical terms or a forward contract for the remaining shares exist. However, in accordance with IAS 32, a contingent liability is recognized based on the estimated future purchase price for the remaining shares. The purchase price is estimated to reflect the market price of the remaining shares.

Reference is made to Note 1 for an overview of the contingent liability arising from business combinations as of 31 December 2022.

Goodwill

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognized for any non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses.

Where goodwill has been allocated to a cash-generating unit (CGU) and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash-generating unit retained.

Impairment

Goodwill is tested for impairment annually, or more frequently if events or changes in circumstances indicate that the carrying value may be impaired, by comparing the carrying amount of the CGU, including the goodwill, with the recoverable amount of the CGU. Where recoverable amount of the CGU is less than the carrying amount, an impairment loss is recognized. The recoverable amount of a CGU is the higher of its fair value less costs to sell and its value in use. Value in use is the present value of the future cash flows expected to be derived from the CGU.

Identifiable intangible assets acquired in business combinations

During a business combination, Visma usually acquires significant intangible assets, such as technology, customer contracts and relationships and trademarks. The cost of these intangible assets acquired in a business combination is considered the fair value as at the acquisition date.

Values related to contracts and customer relationships are identified and recorded as identifiable intangible assets. The fair value of contracts and customer relationships are calculated considering the estimated future revenues from the customers in the acquired operations at the date of the acquisition.

Values related to trademarks either has an indefinite lifetime or a value of zero, depending on the underlying circumstances in the transactions. The Group applies an indefinite lifetime for acquired trademarks as long as Visma plans to keep the trademark. However, in many cases, Visma plans to apply its own brand name to the acquired company, and sunset the acquired trademark, and in such cases the value of trademark is set to zero. Trademarks with indefinite lifetime is tested for impairment annually, either individually or at the CGU level. Also, the assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Following initial recognition, the cost model is applied to this class of intangible assets. Purchased technology, contract and customer relationships have 4 – 10 years of useful life and are amortised on a straight line basis over their useful life. Useful life and residual values are reviewed at least annually and reflect the pattern in which the benefits associated with the asset are consumed. A change in the useful life or depreciation method is accounted for prospectively as a change in accounting estimate.

The carrying values of intangible assets with finite useful life are reviewed for impairment when events or changes in circumstances indicates that the carrying value may not be recoverable. If any such indication exists and where the carrying values exceed the estimated recoverable amount, the assets or CGU are written down to their recoverable amount. The recoverable amount of intangible assets is the greater of fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax rate that reflects current market assessment of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs. Impairment losses are recognized in the income statement.

An item of intangible assets is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Gains or losses on the sale or disposal of intangible assets are recorded as other income and other operating costs respectively in the year the item is derecognized.

Intangible assets

Research and development cost

Research and development cost in the Group is focused on development of administrative and ERP systems. However, a large part of the research and development within the Group is related to continuous development of core systems/technology, which normally is classified as product maintenance that is not capitalized, as this is assessed to be work needed to maintain the products competitiveness, and new functionality Research costs are expensed as incurred. Development expenditure incurred on an individual project, not related to continuous improvements, is recognized as an intangible asset when the Group can demonstrate all of the following:

a) The technical feasibility of completing the intangible asset so that it will be available for use or sale
b) Its intention to complete and its ability to use or sell the asset
c) Its ability to use or sell the intangible asset
d) How the asset will generate future economic benefits
e) The availability of adequate resources to complete the development and to use or sell the intangible asset
f) The ability to measure reliably the expenditure during development.

Within the Group, condition (a) will normally be demonstrated from the point when the product design and a working model of the software have been completed and the completeness of the working model and its consistency with the product design has been confirmed by testing. Condition (b) relies on management intent. Conditions (c), (e) and (f) are entity specific, i.e. whether development expenditure meets any of these conditions depends both on the nature of the development activity itself and the financial position of the entity. Condition (d) implies the use of discounted cash flows. If the asset will generate economic benefits only in conjunction with other assets, the Group apply the concept of CGUs. The DCF is based on a business plan showing the technical, financial and other resources needed and detailed project information demonstrating that an entity's costing systems can measure reliably the cost of generating an intangible asset internally, such as salary and other expenditures incurred.

The Group has demonstrated from earlier internally developed software products that it is able to determine the commercial success of a software product on an early development stage. Hence, the Group have experience with assessing the risk and expected commercial success for its product development.

Following the initial recognition of the development expenditure as an asset, the cost model is applied. Hence, the asset is carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation starts when the development process is completed, and the asset is available for use. Amortisation are expensed linearly over the period of expected future benefits of the asset. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.

The carrying value of capitalised development costs is reviewed for impairment annually or more frequently when an indicator of impairment arises during the reporting year indicating that the carrying value may not be recoverable.

Gains and losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the income statement when the asset is derecognized.

Internally generated intangible assets, excluding capitalised development costs, are not capitalised but are expensed as occurred.

Fair value measurement

The Group subsequently measures some financial instruments at fair value through profit or loss at each balance sheet date as described in Note 20. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to transfer the liability takes place either:

- In the principal market for the asset or liability
Or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

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

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. For cash-flow hedges, the Group Management receive market-to-market reports from external valuers and compares the change in the fair value of the liability with relevant external sources to determine whether the change is reasonable.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy, as explained above.

Revenue from contracts with customers

The Group is in the business of providing on-premises software and cloud computing. Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has concluded that this is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer. The

Group does not have any material bundled contracts without separately identifiable market priced services, and only have immaterial variable considerations, discounts and service-type warranties.

The most common types of revenue streams in small businesses, medium and large businesses, public and Other are:

On-premises Software
• Revenue from recurring agreements
• Software Consulting and Implementation
Cloud Computing
• Software as a Service (SaaS) subscription
• SaaS Transactions and start up fees
• SW consulting & implementation on SaaS

Visma decomposes each contract, ensuring that separate contract components are accounted for separately and recognized according to when the performance obligation for each separate component is fulfilled.

Revenue from recurring agreements (on-premises software):

Revenue from license arrangements with customers for on-premises software licenses may include situations where the license is transferred along with installation services, support and maintenance. The installation service is either performed by Visma or other third parties and does not significantly modify the software license. The Group generally believe that software licenses and each of the above mentioned services are capable of being distinct, based on the fact that the customer can benefit from the software license and other services provided either on its own or together with other services that are readily available. Thus, software licenses are typically delivered before the other goods and services and continue to function without maintenance and support. Further, Visma conclude that the promise to transfer each good and service, including the software license, are distinct within the context of the contract, since the installation service is relatively simple and can be obtained from other providers. In addition, the support and maintenance are not necessary for the software to maintain a high level of utility for to the customer during the license period. Hence, the installation services and other support do not significantly affect the customer's ability to use and benefit from the software license.

Visma is further of the opinion that none of the promised goods or services significantly modify or customize one another, and the Group is not providing a significant service of integrating the software and services into one combine output. Lastly, the software license and the services are not deemed to be highly interdependent or highly interrelated because Visma can fulfil its promise to transfer the initial software license, regardless of whether it fulfils its promises to provide the installation service, the support and maintenance. As a result, the Group may identify four performance obligations: the on-premise software license, the installation services, the technical support and maintenance.

Recurring agreements is on premises software sold to the customer on a subscription based model. Revenue from the customer is recognized over the subscription period. Maintenance fees related to on-premise software are usually charged annually and recognized on a straight line basis over the contract period.

Revenue from consulting, including training of customers, service provided in connection with supply of software and other services is recognized when the service has been provided.

Revenue from recurring agreements (cloud computing)

Revenue from support agreements is recognized when the support is performed. Fixed price support contracts are recognized on a straight-line basis over the support period. Maintenance agreements are invoiced in advance, primarily on 12 months invoicing cycles, although also 6-month cycles are used in some instances.

Software as a Service (SaaS)

Revenue from SaaS solutions may, in some cases, have two components – an up-front payment to cover the set-up fee, and an ongoing service fee equivalent to the maintenance contract, but including the hosting service. The Group recognizes the portion of the fee related to the set-up on delivery separately as the SaaS implementation service provides added value to the customers and so is a separate performance obligation. The portion of the fee related to the maintenance and hosting element is recognized on a straight-line basis over the contract period as the service is provided over time. If the SaaS implementation service is not a separate performance obligation, the total license fee is recognized over the contract period (normally on a straight-line basis). SaaS contracts are invoiced in advanced, a mix of 12, 6, 3, 2- or 1-month invoicing cycles are utilized across the product portfolio.

Saas Transactions and start up fees

Agreements regarding services to such as for instance invoicing are usually based on a transaction fee. Revenue is normally recognized as they are performed based upon transactions handled and hours used. The usage-based fees are not to be recognized as revenue until the later of when the usage occurs, or the performance obligation is satisfied.

Start-up fees (SaaS implementation service) provides added value to the customers and so is a separate performance obligation in most cases and recognized on delivery. If the SaaS implementation service is not a separate performance obligation, the total start-up fee is recognized over the contract period (normally on a straight-line basis). SaaS transactions are mainly invoiced in arrears on a monthly basis.

Software consulting and implementation in SaaS

Agreements on software consulting are usually based on hours incurred. The hourly based consulting is recognized when services have been provided. It is based on delivered hours and net hourly rates. At the balance sheet date work performed, but not yet invoiced, is recognized and capitalised as a contract asset. Work invoiced, but not yet performed, is capitalised as a contract liability. The Group concluded that there is no significant financing component for these contracts since these projects are short-and agreed invoicing reflect the progression on the work performed.

Cost to obtain a contract

The Group usually does not pay sales commission to its partners on sales to customers. On the few occasions where the Group has paid a sales commission, the Group has elected to apply the optional practical expedient for costs to obtain a contract which allows the Group to immediately expense sales commissions (included as part of cost of sales) because the amortisation period of the asset that the Group otherwise would have used is one year or less.

If the expected amortisation period of the assets is more than one year and Group expects to recover it, the Group recognize the incremental costs of obtaining a contract as an asset in its financial statements.

Government grants

Government grants are recognized where there is reasonable assurance that the grant will be received, and all accompanying conditions will be complied with. When the grant relates to an expensed item it is recognized by deducting the grant in reporting the related expense. When the grant relates to an asset, it is recognized by deducting the grant in calculating the carrying amount of the asset. The grant is further recognized in the income statement over the life of the depreciable asset as a reduced depreciation expense.

Income tax

The tax expense consists of the tax payable and changes to deferred tax.

Tax payable

Taxes payable liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date.

Taxes payable are recognized directly in equity/OCI to the extent that they relate to equity transactions.

Deferred taxes

Deferred tax is provided using the liability method on temporary differences between the tax base of assets and liabilities, and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

• where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

• in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, carry-forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax credits and unused tax losses can be utilised except:

• where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

• in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognized deferred income tax assets are reassessed at each balance sheet date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the balance sheet date. Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognized subsequently if new information about facts and circumstances arise. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognized in profit or loss.

Deferred taxes are recognized directly in equity to the extent that they relate to equity transactions.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Cash and cash equivalents

Cash and cash equivalents comprise bank deposits, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. Restricted cash is included as cash and cash equivalents. For the purpose of the consolidated cash flow statement, cash and cash equivalents consist of cash and cash equivalents as defined above.

Cash flow

The cash flow statement has been drawn up in accordance with the indirect method and reports cash flows during the period classified by operating, investing and financing activities. Cash and cash equivalents consist of cash and cash equivalents as defined under cash and cash equivalents, net outstanding bank overdraft.

Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets - Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component are measured at the transaction price determined under IFRS 15. Refer to the accounting policies in section Revenue from contracts with customers above.

For a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Impairment of financial assets

For trade receivables and contract assets, the Group applies a simplified approach in calculating ECLs. The Group utilizes a provision matrix based on historical credit loss for groupings of various customer segments with similar loss patterns adjusted for forward looking factors specific to the debtors and economic environment. The Group considers a financial asset to be in default when contractual payments are 180 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. When there is no reasonable expectation of recovering the contractual cash flow, the financial asset is impaired in full.

Financial liabilities - Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, deferred payments and derivative financial instruments. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Loans and borrowings

This is the category most relevant to the Group, and generally applies to the Group's interest-bearing loans and borrowings (for more information refer to note 20).

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognized in the income statement when the liabilities are derecognized as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the income statement.

Financial liabilities - Derecognition

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the income statement.

Derivative financial instruments and hedge accounting

Initial recognition and subsequent measurement

The Group uses interest rate swaps in order to minimize the Group's exposure to fluctuations in interest rates and foreign exchange rates. The interest rate swaps are initially recognized at fair value on the date on which the derivative contract is entered into and are subsequently remeasured at fair value. The interest rate swaps are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. The hedging ratio is approximately 50 per cent with hedging portfolio duration of no less than 5 years.

Equity

Equity and liabilities

Interest, dividend, gains and losses relating to a financial instrument classified as a liability will be presented as an expense or income. Amounts distributed to holders of financial instruments that are classified as equity will be recorded directly in equity.

Other equity

(a) Reserve

This reserve contains the total net increase in the fair value of non-current assets that have been revalued at an amount which exceeds their cost.

(b) Translation differences

Translation differences arise in connection with exchange-rate differences of consolidated foreign entities.

Exchange-rate differences in monetary amounts (liabilities or receivables) which are in reality a part of a company's net investment in a foreign entity are also included as translation differences.

If a foreign entity is sold, the accumulated translation difference linked to the entity is reversed and recognized in the income statement in the same period as the gain or loss on the sale is recognized.

Discontinued operations

A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and:

- Represents a separate major line of business or geographical area of operations
- Is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations

Or

- Is a subsidiary acquired exclusively with a view to resale

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the income statement.

The Group had two discontinued operations in 2022 related to the consulting-centric part of the Custom Solutions division and the Cloud infrastructure services business (CIS). There were no discontinued operations in 2021.

Early adoption of amendments to IFRSs

The Group have decided to early adopt the amendments to

IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2 Making Materiality Judgements related to helping entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose its "significant" accounting policies with a requirement to disclose its "material" accounting policies. Early application of the amendments have resulted in the removal of generic accounting policy information and accounting information related to immaterial accounting lines, to highlight the information most relevant for the users of the financial statements.

Significant accounting judgements, estimates and assumptions

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Accounting judgements

In the process of applying the Group's accounting policies, management has made the following judgments which have the most significant effect on the amounts recognized in the consolidated financial statements:

Revenue Recognition – Cloud Computing Contracts with Multiple Performance Obligations. Cloud computing generally refers to arrangements where the Group runs the software on either its own- or third-party hardware, and the customer can access the software through the internet or a transmission line. In such arrangements, customers generally do not have the right to obtain the complete software code and run it on their own systems. That is, contractual terms only permit the customer to access the IP during the term of service.

Cloud computing services are usually distinct as such offerings are often sold separately. However, the Group also enter into contracts with customers that may include promises to transfer multiple Cloud Services. Determining whether products and services are distinct performance obligations that should be accounted for separately or combined as one unit of accounting may require significant judgment.

Services related to SaaS solutions are considered to be a distinct performance obligation (i.e., accounted for separately) when the service adds value to the customer independently of the SaaS arrangements. This is typically when the implementation service can be provided by other third parties, the customer can benefit from the implementation/set up services on their own or together with other resources already controlled by the customer. Set-up activities, that simply consists of 'activating' the software to enable the customer to access for example the software from its IT platform (i.e., typically when The Group performs set-up activities in a Visma Cloud), are generally activities that do not provide incremental benefit to the customer beyond those which the customer receives from access to the hosted application. Such set-up activities (that do not transfer a separate service to the customer) are not considered distinct performance obligations.

Estimates and assumptions

Purchase price allocation in business combinations

In a business combination, the assets acquired and liabilities assumed, are valued at fair value at the time of acquisition. The valuation of the various assets and liabilities requires significant judgement and assumptions. Goodwill is the residual value in this allocation. Errors in estimates and assumptions can lead to an error in the split of the value between the various assets and liabilities including goodwill, but the sum of the total excess values will always be consistent with the purchase price paid.

The economic useful life of intangible assets acquired in a business combination is assessed as either finite or indefinite. Intangible assets with indefinite useful lives are subsequently tested for impairment by assessing the recoverable amount of the CGU to which the intangible assets relate. Intangible assets with finite useful lives are amortised over the useful economic life and assessed for impairment or changes to the amortisation period. The assumptions applied to determine the economic useful life in a business combination may involve considerable estimates such as future innovations and developments to software and technology.

Cash-generating units

A key judgement is the ongoing appropriateness of CGUs for the purpose of impairment testing, especially related to goodwill and intangible assets. A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. In identifying whether cash inflows from an asset (or group of assets) are largely independent of the cash inflows from other assets (or groups of assets), the management considers various factors including how customer relationships are managed and how management monitors the entity's operations (such as by product or service lines, businesses, geographical areas).

Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the CGU to which goodwill is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the CGU and also to choose a suitable discount rate in order to calculate the present value of those cash flows.

Impairment of intangible assets

Intangible assets related to trademarks, customer contracts and relationships and technology generate revenue over the length of the expected lifetime of these assets. Significant technological shifts or loss of major customer contracts may impact the remaining useful life or the fair value of the assets. If such indicators are identified, and impairment test will be performed. In such cases the carrying values will be compared to the recoverable amount. The recoverable amount of intangible assets is the greater of fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax rate that reflects current market assessment of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the CGU to which the asset belongs.

Fair value measurements of financial instruments

Where the fair value of financial assets and financial liabilities recorded in the statement of financial position cannot be measured based on quoted prices in active markets, they are determined using valuation techniques including the discounted cash flows model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. These judgments include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See note 20 for further disclosures.

Contingent payment resulting from business combinations, is valued at fair value at the acquisition date as part of the business combination. When the contingent payment meets the definition of a financial liability, it is subsequently remeasured to fair value at each reporting date. The determination of the fair value is based on revenue, EBITDA and ARR derived from prospective financial information. The key assumptions take into consideration the probability of meeting performance targets and the discount factor (refer Note 1 for details).

Climate risk

Visma sees enhanced emissions-reporting obligations and increased stakeholder concern about the climate-related impacts of the IT sector as emerging risks for our business. This sector is typically not seen as a high polluter, but as the world becomes increasingly digitised, the IT sector is increasingly seeing a shift towards demands for more sustainable practices. In addition to the reputational and regulatory risks increasing, extreme weather events could also impact energy prices and availability. Visma has established a sustainability policy and implemented monitoring of our carbon footprint and is actively monitoring the development of best practices for software companies when it comes to climate change mitigation.

Note 1 – Acquisitions of business, assets and non-controlling interest

2022

Visma has defined acquistions with an enterprise value above 100 million EUR as significant for the Group. All other acquistions are not significant in their own right, and are presented in aggregate in the table below as Other.

(EUR 1,000)

Name	Description	Acquisition date	Percentage of voting equity instruments acquired[1)]	Cost price*	Cost associated with the acquisition[2)]	Consideration total
Teamleader	PSA software provider	22/06/22	80%	172 715	188	174 852
Bokio Group AB	Accounting software provider	20/07/22	53%	143 715	342	147 178
Flex Applications Sverige AB	HRM software provider	01/11/22	100%	142 958	174	143 131
Other acqusitions[3)]				664 208	2 955	683 197
Total				**1 123 596**	**3 659**	**1 148 359**

[1)]Percentage of voting shares acquired. Remaining shares are commited to be acquired through deferred mechanisms.
[2)]Costs associated with the acquisition are expensed as "Other operating expenses".
[3)]Other acqusitions include 39 companies Visma group acquired during 2022 and presented aggregated as they individually are not considered significant
* Including NPV adjustments of deferred payments

The cash outflow on acquisition are as follows:

Cost price (excluded costs associated with the acq.)	1 144 700
Contingent payments from prior year paid this year	173 155
Deferred payments/Payment-in-Kind (Shares)	(338 767)
Cash paid	**(979 088)**
Net cash acquired with the acquisitions	37 739
Net cash (outflow)/inflow	**(941 349)**

Note 1 – (continued)

2021

(EUR 1,000)

Name	Description	Acquisition date	Percentage of voting equity instruments acquired[1)]	Cost price	Cost associated with the acquisition[2)]	Consideration total
Holded Technologies SL	ERP and accounting software	16/06/2021	80,00%	193 582	230	193 812
Other acqusitions[3)]				538 204	3 859	542 063
Total				**731 786**	**4 089**	**735 875**

[1)]Percentage of voting shares acquired. Remaining shares are commited to be acquired through deferred mechanisms.
[2)]Costs associated with the acquisition are expensed as "Other operating expenses".
[3)]Other acqusitions include 41 companies Visma group acquired during 2021 and presented aggregated as they individually are not considered significant

The cash outflow on acquisition are as follows:

Cost price (excluded costs associated with the acq.)	731 786
Contingent payments from prior year paid this year	202 715
Deferred payments	(238 366)
Cash paid	**(696 136)**
Net cash acquired with the acquisitions	36 195
Net cash (outflow)/inflow	**(659 940)**

Teamleader
On 22 June Visma acquired Teamleader NV, which is a leading international SaaS scale-up based in Belgium. Through this acquisition Visma expands its offering of work management software in Benelux. Remaining shares will be acquired over a 3 year period.
Consideration for the acquisition includes the acquisition-date fair value of contingent consideration.

Bokio Group AB
On 20 July Visma acquired Bokio Group AB which is a Swedish cloud accounting provider. Through this acquisition Visma has expanded its product offering in fintech and accounting software. Remaining shares will be acquired over a 2 year period.
Consideration for the acquisition includes the acquisition-date fair value of contingent consideration.

Flex Applications Sverige AB
On 1 November Visma acquired Flex Applications AB, a Swedish provider of HRM software. Through this acquistion, Visma has strengthened its HRM software offering, and its position as one of Europe's leading suppliers of cloud-based software.

The aggregated fair value of identifiable assets and liabilities and the goodwill arising at the date of acquisition for material transactions are:

CONSOLIDATED 2022

(EUR 1,000)	Teamleader	Bokio Group AB	Flex Applications Sverige AB	Other*
Non current assets	4 027	360	221	44 703
Current assets	1 900	447	1 996	24 666
Cash and cash equivalents	2 500	5 645	13 573	18 520
Assets	**8 427**	**6 452**	**15 789**	**92 812**
Non current liabilities	200	0	2 060	32 046
Current liabilities	11 515	2 799	1 407	29 092
Liabilities	**11 400**	**2 799**	**3 467**	**61 138**
Fair value of net assets (before PPA)	**(3 228)**	**3 653**	**11 619**	**31 676**
Non-controlling interests	0	0	0	0
Minority interests	0	0	0	0
Technology	15 900	13 025	13 463	105 826
Contracts and customer relationship arising on acquisition	22 800	1 999	17 059	147 589
Trademark	5 400	4 770	4 147	13 307
Deferred tax liability	(11 025)	(4 078)	(7 142)	(63 078)
Fair value of net assets	**29 787**	**19 370**	**39 850**	**229 716**
Goodwill arising on acquisition	142 928	124 345	103 108	434 493
Total acquisition cost	**172 715**	**143 714**	**142 958**	**664 209**
Net cash acquired with the subsidiary	2 500	5 645	13 573	16 020
Cash paid	122 970	63 441	142 958	614 828
Net cash outflow	**125 453**	**69 087**	**156 531**	**630 849**
Contingent payment	51 694	86 357	0	200 503
Deferred payment				
Revenue for the year	22 594	4 320	16 893	72 903
Revenue for the period before acquisition	11 099	2 553	13 873	49 114
Revenue contribution to the Visma Group	11 496	1 766	3 020	23 788
Profit for the year	3 387	(10 216)	3 265	(21 347)
Profit for the period before acquisition	5 199	(5 812)	3 594	(8 073)
Profit contribution to the Visma Group	(1 812)	(4 404)	(329)	(13 274)

The goodwill arising on these acquisitions are attributable to the anticipated profitability of the operations and to the anticipated synergies. Goodwill arising on the acquisitions is usually not tax deductible. For further comments on goodwill arising from acquisitions, please see Note 4. Contingent payments dependent on future financial results and estimated based on current trading, budgets and forecasts, typically paid over a 1 - 5 year period post acquisition. Generally, these contigent considerations are calulated according to a formula based on future revenue and ebitda performance of the acquired enitity. Contingen payments are considered at the best estimate given the avialable information at the balance sheet date.

*Other acqusitions include 39 companies Visma group acquired during 2022 and presented aggregated as they individually are not considered significant.

Note 1 – Continued

CONSOLIDATED 2021

(EUR 1,000)	Holded Technologies SL	Other*
Non current assets	3 474	36 893
Current assets	350	27 439
Cash and cash equivalents	10 268	39 759
Assets	**14 092**	**104 090**
Non current liabilities	1 140	18 511
Current liabilities	4 039	62 326
Liabilities	**5 178**	**80 837**
Fair value of net assets (before PPA)	**8 914**	**23 254**
Non-controlling interests	0	(1 582)
Minority interests	0	0
Technology	14 689	118 848
Contracts and customer relationship arising on acquisition	10 395	123 820
Trademark	6 100	657
Deferred tax liability	(7 796)	(57 770)
Fair value of net assets	**32 302**	**207 228**
Goodwill arising on acquisition	175 590	316 667
Total acquisition cost	**207 891**	**523 895**
Net cash acquired with the subsidiary	(10 268)	(39 759)
Cash paid	120 000	537 466
Net cash outflow	**109 732**	**497 708**
Contingent payment	71 270	150 133
Deferred payment		6 245
Revenue for the year	**5 432**	**142 206**
Revenue for the period before acquisition	1 944	52 674
Revenue contribution to the Visma Group	3 488	89 532
Profit for the year	**(9 835)**	**(3 869)**
Profit for the period before acquisition	(3 851)	3 669
Profit contribution to the Visma Group	(5 984)	(7 538)

*Other acqusitions include 41 companies Visma group acquired during 2021 and presented aggregated as they individually are not considered significant.

Acquisitions after the balance sheet date.

Visma group has acquired 7 companies after the balance sheet date with an aggregated cost price of TEUR 103 308. They are presented aggregated as they individually are not considered significant.

Note 2 – Segment and disaggregated revenue information

Visma reports its business through three core business areas; Small Business, Medium & Large Enterprise and Public. Group HQ is reported as other. These aggregations has its basis in similar characteristics, the nature of products, services and the type and class of customers. The segments has been changed in 2022, as a consequence of how the business areas are managed.

The small business segment consists of business units primarily selling software targeted at small and medium sized customers, typically with 0-50 employees. In this segment, a major focus is accounting and payroll solutions enabling entrepreneurs to manage their business, either themselves or in close collaboration with an accounting office.

Medium and Large Enterprises typically have more complex needs than the small business segment. Around the accounting and payroll core systems, there is an ecosystem of solutions that these companies use to manage their business critical processes, ranging from vertical specific solutions to invoice lifecycle management. Visma deliver standardized solutions in this segment, often with some possibility for configuration to cater to the customer's complex needs.

In the Public segment, Visma delivers mission critical software to the public sector. In addition to accounting and payroll solutions, Visma has a wide product lineup of administrative specialist systems with a particular focus on standardized software for local governments.

Transfer prices between segments are set at an arm's length basis in a manner similar to transactions with third parties. The measurement basis of segments profit is Net operating income. Deferred tax assets, pension assets and non-current financial assets are not allocated to the segments.

Summarised financial information concerning each of the Company's reportable business segments is as follows:

Note 2 – Segment and disaggregated revenue information

OPERATING SEGMENTS	2022				
(EUR 1,000)	Small business	Medium & Large Enterprise	Public	Other	TOTAL
REVENUES					
Total segment revenues	**693 992**	**867 603**	**573 512**	**294 918**	**2 430 024**
Internal revenues	29 319	56 299	7 358	280 573	373 550
External revenue on each group of similar products and services					
Saas	548 502	521 020	329 791	612	1 399 925
Cloud Services	28 751	169 599	126 337	13 204	337 891
On premise software	81 157	109 471	87 591	0	278 220
Other	6 262	11 213	22 434	529	40 438
External revenues	**664 673**	**811 304**	**566 153**	**14 345**	**2 056 475**
Growth (external) %	25,1 %	16,0 %	17,9 %	-7,9 %	19,1 %
External revenue by timing of revenue recognition					
Goods and services transferred at a point in time	182 431	369 923	269 556	1 672	823 582
Services provided over time	482 282	441 381	296 597	12 673	1 232 933
External revenues	**664 673**	**811 304**	**566 153**	**14 345**	**2 056 475**
EBITDA	**231 152**	**191 995**	**144 057**	**19 539**	**586 743**
EBITDA margin	34,8 %	23,7 %	25,4 %	136,2 %	28,5 %
Profit before tax	**134 187**	**77 506**	**38 623**	**(63 491)**	**186 825**
Assets	**2 245 182**	**1 744 259**	**1 603 459**	**808 047**	**6 400 946**

Note 2 – Segment and disaggregated revenue information – Continued

OPERATING SEGMENTS	2021				
(EUR 1,000)	Small business	Medium & Large Enterprise	Public	Other	TOTAL
REVENUES					
Total segment revenues	**562 085**	**768 302**	**525 868**	**203 275**	**2 059 530**
Internal revenues	30 702	69 120	45 854	187 707	333 384
External revenue on each group of similar products and services					
Saas	418 945	407 766	276 480	502	1 103 693
Cloud Services	19 551	156 805	108 938	12 401	297 695
On premise software	87 447	121 100	84 020	33	292 600
Other	5 439	13 512	10 576	2 631	32 157
External revenues	**531 383**	**699 182**	**480 015**	**15 567**	**1 726 146**
External revenue by timing of revenue recognition					
Goods and services transferred at a point in time	138 541	339 837	226 227	1 827	706 432
Services provided over time	392 842	359 345	253 788	13 740	1 019 715
External revenues	**531 383**	**699 182**	**480 015**	**15 567**	**1 726 146**
EBITDA	**211 178**	**156 594**	**134 784**	**26 846**	**529 402**
EBITDA margin	39,7 %	22,4 %	28,1 %	172,5 %	30,7 %
Assets	**1 628 878**	**1 445 488**	**1 514 032**	**1 105 993**	**5 694 390**

Note 2 – Continued

RECONCILIATION

	2022	2021
Profit before taxes and discontinued operations	186 583	77 260
Net financial items	56 727	110 582
Result from associated companies	242	0
Depreciation and amortisation	343 191	341 559
EBITDA from operating segments	**586 743**	**529 402**
EBITDA	**586 743**	**529 402**

GEOGRAPHICAL AREAS	2022			2021		
	Net sales	% of net sales	Long lived assets	Net sales	% of net sales	Long lived assets
Norway	587 342	28,6 %	965 194	501 794	29,1 %	1 016 634
Sweden	371 124	18,0 %	693 850	334 014	19,4 %	511 332
Denmark	231 426	11,3 %	454 285	185 773	10,8 %	494 961
Finland	258 631	12,6 %	235 119	211 136	12,2 %	266 819
Netherlands	467 208	22,7 %	1 646 744	409 440	23,7 %	1 494 187
Geo expansion	140 745	6,8 %	676 020	83 990	4,9 %	321 708
Total	**2 056 475**	**100,0 %**	**4 671 214**	**1 726 146**	**100,0 %**	**4 105 641**

Note 3 – Payroll and personnel expenses

(EUR 1,000)	2022	2021*
Salaries	717 542	580 223
Employer's national insurance contributions	94 698	81 856
Pension expenses	45 093	42 054
Other personnel expenses	85 119	67 438
Total	**942 452**	**771 570**
Average number of full-time equivalents	**12 642**	**11 553**

Pensions

Visma has defined contribution schemes in Denmark, Finland, Sweden, Netherlands and Norway. The company is for the Norwegian employees required to have an occupational pension scheme in accordance with the Norwegian law on required occupational pension (Lov om obligatorisk tjenestepensjon). The company's pension scheme meets the requirements of that law. The annual contribution to the scheme is expensed as the year's pension expenses. Visma has no obligation beyond the annual contribution. Expenses related to the contribution plan were TEUR 45 093 in 2022 and TEUR 42 054 in 2021.

*2021 figures has been restated to reflect the sale of the Consulting business and Cloud Infrastructure Services

Note 4 – Goodwill and other intangible assets

(EUR 1,000)	Trademark	Technology	Capitalized development expenses	Contracts & Customer relationships	Goodwill
Cost as at 1 January 2022	**34 633**	**452 641**	**59 987**	**642 363**	**2 916 018**
Acquisitions	27 625	148 214	30 301	189 447	804 874
Additions	0	0	6 063	0	0
Disposal related to discontinued operations	0	(11 938)	(553)	(30 798)	(192 732)
Amortisation	(613)	(118 477)	(22 141)	(141 452)	0
Exchange adjustments	0	(12 373)	(3 488)	(17 517)	(88 868)
Balance at 31 December 2022	**61 645**	**458 067**	**70 168**	**642 041**	**3 439 291**
Carrying amount at 1 January 2022					
Cost	35 504	1 186 157	166 463	1 459 201	3 099 068
Accumulated amortisation and impairment	(871)	(733 516)	(106 477)	(816 838)	(183 050)
Carrying amount at 1 January 2022	**34 633**	**452 641**	**59 987**	**642 363**	**2 916 018**
Carrying amount at 31 December 2022					
Cost	63 129	1 321 998	199 339	1 631 130	3 815 074
Accumulated amortisation and impairment	(1 483)	(863 930)	(129 171)	(989 089)	375 782
Carrying amount at 31 December 2022	**61 645**	**458 067**	**70 168**	**642 041**	**3 439 291**

Contracts and Customer relationships represent intangible assets purchased through the effect of business combinations. The useful lives of these intangible assets were estimated as having a finite life and is amortised under the straight-line method over a period of 4-10 years. These assets are tested for impairment where an indicator on impairment arises.

Purchased technology and trademarks represent intangible assets purchased through the effect of business combinations. The useful lives of these intangible assets were estimated as having a finite life and is amortised under the straight-line method over a period of 4-15 years. These assets are tested for impairment where an indicator on impairment arises.

Technology represents intangible assets purchased through the effect of business combinations. The useful lives of these intangible assets were estimated as having a finite life and is amortised by using the declining balance method.

Trademark represents intangible assets purchased through the effect of business combinations and is amortised under the straight-line method over a period of 5-10 years. The Visma trademark is considered to have an indefinite useful life and is not amortised.
Development costs are internally generated and amortised under the straight-line method over a period of 4-7 years.

Goodwill represents intangible assets purchased through the effect of business combinations. These assets are not amortised, but are anually tested for impairment or if an indicator on impairment arises. Reference is made to Note 23.

Note 4 – Goodwill and other intangible assets – Continued

INVESTMENT IN PURCHASED TECHNOLOGY AND TRADEMARKS, GOODWILL, CONTRACTS AND CUSTOMER RELATIONSHIPS

(EUR 1,000)	Acquired (year)	Technology and brand	Capitalized development expenses	Contracts & Customer relationships	Goodwill
Teamleader	2022	21 300	2 627	22 800	142 928
Bokio Group	2022	17 795	12	1 999	124 345
Flex Applications	2022	17 610	0	17 059	103 108
Other acquistions*	2022	119 133	27 662	147 589	434 493
Total		**175 839**	**30 301**	**189 447**	**804 874**

*Other acqusitions include 39 companies Visma group acquired during 2022 and presented aggregated as they individually are not considered significant

(EUR 1,000)	Acquired (year)	Technology and brand	Capitalized development expenses	Contracts & Customer relationships	Goodwill
Holded Technologies SL	2021	21 700	1 958	2 600	162 648
Other acqusitions**	2021	119 505	6 816	124 110	317 792
Total		**141 205**	**8 774**	**126 710**	**480 440**

**Other acqusitions include 41 companies Visma group acquired during 2021 and presented aggregated as they individually are not considered significant

Note 4 – Goodwill and other intangible assets – Continued

(EUR 1,000)	Trademark	Technology	Capitalized development expenses	Contracts & Customer relationships	Goodwill
Cost as at 1 January 2021	**28 469**	**451 828**	**62 424**	**654 125**	**2 410 672**
Acquisitions	6 757	134 448	8 774	126 710	480 440
Additions	0	0	4 881	0	0
Disposal	0	0	0	0	0
Amortisation	(593)	(140 873)	(21 759)	(142 119)	0
Exchange adjustments	0	7 238	5 666	3 646	24 905
Balance at 31 December 2021	**34 633**	**452 641**	**59 987**	**642 363**	**2 916 018**
Carrying amount at 1 January 2021					
Cost	28 747	1 044 471	147 142	1 328 844	2 593 722
Accumulated amortisation and impairment	(278)	(592 643)	(84 718)	(674 719)	(183 050)
Carrying amount at 1 January 2021	**28 469**	**451 828**	**62 424**	**654 125**	**2 410 672**
Carrying amount at 31 December 2021					
Cost	35 504	1 186 157	166 463	1 459 201	3 099 068
Accumulated amortisation and impairment	(871)	(733 516)	(106 477)	(816 838)	(183 050)
Carrying amount at 31 December 2021	**34 633**	**452 641**	**59 987**	**642 363**	**2 916 018**

	2022	2021
The Group has incurred the following software research and development expenses	423 037	356 955

Note 5 – Property, Machinery and Equipment

(EUR 1,000)	Machinery and equipment	Property	Total
At 1 January 2022	**34 316**	**7 425**	**41 741**
Investment	11 197	0	11 197
Investment acquried through business combinations	2 504	0	2 504
Disposal related to discontniued operations	(3 097)	(292)	(3 389)
Depreciation for the year	(11 979)	0	(11 979)
Exchange adjustments	(1 674)	(363)	(2 036)
At 31 December 2022	**31 268**	**6 770**	**38 038**
At 1 January 2022			
Cost	150 878	8 397	159 275
Accum. depreciation	(116 562)	(972)	(117 534)
At 1 January 2022	**34 316**	**7 425**	**41 741**
At 31 December 2022			
Cost	159 809	7 742	167 551
Accum. depreciation	(128 541)	(972)	(129 513)
At 31 December 2022	**31 268**	**6 770**	**38 039**
Depreciation rates (straight line method)	*10-33.33%*	*0 - 4%*	

(EUR 1,000)	Machinery and equipment	Property	Total
At 1 January 2021	**29 968**	**2 415**	**32 382**
Investment	10 646	0	10 646
Investment acquried through business combinations	9 294	5 010	14 304
Depreciation for the year	(12 972)	0	(12 972)
Exchange adjustments	(2 619)	0	(2 619)
At 31 December 2021	**34 316**	**7 425**	**41 741**
At 1 January 2021			
Cost	133 556	3 387	136 943
Accum. depreciation	(103 587)	(972)	(104 562)
At 1 January 2021	**29 968**	**2 415**	**32 382**
At 31 December 2021			
Cost	150 878	8 397	159 275
Accum. depreciation	(116 562)	(972)	(117 534)
At 31 December 2021	**34 316**	**7 425**	**41 741**
Depreciation rates (straight line method)	*10-33.33%*	*0 - 4%*	

Properties that are not depreciated are tested for impairment where an indicator of impairment arise.

Note 6 - Trade receivables, contract assets and contract liabilities

(EUR 1,000)	2022	2021
Accounts receivables	245 478	246 809
Contract assets	36 168	27 667
Total trade receivables and contract assets	**281 646**	**274 475**
Provision for expected credit loss	(7 899)	(7 904)
Total trade receivables and contract assets net of provisions	**273 747**	**266 571**
Net receivables and contracts assets	237 579	238 904
Contract liabilities	**242 400**	**206 696**

Movements in provisions for expected credit loss	**2022**	**2021**
Provisions for expected credit loss debt 1 January	**7 904**	**8 576**
Effect from (disposals) and acquisitions of business	(14)	(10)
Expected credit loss recognised as expense (expense reduction)	135	(666)
Recovered amounts previously written off	(126)	5
Provisions for expected credit loss 31 December	**7 899**	**7 904**

Movements in contract asset balance	**2022**	**2021**
Opening balance 1 January	**27 667**	**20 878**
Additions to Balance	35 282	28 846
Amount from opening Balance regocnized in P&L	(27 361)	(22 995)
Additions through M&A	591	1 652
Disposals	(10)	(715)
Closing Balance 31 December	**36 168**	**27 667**

Movements in contract liability balance	**2022**	**2021**
Opening balance 1 January	**206 696**	**163 710**
Additions to Balance	244 273	211 407
Amount from opening Balance regocnized in P&L	(214 163)	(184 466)
Additions through M&A	14 781	24 668
Disposals	(9 187)	(8 624)
Closing Balance 31 December	**242 400**	**206 696**

Note 6 – Continued

AGE DISTRIBUTION OF TRADE RECEIVABLES FROM INVOICED DATE

(EUR 1,000)	Trade receivables and contract assets						
	Days past invoicing						
31 December 2022	**Contract assets**	**Invoices not overdue**	**31-60 days**	**61-90 days**	**91-180 days**	**181+ days**	**Total**
Expected credit loss rate	0,27%	0,27%	3,91%	22,27%	36,28%	44,55%	2,80%
Estimated total gross							
Carrying amount at default	36 168	203 620	24 248	5 320	4 354	7 937	281 646
Expected credit loss	98	553	948	1 185	1 580	3 535	7 899

(EUR 1,000)	Trade receivables and contract assets						
	Days past invoicing						
31 December 2021	**Contract assets**	**Invoices not overdue**	**31-60 days**	**61-90 days**	**91-180 days**	**181+ days**	**Total**
Expected credit loss rate	0,28%	0,28%	3,34%	15,43%	36,88%	47,06%	2,88%
Estimated total gross							
Carrying amount at default	27 667	198 919	28 359	7 682	4 286	7 563	274 475
Expected credit loss	77	553	949	1 186	1 581	3 559	7 904

The expected credit loss provisions is estimated based on historically incurred losses or events. The Group's accounts receivable which have been due for more than 180 days, excluding VAT, amount to TEUR 7 783 (TEUR 7 563 in 2021). Credit days varies between 15 and 30 days. There were no material individual items. The company considers the provision for expected credit loss to be adequate.

Unsatisfied performance obligations

EUR (1,000)	2022	2021
Within one year	196 457	244 522
More than one year	80 792	50 519
Total	**277 249**	**295 041**

Note 7 – Other current and long-term receivables

OTHER CURRENT RECEIVABLES

(EUR 1,000)	Note	2022	2021
Prepaid expenses		46 713	26 587
Prepaid taxes		763	2 102
Financial assets		3 705	3 109
Vendor loan note*		57 477	0
Other current receivables		29 158	22 864
Total other current receivables		**137 816**	**54 663**

OTHER LONG TERM RECEIVABLES

(EUR 1,000)	Note	2022	2021
Vendor loan note*		0	56 540
Net investment in subleases	18	7 555	1 794
Other long-term receivables		4 775	3 174
Total other long-term receivables		**12 330**	**61 509**

*in 2016, Visma sold its BPO division. Part of the purchase price was paid in kind through the issuance of a NOK 400m Vendor Loan Note accruing 7 % interest and recognized in the balance sheet under other current receivables for 2022. Maturity date of the Vendor Loan Note is December 2023.

Note 8 – Other operating expenses

(EUR 1,000)	2022	2021
Office expenses excl. leasing	42 635	29 022
Telecom and IT	57 161	40 113
Travel expenses	9 766	3 020
Car expenses	4 036	2 896
Marketing activities	70 792	47 566
Audit, lawyers' fees and other consulting services	57 103	48 417
Bad debts	2 879	3 400
Total other operating expenses	**244 372**	**174 435**

Note 9 – Financial income and expenses

CONSOLIDATED

(EUR 1,000)	2022	2021
Financial income include:		
Dividend/transfer from investments	0	1 013
Other interest income	5 994	710
Financial income on contingent consideration related to business combinations	88 563	18 160
Other financial income	3 915	2 459
Total financial income	**98 471**	**22 341**
Financial expenses include:		
Interest expense	103 381	89 828
Interest expense on the lease liability	9 016	8 912
Adjustement lease expense on the lease liability**	(7 509)	0
Amortisiation funding fees	1 488	616
Foreign exchange losses*	6 370	2 999
Financial expense on contingent consideration related to business combinations	39 813	28 169
Other financial expenses	2 640	2 400
Total financial expenses	**155 199**	**132 923**

*Foreign exchange gains and losses are in all material respects associated with intercompany items that represent foreign exchange risk for the Group that is not considered part of a net investment
**Please see note 18 for specification

Note 10 – Income tax

The major components of income tax expense for the years ended 31 December 2022 and 2021 are:

(EUR 1,000)	2022	2021
Consolidated statement of profit and loss		
Current income tax charge	85 450	59 775
Changes in deferred taxes	(59 583)	(40 314)
Income tax expense reported in the statement of profit or loss	**25 867**	**19 460**

Consolidated statement of other comprehensive income (loss)	**2022**	**2021**
Net gain (loss) on financial hedging instruments	17 702	5 431
Deferred tax charged to OCI	**17 702**	**5 431**

Below is an explanation of why the tax expense for the year does not make up 22% of the pre-tax profit, 22% is the tax rate of the parent company Visma AS.

	2022	2021
Ordinary profit before tax from continuing operations	186 583	77 260
Profit/(loss) before tax from a discontinued operation	592 321	29 665
Ordinary profit before tax	**778 904**	**106 925**
22 % tax on ordinary profit before tax	171 359	23 524
Adjustments in respect of current income tax of previous years**	(698)	5 470
Permanent differences	(137 791)	(4 636)
Different tax rate in group companies	(6 829)	(4 697)
Change in tax rates*	(12)	761
Loss (profit) from associated company	0	0
Non taxable dividend received	0	(223)
Recognised previous unrecognised tax loss	(3 620)	0
Effects of disallowed interest cost**	8 782	4 577
Other differences	(592)	928
Tax expense	**30 597**	**25 703**
Income tax expense reported in the statement of profit or loss	25 867	19 460
Income tax attributable to a discontinued operation	4 730	6 243
Effective tax rate from continuing operations	13,9 %	25,2 %

*No change in next year's tax rates

**The Group has EUR 127 165 thousand of disallowed interest deduction carried forward. These interest expenses are relate to a the interest limitation legislation and Earnings stripping rules in Norway and the Netherlands which became effective from 1 January 2019. EUR 18 170 thousand, EUR 30 230 and EUR 16 513 thousand expire in 8 years, 9 years and 10 years respectively. EUR 62 251 thousand can be carried forward indefinitely to future years. The disallowed interest may not be used to offset taxable income elsewhere in the Group. Visma neither have any taxable temporary difference nor any tax planning opportunities available that could partly support the recognition of the disallowed interest deductions as deferred tax assets. On this basis, Visma has determined that it cannot recognise deferred tax assets on the disallowed interest carried forward.

DEFERRED TAX AND DEFERRED TAX ASSETS	Consolidated statement of financial position		Consolidated statement of profit or loss	
	2022	2021	2022	2021
Current assets/liabilities	24 188	(2 356)	(26 544)	(3 437)
Fixed assets/long term liabilities	282 230	277 834	(22 259)	(32 337)
Tax losses carried forward	(8 257)	(1 334)	6 923	891
Net deferred tax liability / (asset)*	**298 161**	**274 144**	**(41 881)**	**(34 883)**

Reflected in the statement of financial position as follows:		
Deferred tax asset	13 014	9 318
Deferred tax liability	311 175	283 462
Net deferred tax liability / (asset)	**298 161**	**274 144**

	2022	2021
Deferred tax opening balance	**274 143**	**264 489**
Changes due to acquisitions	85 323	62 427
Currency effects	(10 993)	(19 987)
Changes due to disposals	(8 431)	0
Taken to other comprehensive income including currency effects	17 702	5 431
Taken to profit and loss	(59 583)	(38 217)
Deferred tax closing balance	**298 162**	**274 143**

Change in deferred tax in the statement of financial position includes deferred tax assets/liabilities related to changes taken directly to equity and acquisitions and disposals of companies that have not been recognized through profit and loss.

Note 11 – Related party disclosures

Key managment personnel of the group:
Reference is made to Note 16 for information about compensation of key management personnel of the group.

The ultimate parent
There were no transactions between the Visma group and Vanahall Holdco S.à.r.l during the financial year.

Terms and conditions of transactions with related parties
The sales to and purchases from related parties are made at terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured, interest free and settlement occurs in cash.

There have been no guarantees provided or received for any related party receivables or payables. For the year ended 31 December 2022, the Group has not recorded any impairment of receivables relating to amounts owed by related parties. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Note 12 - Bank deposits and loans

The consolidated accounts include cash and bank deposits of TEUR 1 071 512 (TEUR 958 114 in 2021). Of this, restricted cash amounts to TEUR 12 093 (TEUR 11 734 in 2021). Restricted cash is primarily related to employee withholding taxes and rental deposits.

Cash held on behalf of clients amounted to TEUR 70 931 in 2022, and is carried at net amount, as it does not confer a right that has the potential to produce economic benefits to the reporting entity.

Group account facilities
Visma Treasury AS has a group facility with Danske Bank, in which all units in the Nordics and Netherlands participate. The group account facility has been established to promote optimal cash flow management and transactions were made on terms equivalent to those that prevail in arm's lenght transactions. In the agreement with Danske Bank, a cash-pool agreement is included were all affiliated entities accounts are zero-balanced. A tool for cash management and interest simplifies the financial control of the groups capital. The agreement gives an opportunity to enter limit appertaining to an entities account, which gives detailed control on unit level.

Interest bearing loans
Senior facility loans are nominated in NOK, SEK, EUR and DKK.

Compliance certificates is established on the Visma Group level. The Group debt facilties have four covenants: Leverage Ratio, Interest Cover Ratio, Equity Ratio and Debt Cover Ration. There were no breach of these covenants in 2022. The group is expected to pass all covenant-hurdles in the future.

Note 12 – Bank deposits and loans

2022 (Amounts in 1 000)

Company	Facility	Interest*	Interest margin	Interest		Interest accrued	Nominal value 31.12.2022	Due in 2023	Due in 2024	Due in 2025
Visma AS	Senior A	3,32%	2,75%	6,07%	NOK	2 410	0	0	0	0
Visma Sverige Holding AB	Senior A	2,50%	2,75%	5,25%	SEK	14 227	3 755 655	100 000	100 000	3 555 655
Visma Sverige Holding AB	Senior B12	2,50%	3,75%	6,25%	SEK	1 353	300 000	0	0	300 000
Visma Finland Holding OY	Senior A	1,24%	2,75%	3,99%	EUR	2 018	153 479	0	0	153 479
Visma Finland Holding OY	Senior B7	1,24%	3,25%	4,49%	EUR	1 032	69 266	0	0	69 266
Visma Finland Holding OY	Senior B9	1,24%	3,75%	4,99%	EUR	498	30 734	0	0	30 734
Visma Danmark Holding AS	Senior A	1,67%	2,75%	4,42%	DKK	28 747	1 975 941	0	0	1 975 941
Visma Danmark Holding AS	Senior B8	1,67%	3,25%	4,92%	DKK	12 222	750 000	0	0	750 000
Visma Nederland BV	Senior B3	1,24%	3,25%	4,49%	EUR	13 338	914 000	0	0	914 000
Visma Belgium Holding AS	Senior A	1,24%	2,75%	3,99%	EUR	342	26 000	0	0	26 000
Visma AS	Senior B1	3,32%	3,25%	6,57%	NOK	74 772	3 452 390	0	0	3 452 390
Visma AS	Senior B2	3,32%	3,75%	7,07%	NOK	91 614	3 987 115	0	0	3 987 115
Total Visma group translated to EUR					**EUR**	**40 193**	**2 632 277**	**8 991**	**8 991**	**2 614 295**
Expected interests to be paid					EUR			123 178	122 700	122 222

2021 (Amounts in 1 000)

Company	Facility	Interest*	Interest margin	Interest		Interest accrued	Nominal value 31.12.2021	2022	2023	2024	2025
Visma AS	Senior A	0,61%	2,75%	3,36%	NOK	3 930	0	0	0	0	0
Visma Sverige Holding AB	Senior A	-0,10%	2,75%	2,65%	SEK	7 004	3 810 003	100 000	100 000	100 000	3 510 003
Visma Sverige Holding AB	Senior B12	-0,10%	3,75%	3,65%	SEK	760	300 000	0	0	0	300 000
Visma Finland Holding OY	Senior A	-0,52%	2,75%	2,23%	EUR	1 046	153 479	0	0	0	153 479
Visma Finland Holding OY	Senior B7	-0,52%	3,25%	2,73%	EUR	609	69 266	0	0	0	69 266
Visma Finland Holding OY	Senior B9	-0,52%	3,75%	3,23%	EUR	320	30 734	0	0	0	30 734
Visma Danmark Holding AS	Senior A	-0,13%	2,75%	2,62%	DKK	17 022	2 013 802	0	0	0	2 013 802
Visma Danmark Holding AS	Senior B8	-0,13%	3,25%	3,12%	DKK	7 548	750 000	0	0	0	750 000
Visma Nederland BV	Senior B3	-0,52%	3,25%	2,73%	EUR	7 081	805 000	0	0	0	805 000
Visma Nederland BV	Senior B11	-0,56%	3,75%	3,19%	EUR	541	109 000	0	0	0	109 000
Visma Belgium Holding AS	Senior A	-0,56%	2,75%	2,19%	EUR	88	26 000	0	0	0	26 000
Visma AS	Senior B1	0,61%	3,25%	3,86%	NOK	42 940	3 452 390	0	0	0	3 452 390
Visma AS	Senior B2	0,61%	3,75%	4,36%	NOK	48 415	3 987 115	0	0	0	3 987 115
Total Visma group translated to EUR					**EUR**	**23 286**	**2 710 882**	**9 756**	**9 756**	**9 756**	**2 681 614**
Expected interests to be paid					EUR			96 139	95 877	95 615	95 353

Note 12 – Continued

2022 Financial hedging instruments (amounts in 1 000)

Company	Facility		Interest accrued	Nominal value 31.12.2022
Visma Belgium Holding NV	Interest swap	EUR	(66)	15 000
Visma Sverige Holding AB	Interest swap	SEK	(546)	500 000
Visma Sverige Holding AB	Interest swap	SEK	(926)	650 000
Visma Sverige Holding AB	Interest swap	SEK	(484)	350 000
Visma Finland Holding OY	Interest swap	EUR	(236)	75 000
Visma Danmark Holding A/S	Interest swap	DKK	(1 944)	460 000
Visma Danmark Holding A/S	Interest swap	DKK	(1 396)	300 000
Visma Danmark Holding A/S	Interest swap	DKK	(1 320)	250 000
Visma Nederland BV	Interest swap	EUR	(65)	26 000
Visma Nederland BV	Interest swap	EUR	(305)	70 000
Visma Nederland BV	Interest swap	EUR	(393)	100 000
Visma Nederland BV	Interest swap	EUR	(223)	60 000
Visma Nederland BV	Interest swap	EUR	(206)	50 000
Visma Nederland BV	Interest swap	EUR	(208)	50 000
Visma Nederland BV	Interest swap	EUR	(184)	35 000
Visma Nederland BV	Interest swap	EUR	(270)	50 000
Visma AS	Interest swap	NOK	(3 648)	1 000 000
Visma AS	Interest swap	NOK	(2 750)	800 000
Visma AS	Interest swap	NOK	(787)	200 000
Visma AS	Interest swap	NOK	(4 396)	1 110 000
Visma AS	Interest swap	NOK	(4 574)	1 000 000
Total Visma group translated to EUR		**EUR**	**(4 496)**	**1 192 595**

*Interest; For loans in NOK NIBOR - SEK STIBOR - EUR EURIBOR - DKK CIBOR

Note 12 – Continued

2021 Financial hedging instruments (amounts in 1 000)

Company	Facility		Interest accrued	Nominal value 31.12.2021
Visma Sverige Holding AB	Interest swap	SEK	377	500 000
Visma Sverige Holding AB	Interest swap	SEK	282	650 000
Visma Finland Holding OY	Interest swap	EUR	196	75 000
Visma Danmark Holding A/S	Interest swap	DKK	739	460 000
Visma Danmark Holding A/S	Interest swap	DKK	353	300 000
Visma Danmark Holding A/S	Interest swap	DKK	138	250 000
Visma Nederland BV	Interest swap	EUR	85	26 000
Visma Nederland BV	Interest swap	EUR	71	55 000
Visma Nederland BV	Interest swap	EUR	177	100 000
Visma Nederland BV	Interest swap	EUR	119	60 000
Visma Nederland BV	Interest swap	EUR	79	50 000
Visma Nederland BV	Interest swap	EUR	56	35 000
Visma Nederland BV	Interest swap	EUR	16	35 000
Visma Nederland BV	Interest swap	EUR	16	50 000
Visma AS	Interest swap	NOK	5 115	1 000 000
Visma AS	Interest swap	NOK	4 253	800 000
Visma AS	Interest swap	NOK	992	200 000
Visma AS	Interest swap	NOK	5 334	1 110 000
Visma AS	Interest swap	NOK	4 197	1 000 000
Total Visma group translated to EUR		**EUR**	**3 037**	**1 145 469**

*Interest; For loans in NOK NIBOR - SEK STIBOR - EUR EURIBOR - DKK CIBOR

Reference is made to Note 20 for information about termination date and interest rate on interest swap agreements.

Average effective interest rate on financial instruments	2022	2021
Interest bearing deposits	0,59%	0,07%
Revolving credit facility	4,41%	2,42%
Acquisition facility	4,41%	2,42%
Loan secured by mortgage	4,68%	3,55%

Acquisition financing Visma AS	2022	2021
Acquisition financing national holding companies	2 623 286	2 701 126
Capitalised borrowing cost	(4 364)	(5 852)
Other non interest bearing long term borrowings	401 131	267 675
Long-term lease liabilities	149 328	150 823
Total	**3 169 380**	**3 113 772**

Reference is made to note 20 for information about interest risk and interest hedging instruments.
Trade payables are non-interest bearing and are normally settled on terms between 15 and 60 days.

Note 12 – Continued

CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

	1 January 2022	Cash Flows	Foreign exchange movement	Changes in fair values	Other	31 December 2022
Short-term interest bearing bank loans	9 756	(9 873)	117	0	8 991	8 991
Revolving credit facility	(0)	0	0	0	0	0
Long term interest bearing loans and borrowings	2 695 274	0	(67 361)	0	(8 991)	2 618 922
Financial Hedging instruments	10 977	0	0	(93 434)	0	(82 458)
Lease liabilities	205 490	(51 942)	5 575	(17 973)	59 452	200 601
Total liabilities from financing activities	**2 921 496**	**(61 815)**	**(61 669)**	**(111 407)**	**59 452**	**2 746 056**

The 'Other' column includes the effect of reclassification of non-current portion of interest-bearing loans and borrowings, as well as new lease contracts

CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

	1 January 2021	Cash Flows	Foreign exchange movement	Changes in fair values	Other	31 December 2021
Short-term interest bearing bank loans	9 966	(9 921)	(45)	0	9 756	9 756
Revolving credit facility	(0)	0	0	0	0	0
Long term interest bearing loans and borrowings	2 389 270	291 225	24 536	0	(9 756)	2 695 274
Financial Hedging instruments	35 116	0	0	(24 140)	0	10 977
Lease liabilities	201 169	(48 985)	2 922	18	50 364	205 490
Total liabilities from financing activities	**2 635 522**	**232 319**	**27 413**	**(24 122)**	**50 364**	**2 921 496**

Note 13 – Other reserves

(EUR 1,000)	Financial hedging instruments (net of tax)	Exchange differences on translation of foreign operations (net of tax)	Share based compensation	Total other reserves
As at 1 January 2021	**(15 567)**	**32 230**	**0**	**16 663**
Changes in 2021	18 708	7 056	0	25 765
At 31 December 2021	**3 141**	**39 286**	**0**	**42 428**
Changes in 2022	72 879	(36 635)	214	36 458
At 31 December 2022	**76 020**	**2 652**	**214**	**78 885**

The following describes the nature of the equity component of other reserves:

Financial hedging instruments
This includes fair value changes of interest swap contracts (net of tax, ref. note 20).

Exchange differences on translation of foreign operations
Foreign currency translation includes exchange differences arising from the translation of the financial statements of foreign subsidiaries (net of tax).

Note 14 – Share capital and shareholder issues

At 31.12.2022, the company's share capital consists of 2 000 000 000 shares with a nominal value of EUR 19 135 000 fully paid.

Shareholders at 31.12.2022	Holding (%)
Vanahall AS	100%
Total	**100%**

Note 15 – Shares owned by the board & executive employees

At the end of the financial year, members of the Board and executive employees owned the following shares in Vanahall AS. Vanahall AS owns 100% of the shares in Visma AS. Details on ownership is therefore more relavant on Vanahall AS level.

VANAHALL AS

Shareholder/Nominee	Ordinary A-shares	Preference B-shares	Total # shares	%
CPPIB Vivaldi II Europe SARL	39 673 141	3 927 641 020	3 967 314 161	6,0%
CPP Investment Board Europe S.a.r.l	789 900	78 200 100	78 990 000	0,1%
General Atlantic VM,LLC	11 572 212	1 145 648 980	1 157 221 192	1,7%
Hornbeam Investment Pte Ltd - GIC	111 489 499	11 037 460 440	11 148 949 939	16,8%
Vardos 2 S.a.r.l	20 743 558	2 053 612 206	2 074 355 764	3,1%
Trio Co-Invest 2 S.a.r.l	21 712 969	2 149 583 936	2 171 296 905	3,3%
Vanahall PIKCo S.a.r.l - HG Funds	362 819 078	35 919 089 130	36 281 908 208	54,8%
VMIN 4 AS	56 209 804	2 685 107 672	2 741 317 476	4,1%
Vind Equity AS	2 513 937	248 879 802	251 393 739	0,4%
Aeternum Capital AS	3 770 906	373 319 704	377 090 610	0,6%
WP Vardos Holding Ltd	31 404 546	3 109 050 030	3 140 454 576	4,7%
Gamnat Pte Ltd - GIC	8 322 000	823 877 967	832 199 967	1,3%
Folketrydgefondet	4 022 300	398 207 684	402 229 984	0,6%
Other management	60 347 461	1 561 046 484	1 621 393 945	2,4 %
Total	**735 391 311**	**65 510 725 155**	**66 246 116 466**	**100,0%**

Only ordinary A-shares have voting rights

Note 16 – Compensation of key management personnel of the group

(EUR 1,000)	2022	2021
CEO salary and other remuneration		
Salaries and benefits in kind	693	641
Bonus	792	740
Other	72	55
Total remuneration	**1 557**	**1 437**

The CEO's contract of employment provides for a termination payment equivalent to 18 months' salary. The CEO has a bonus agreement that is subject to achieved revenue and EBTIDA. Payment to the pension contribution plan amounted to EUR 8 950 in 2022.

(EUR 1,000)	2022	2021
Remuneration to the management		
(does not include CEO)		
Salaries and benefits in kind	2 722	2 907
Bonus	1 169	255
Other	370	90
Total remuneration	**4 261**	**3 252**

The executive management contract of employment provides for a termination payment between 6 and 12 months' salary. The executive management has a bonus agreement that is subject to achieved EBITDA. No loans have been granted to or security pledged for members of the management group.

(EUR 1,000)	2022	2021
Total remuneration to CEO and management		
(does not include CEO)		
Salaries and benefits in kind	3 415	3 548
Bonus	1 961	995
Other	442	146
Total remuneration to CEO and management	**5 818**	**4 689**

Loans to employees

In some countries, employees are entitled to loans from the Group. The interest on loans to employees is not lower than the market interest rate. The other borrowing terms and conditions are generally the same as normal market terms and conditions. Loans to employees comprised in 2022 to TEUR 128,1 compared to TEUR 10,1 in 2021.

Remuneration to the board of directors

No remuneration to the board of directors either in 2022 or 2021.

REMUNERATION TO THE AUDITORS

	2022				2021			
(EUR 1,000)	**Visma AS**	**Other Group companies**	**Other Auditors**	**Total**	**Visma AS**	**Other Group companies**	**Other Auditors**	**Total**
Audit services	307	2 976	312	3 595	237	2 531	345	3 113
Other attestation services	0	405	0	405	9	119	0	128
Tax services	8	345	0	353	28	547	0	575
Other services	72	3 092	0	3 164	18	2 028	0	2 046
Total	**387**	**6 818**	**312**	**7 518**	**292**	**5 225**	**345**	**5 862**

All fees are exclusive of VAT

Note 17 – Secured debt and guarantee liabilities

Debtor	Actual guarantee debtor	Creditor	Type of guarantee		Guarantee limit
Visma AS	Visma Software BV, NL	Van Lanschot Bankiers N.V, NL	liability	TEUR	no limit
Visma AS	DSB Business Solution International	Dell Products, Dublin, IR	liability	TEUR	no limit
Visma AS	Visma Lindhagen AB, SE	Remulus Svealand 2AB, Stockholm, SE	lease of premises	TSEK	326 880
Visma AS	Visma Malmö AB, SE	AB Remulus Bassängkajen Malmö, Malmö, SE	lease of premises	TSEK	90 216
Visma AS	Visma Finland Holding Oy	Sponda Oyj	lease of premises	TEUR	73
Visma Norge Holding AS	Visma IT&C AS, NO	Digiplex Rosenholm AS, Oslo	lease of premises	TNOK	1
Visma Norge Holding AS	Visma Software International AS,NO	Fram Eiendom AS, Oslo	lease of premises	TNOK	36 304
Visma Norge Holding AS	Visma Software International AS, NO	Dikeveien 54 Eiendom AS	lease of premises	TNOK	6
Visma Romania Holding Srl	Visma Software Srl	S.C Timisoara Office Building Srl	lease of premises	TEUR	185
Visma Nederland BV	ProActive Software Nederland B.V	Behoud van Natuurmonumenten in Nederland	liability	TEUR	1 500
Visma Software International AS	Visma Software Sp.zoo	Pawia 23, Krakow	lease of premises	TEUR	5 000
Visma Norge Holding AS	Compello AS	kontor	lease of premises	TNOK	1 283
Visma Norge Holding AS	Visma Enterprise AS	Porselensfabrikken Næringspark AS, Porsgrunn	lease of premises	TNOK	1 377
Visma Norge Holding AS	Visma Real Estate Solutions AS	Brynsveien 11-13 Eiendom AS	lease of premises	TNOK	783
Visma AS	Visma Nederland BV	Verdasdonck Beheer B.V., B.M.A. Engelen Beheer	deferred liability	TEUR	7 127
Visma AS	Visma Nederland BV	Verdasdonck Beheer B.V., B.M.A. Engelen Beheer	deferred liability	TEUR	13 000
Visma AS	Visma Nederland BV	Cntrl Beheer BV, Wydee BV	deferred liability	TEUR	41 428
Visma AS	Visma AS	ABN AMRO BANK NV	Bank guarantee	TEUR	79
Visma AS	Visma AS	ABN AMRO BANK NV	Bank guarantee	TEUR	2 538
Visma AS	Visma Belgium Holding AS	Jeroen De Wit, Fortino Capital Venture I Arkiv CommV, Mathias De Loore, JTC Sageteam Investments Ltd., Maatschap Jonas Dhaenens, Keen Venture Partners Fund LP, Participatiemaatschappij Vlaanderen NV, J.D.W. Management BV, Ben Vloemans	deferred liability	TEUR	51 600
Total guarantees				**TEUR**	**171 794**

Security is granted for loans as described in note 12 as follows:

Shares

Visma AS has pledged shares in the respective national holding companies. The national holding companies have pledged it's share holdings in material subsidiaries and they provide only guarantees for their share of the debt. Refer to note 9 in the parent company annual accounts which describe the group structure.

Account receivables

Pledges on account receivables are established in most countries. In Finland and Sweden floating charge is established on some subsidiaries.

Operating assets

Pledges on operating assets are established in certain companies.

All securities granted will always be subject to local law.

Note 18 – Leases

Leases
The Group has entered into commercial leases on certain motor vehicles and IT machinery. These leases have an average duration of between 1 and 5 years with no renewal options included in the contracts. There are no restrictions placed upon the lessee by entering these leases

In addition the Group has entered into commercial property leases related to the Group's office buildings. These leases have remaining terms of between 1 and 10 years. In certain cases, Visma may sublease part of the office space to a third party. In addition, the Group also has leases which are expensed as incurred as they are considered to be either short term or of low value.

Right of use assets recognized in the Balance sheet	2022	2021
Right of use assets	181 298	189 396
Net Investment in subleases	7 555	1 794

(EUR 1,000)	Buildings	Machinery, equipment and vehicles	Total
At 1 January 2022	**176 340**	**13 056**	**189 396**
Opening balance adjustments	11 612	(82)	11 531
Additions	22 692	8	22 700
Additions through business combinations	8 485	1 735	10 220
Dispolsals and scrap	33	(36)	(2)
Disposals through discontinued operations	(17 669)	(1 308)	(18 977)
Depreciation of the year	(40 415)	(8 115)	(48 530)
Adjustments	9 061	792	9 854
Exchange adjustments	5 007	101	5 108
At 31 December 2022	**170 140**	**6 051**	**181 298**
Depreciation rates (straight line method)	1-10 years	1-5 years	

(EUR 1,000)	Buildings	Machinery, equipment and vehicles	Total
At 1 January 2021	**168 009**	**18 655**	**186 664**
Additions	42 919	(7 355)	35 564
Additions through business combinations	10 096	4 705	14 800
Dispolsals and scrap	(49)	0	(49)
Discontinued Operations	0	0	0
Depreciation of the year	(47 025)	(3 482)	(50 507)
Exchange adjustments	2 390	532	2 922
At 31 December 2021	**176 340**	**13 056**	**189 396**
Depreciation rates (straight line method)	1-10 years	1-5 years	

Lease liabilities recognized in the Balance sheet	2022	2021
Current lease liabilities	51 273	54 666
Non-current lease liablities	149 328	150 823

(EUR 1,000)	2022	2021
Lease liabilities at 1 January 2022	**205 490**	**201 169**
Opening balance adjustment	7 509	0
Additions	40 045	35 564
Additions through business combinations	13 106	14 800
Disposals through discontinued operations	(10 224)	0
Lease payments	(42 927)	(48 985)
Interest expense for the lease liability	9 016	12 896
Transfer and reclassifications	(26 989)	(12 878)
Currency exchange differences	5 575	2 922
Total lease liabilities at 31 December 2022	**200 601**	**205 490**

Note 18 – Continued

Maturity analysis - undiscounted contractual cashflows	2022	2021
Within one year	39 863	52 934
After one year but no more than four years	110 795	139 885
More than five years	34 943	47 285

Expenses related to the right of use assets and lease liabilities recognized in the P&L	2022	2021
Total lease expenses included in other operating expenses**	1 851	5 658
Depreciation	48 530	41 960
Interest on lease liabilities	9 016	8 912
Total expenses from leases recognized in the P&L	**59 397**	**70 386**

Cash outflow from leases	2022	2021
Lease payments	42 927	48 985
Cash flow from financing activities, continuing operations	9 016	12 896
Total lease expenses included in other operating expenses**	1 851	6 983
Total cash flow from leases	**53 794**	**68 864**

**Leases of low value or short term leases are recognized in other operating expenses

Note 19 – Information on calculation of earnings per share

The calculation is based on the following information:

	2022	2021
Majority's share of the Group's profit/loss for the year (EUR 1,000)		
Continuing operations	160 716	81 222
Majority's share of the Group's profit/loss from continiuing operations for the year (EUR 1,000)	**160 801**	**81 683**
Time-weighted average number of shares 31 December	2 000 000 000	2 000 000 000
Earnings per share (EUR) from continuing operations	**0,08**	**0,04**
Effect of dilution:		
Time-weighted average number of shares 31.12 including options	2 000 000 000	2 000 000 000
Diluted earnings per share (EUR) from continuing operations	**0,08**	**0,03**
Discontinued operations		
Discontinued operations	587 591	N/A
Majority's share of the Group's profit/loss from discontiued operations for the year (EUR 1,000)	**587 903**	**N/A**
Time-weighted average number of shares 31 December	2 000 000 000	2 000 000 000
Earnings per share (EUR) from discontinued operations	**0,29**	**N/A**
Majority's share of the Group's profit/loss from continiuing and dicontinued operations for the year (EUR 1,000)		
Profit for the year from continuing and discontinued operations	748 307	81 222
Majority's share of the Group's profit/loss from continuing and discontiued operations for the year (EUR 1,000)	**748 704**	**81 683**
Time-weighted average number of shares 31 December	2 000 000 000	2 000 000 000
Earnings per share (EUR) from continuing and discontinued operations	**0,37**	**0,04**

Earnings per share amounts are calculated by dividing net profit for the year attributable to ordinary equity holders of the parent company by the weighted average number of ordinary shares outstanding during the year. Diluted earnings per share amounts are calculated by dividing net profit for the year attributable to ordinary equity holders of the parent company by the weighted average number of ordinary shares outstanding during the year plus the effect of all dilutive potential ordinary shares.

Note 20 - Financial and other risks

Market and technology risks
As all companies, Visma is exposed to general economical fluctuations and GDP developments in the different countries where Visma is selling its products and services. As a technology company, Visma is also exposed to risks associated with dramatic shifts in technology, and resulting changes in the competitive landscape. Competition have been present in our markets for many years and although Visma is used the competition it remains a constant challenge to preserve and gain market shares.

The market and technology risk exposure is however limited by the following factors:
- The products and services provided cater to a large degree to requirements that are mandatory and necessary regardless of the economical cycle.
- Visma has a significant customer base spread across several countries and verticals. This lowers the exposure to events affecting a single country or vertical market. Visma's portfolio of small and medium size customers simplifies project execution and lower implementation risks.
- Visma has a wider range of products and services than its competitors, which provides more opportunities for cross-selling, more product sales to each customer, and less churn.

Financial risk
The Group's principal financial liabilities comprise loans and borrowings and trade and other payables. The main purpose of these financial liabilities is to raise finance for the Group's operations. The Group has loan and other long-term receivables, trade and other receivables, and cash and short-term deposits that arrive directly from its operations. The Group has also entered into derivative instruments for hedging purposes, these derivates have the same principal terms as the bank loans - December 3rd 2025. The Group does not use financial instruments, including financial derivatives, for trading purposes. The Group's senior management oversees the management of these risks.

Guidelines for risk-management have been approved by the board.

The most significant financial risks for the Group are interest rate risk, liquidity risk, credit risk and exchange rate risk. The board and Management continuously evaluate these risks and determine policies related to how these risks are to be handled within the Group.

Credit risk
The Group are exposed to credit risk primarily related to accounts receivable, contract assets and other long-term receivables. The Group has no significant credit risk linked to an individual customer or several customers that can be regarded as a group due to similarities in the credit risk. The risk is limited due to the large number of customers and small amounts beeing invoiced to each customer.

The Group has guidelines for ensuring that sales are only made to customers that have not experienced any significant payment problems, and that outstanding amounts do not exceed certain credit limits.
The Group has not provided any guarantees for third parties liabilities.

The maximum risk exposure is represented by the carrying amount of the financial assets in the balance sheet. The Group regards its maximum credit risk exposure to the carrying amount of trade receivables (see Note 6) and other current assets (see Note 7).

Interest rate risk
The Group is exposed to interest-rate risk through its funding activities (see Note 12). All of the interest bearing debt has floating interest rate conditions which make the Group influenced by changes in the market rate.

The objective for the interest rate management is to minimize interest costs and at the same time keep the volatility of future interest payments within acceptable limits. The Group has loans in NOK, DKK, SEK and EUR giving a natural hedge for the interest rate risk to the underlying cash flow in the companies.

	Adjustment in interes rates	Effect on profit before tax, TEUR
2022	± 50bps	± 7 198
2021	± 50bps	± 7 827

Derivative instruments designated as cash flow hedging instruments
Parts of the groups cash flow are related to interest rate risk. The group has entered into interest rate contracts covering approximately 50% of the loan amounts. The nominal value of interest rate hedges were EUR 1 193 m (1 145 m). Interest rate for loans with floating rate has been hedged using interest rate swaps, where the group receives floating rate and pays fixed rate. The hedge is expected to exactly offset changes in expected cash flows due to fluctuations in the interest rate over the term of the debt. The effectiveness of the hedge relationship will be periodically assessed during the life of the hedge by comparing the current terms of the swap and the debt to assure they continue to coincide.

Note 20 – Continued

The table below shows the fair value of the interest swap contracts.

(EUR 1,000)

Debtor	Fixed interest		Nominal value	Value 31.12.2021	Value 31.12.2022	Fair value adjustments*
Visma Sverige Holding AB 650 MSEK 0,52236% from 14.03.16 to 03.12.25	0,52%	SEK	650 000	142	4 643	4 501
Visma Sverige Holding AB 500 MSEK 0,9825% from 05.09.13 to 05.12.25	0,98%	SEK	500 000	(748)	3 001	3 749
Visma Sverige Holding AB 350 MSEK 0,58% from 05.03.22 to 03.12.25	0,58%	SEK	350 000	(53)	2 463	2 516
Visma Finland Holding OY 75 MEUR 0,27% from 07.09.15 to 03.12.25	0,27%	EUR	75 000	(984)	6 122	7 106
Visma Nederland BV 26 MEUR 0,47% from 07.09.15 to 03.12.25	0,47%	EUR	26 000	(549)	1 976	2 525
Visma Nederland BV 70 MEUR -0,10% from 05.09.18 to 03.12.25	-0,10%	EUR	70 000	15	6 470	6 455
Visma Nederland BV 100 MEUR 0,03% from 05.09.18 to 03.12.25	0,03%	EUR	100 000	(346)	8 802	9 148
Visma Nederland BV 60 MEUR 0,0950% from 05.09.18 to 03.12.25	0,10%	EUR	60 000	(383)	5 197	5 580
Visma Nederland BV 50 MEUR -0,027% from 05.09.2019 to 05.12.25	-0,03%	EUR	50 000	(47)	4 504	4 552
Visma Nederland BV 50 MEUR -0,04 from 05.03.2020 to 03.12.25	-0,04%	EUR	50 000	(32)	4 522	4 554
Visma Nederland BV 35 MEUR -0,379% from 05.03.2021 to 03.12.25	-0,38%	EUR	35 000	(419)	3 511	3 930
Visma Nederland BV 50 MEUR -0,4230% from 05.03.2021 to 03.12.25	-0,42%	EUR	50 000	(703)	5 049	5 752
Visma Belgium Holding BV 15 MEUR -0,11% from 05.03.22 to 03.12.25	-0,11%	EUR	15 000	(43)	1 383	1 426
Visma Danmark Holding A/S 460 MDKK 0,37% from 07.09.15 to 03.12.25	0,37%	DKK	460 000	(464)	5 203	5 667
Visma Danmark Holding AS 300 MDKK 0,2400% from 27.03.18 to 03.12.25	0,24%	DKK	300 000	(1 310)	3 452	4 762
Visma Danmark Holding AS 250 MDKK 0,045% from 05.03.20 to 05.12.25	0,05%	DKK	250 000	172	3 135	2 963
Visma Group Holding AS 800 MNOK 2,26% from 05.09.13 to 05.12.25	2,26%	NOK	800 000	(1 452)	2 256	3 707
Visma Group Holding AS 1.000 MNOK 2,1975% from 05.09.13 to 03.12.25	2,20%	NOK	1 000 000	(1 591)	2 944	4 535
Visma Group Holding AS 1110 MNOK 2,10142% from 05.09.14 to 03.12.25	2,10%	NOK	1 110 000	(1 381)	3 534	4 914
Visma Group Holding AS 200 MNOK 2,11% from 05.09.14 to 03.12.25	2,11%	NOK	200 000	(253)	624	877
Visma Group Holding AS 1.000 MNOK 1,9125% from 18.05.17 to 03.12.25	1,91%	NOK	1 000 000	(548)	3 667	4 214
Total in EUR				**(10 977)**	**82 458**	**93 434**

* Fair value adjustment as market to market value at year end 2022, for the remaining life of the contracts.

Note 20 – Continued

Exchange rate risk
The Group is exposed to changes in the value of EUR relative to other currencies (mainly SEK, DKK and NOK), due to production and sales operations in foreign entities with different functional currencies. The net income of the Group is also affected by changes in exchange rates, as the profit and loss from foreign operations are translated into EUR using the weighted average exchange rate for the period. The Group has loans denominated in SEK, DKK and NOK to reduce the cash flow risk in foreign currency.

The following table sets the Group's sensitivity for potential adjustments in EUR exchange rate, with all the other variables kept constant. The calculation is based on equal adjustments towards all relevant currency. The effect in the profit is a result of adjustments in monetary items.

	Adjustment in exchange rate	Effect on profit before tax, TEUR
2022	± 5 %	± 8 642
2021	± 5 %	± 6 902

Liquidity risk
Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due (reference is made to Note 12 for the loan repayment schedule). The Groups approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Groups reputation. Reference is made to note 12 for an overview of Visma's interest bearing loans and financial obligations. Surplus liquidity is primarily invested in bank deposits.

Maturity analysis	Financial Liabilities	Accrued interests	Accounts payable	Contingent and deferred liabilities	Other liabilities	Total
Within one year	8 991	35 697	228 631	117 802	130 118	521 239
After one year but no more than four years	2 623 286	0	0	388 149	25 201	3 036 635
More than five years	0	0	0	0	0	0

Please see note 18 for maturity analysis for lease liability.

Capital structure and equity
The primary focus of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratio in order to support its business and maximise shareholders value. The group manages its capital structure and makes adjustment to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives policies or processes during the financial year. The Group monitors capital according to covenants described in note 12, and a measure of the ratio of net debt divided by total capital plus net debt as shown below. Visma utilizes capital structure using both equity and debt to be in line with the target for the company. According to this objective, Visma expects a capital structure where debt relative to earnings before interests, taxes, appreciations and deprecitations are stable. The current capital structure is in line with this target.

	2022	2021
Interest-bearing debt	2 627 913	2 705 030
Less cash and cash equivalents	1 071 512	958 114
Net debt	**1 556 400**	**1 746 916**
Majority's equity	2 159 146	1 409 415
Total equity and net debt	**3 715 546**	**3 156 331**
Debt ratio	42%	55%

Determination of fair value
The value of financial assets subsequently measured at FVTPL is determined by reference to published price quotations in an active market. For unquoted financial assets the fair value has been estimated using a valuation technique based on assumptions that are not supported by observable market prices.

The following of the Group's financial instruments are not measured at fair value: cash and cash equivalents, trade receivables, other current receivables, overdraft facilities and long-term debts.

The carrying amount of cash and cash equivalents and overdraft facilities is approximately equal to fair value since these instruments have a short term to maturity. Similarly, the carrying amount of trade receivables and trade payables is approximately equal to fair value since they are entered into on "normal" terms and conditions.

The fair value of loan notes have been calculated using market interest rates.

Note 20 – Continued

Set out below is a comparison by category of carrying amounts and fair values of all of the Group's financial instruments.

	2022		2021	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets				
Cash and cash equivalents	1 071 512	1 071 512	958 114	958 114
Trade receivables	237 579	237 579	238 904	238 904
Shares measured at fair value through profit and loss	3 705	3 705	3 109	3 109
Other non-current assets	5 701	5 701	59 714	59 714
Financial hedging instruments	82 458	(82 458)	0	0
Financial liabilities				
Revolving credit facility	0	0	(0)	(0)
Short-term interest bearing bank loans	8 991	8 991	9 756	9 756
Trade creditors	85 672	85 672	96 904	96 904
Financial hedging instruments	0	0	10 977	10 977
Current liabilities related to acquisitions	117 802	117 802	178 247	178 247
Non current liabilities related to acquisitions	388 149	388 149	277 705	277 705
Interest-bearing loans and borrowings:				
Bank loans	2 627 913	2 627 913	2 705 030	2 705 030

Fair value and carrying amounts of bank loans are not materialy different because of variable interest rates and low credit spreads.

Fair value hierarchy
As at 31 December 2022, the Group held the following financial instruments measured at fair value:

	31 Dec. 2022	Level 1	Level 2	Level 3
Assets measured at fair value				
Shares measured at fair value through profit and loss	3 705			3 705
Financial hedging instruments	82 458		82 458	
Liabilities measured at fair value				
Current liabilities related to contingent payments for acquisitions	117 802			117 802
Non current liabilities related to contingent payment for acquisitions	388 149			388 149

As at 31 December 2021, the Group held the following financial instruments measured at fair value:

	31 Dec. 2021	Level 1	Level 2	Level 3
Assets measured at fair value				
Shares measured at fair value through profit and loss	3 109			3 109
Liabilities measured at fair value				
Financial hedging instruments	10 977		10 977	
Current liabilities related to contingent payments for acquisitions	178 247			178 247
Non current liabilities related to contingent payment for acquisitions	277 705			277 705

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities
Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly
Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

Contingent payments dependent on future financial results and estimated based on current trading, budgets and forecasts, typically paid over a 1 - 4 year period post acquisition. Generally, these contigent payments are calulated according to a formula based on future revenue and ebitda performance of the acquired enitity. The fair value is the net present value of estimated future cash outflows.

Note 21 – Discontinued operations

On September 30th 2022, Visma sold the consulting centric part of the Custom Solutions division to CVC Capital Partners. The net consideration for the sale was EUR 781 million. On October 31st, Visma completed the sale of its Cloud Infrastructure Services business to the Norwegian investment company Aars. The net consideration for this sale was EUR 53 million.

These divestments allows Visma to focus its business on its core strategy of delivering mission critical software.

Fair value and net gain on sale is presented below.
In Visma AS' consolidated financial statement, the gain from the sale of its consulting business is EUR 561 million, and the gain on the sale of Cloud Infrastructure services is 6.9 million. The divested companies are presented under discontinued operations in the consolidated financial statement.

Condensed Statement of Income from discontinued operations

(EUR 1,000)	2022	2021
Revenue	**302 518**	**356 676**
Total operating expenses	260 257	296 221
Depreciation tangible assets, capitalised R&D and RoU assets	5 887	9 965
Amortisation intangible assets	10 655	17 298
Operating profit EBIT	**25 720**	**33 192**
Net financial items	(3 597)	(3 527)
Profit before taxes from discontinued operations	**22 123**	**29 665**
Taxes	4 730	6 243
Profit for the year from discontinued operations	**17 393**	**23 422**
Net gain on sale of discontinued operations	570 198	0
Net income from discontinued operations	**587 591**	**23 422**

Condensed Statement of Cash Flows from discontinued operations	**2022**	**2021**
Operating before tax	6 064	53 536
Operating after tax	3 528	47 542
Investing	1 462	1 502
Financing	(1 777)	(11 856)
Net Cash (outflow)/inflow	**3 213**	**37 189**

Condensed Statement of Income from discontinued operations - continued

Earnings per share (EUR)	**2022**	**2021**
Basic, profit/(loss) for the year from discontinued operations	0,294	0,012
Diluted, profit/(loss) for the year from discontinued operations	0,294	0,012

Recorded value of assets and liabilities as at the date of disposal were:

(EUR 1,000)	2022
ASSETS	
Deferred tax assets	594
Patents and other intangible assets	11 938
Capitalised R&D cost own software	553
Contracts and customer relationships	30 798
Goodwill	192 732
Property, land and buildings	292
Machinery and equipment	3 097
Financial assets/Shares	9
Other long-term receivables	382
Right of use assets	19 351
Inventory	8 820
Accounts receivables	57 216
Other current receivables	12 765
Cash and cash equivalents	28 963
Assets	**367 510**
LIABILITIES	
Deferred tax liability	9 025
Long-term lease liabilities	14 707
Other long-term non interest bearing liabilities	3 846
Trade creditors	17 006
Public duties payable	17 352
Tax payable	4 759
Deferred revenue	9 187
Short-term lease liabilties	6 155
Other current liabilities	23 930
Liabilities	**105 967**

Note 21 – Continued

Value of net assets	**261 543**
Attributable to equity holders of Visma AS	261 543
Pre-close capital increase	4 955
Non controlling interests	0
Net sales proceeds from sale	**835 692**
Net assets in discontinued operations	266 498
Net gain on sale	**569 194**
Profit for the year from discontinued operations	17 393
Net income discontinued operations	**587 591**

Note 22 – Current and non-current liabilities

CONSOLIDATED

OTHER CURRENT LIABILITIES

(EUR 1,000)	2022	2021
Accrued interests	35 697	26 323
Deferred payment related to business combinations	117 802	178 247
Other current liabilities*	155 559	141 588
Total other current liabilities	**309 058**	**346 158**

*Other current liabilities includes fixed deferred payments and contingent payments related to aqcuisitions

Ref. note 17 for security to guarantee short term debt

OTHER NON-CURRENT LIABILITIES

(EUR 1,000)	2022	2021
Deferred payment related to business combinations	388 149	277 705
Other non-current liabilities	12 982	4 213
Total other non-current liabilities	**401 131**	**281 917**

Note 23 – Impairment testing of goodwill

Goodwill acquired through business combinations has been allocated to the acquired business. Businesses have been allocated to the lowest possible CGU for impairment testing. None of these are on a higher level than the operating segments.

CGU

The annual impairment test is performed for all of the Group's Cash Generating Units (CGUs).

The Group's CGUs are
Norway
Sweden
Denmark
Finland
Benelux
Geo expansion

Key assumptions used in value-in-use calculations

The recoverable amount has been determined based on a value in use calculation. Cash flow projections are based on budget for 2023 approved by management. Despite inherent differences between CGUs, management have applied simplified aproximations of prognosis period growth rate and margin development, utilizing conservative assumptions of annual growth in revenues of 3% and an annual EBITDA improvement of 0,5 %. Management deems this to be an acceptable approach given the significant headroom. In a limited number of instances, where company characteristics deviate materially, different assumptions have been applied. Growth rates and margin improvement in these cases are based on management's expectations. In these cases, Management have derived expectations from the company budgets and/or the investment case for recent acquisitions. Management expects the Group's share of the market to be stable over the budget period. The discount rate applied to cash flow is 7.75% (2021: 6,0 %) and cash flows beyond year 2028 are extrapolated using a 1.5 % growth rate (2021: 1.5 %). The same method for determining recoverable amounts has been applied across the different CGUs.

Note 23 – Continued

GOODWILL

THE REMAINING CARRYING AMOUNT OF GOODWILL AT 31 DECEMBER WAS AS FOLLOWS:

(EUR 1,000)	2022	2021
Norway	761 105	785 466
Sweden	563 726	410 013
Denmark	348 113	360 153
Finland	189 918	208 936
Benelux	1 242 075	904 618
Geo Expansion	334 356	246 832
Sum	**3 439 291**	**2 916 018**

The recoverable amounts for the different cash generating units are higher than the carrying amounts and no impairment loss is recognised in 2022. With regard to the assessment of value-in-use of the different cash generating units above, management believes that no reasonably possible change in any of the above key assumptions would cause the carrying value of the units to materially exceed its recoverable amounts. Estimated cash flows and growth rates used in determining the value in use exclude any estimated future cash inflows or outflows expected to arise from future restructuring or from improving or enhancing the asset’s performance.

Note 24 – Events after the balance sheet date

CONSOLIDATED

Significant events after the balance sheet date that occur before the Board of Directors has approved the financial statements may make it necessary to change the annual financial statements or to disclose the matter in the notes to the financial statements. If new information emerges regarding a matter that existed on the balance sheet date, and the matter is significant, the financial statements must be changed. If events concern matters that arose after the balance sheet date, the matters may have to be disclosed in a note.

Visma has in 2023 acquired 7 companies. Please refer to note 1 for more information.

No other events have taken place after the reporting period that would have affected the financial statements or any assessments carried out.

Parent company annual accounts

Profit and loss statement – 1 Jan. - 31 Dec.

VISMA AS

(NOK 1,000)	Note	NGAAP 2022	NGAAP 2021
OPERATING REVENUE			
Other revenue	1	777 277	466 058
Total operating revenue		**777 277**	**466 058**
OPERATING EXPENSES			
Cost of goods sold		658 400	341 619
Payroll and personnel expenses	2	80 217	70 187
Depreciation and amortisation expenses		4	1 575
Other operating expenses	3	58 773	50 823
Total operating expenses		**797 395**	**464 205**
Operating profit		**(20 118)**	**1 853**
FINANCIAL ITEMS			
Financial income	4	4 811 484	5 190 411
Financial expenses	4	(507 568)	(422 984)
Net financial items		**4 303 916**	**4 767 427**
Profit before taxes		**4 283 798**	**4 769 280**
Taxes	5	**155 347**	**183 586**
Profit for the year		**4 128 451**	**4 585 695**
Transfers and allocations			
Transferred to / (from) retained earnings		4 128 451	4 585 695
Total transfers and allocations	6	**4 128 451**	**4 585 695**
Group contribution paid (net after tax)		(800 000)	(10 019 644)

Balance sheet 31 Dec.

VISMA AS

(NOK 1,000)	Note	NGAAP 2022	NGAAP 2021
ASSETS			
Non-current assets			
Intangible assets			
Deferred tax assets	5	372	317
Total intangible assets		**372**	**317**
Tangible fixed assets			
Property		23 807	23 807
Machinery and equipment		76	0
Total tangible fixed assets		**23 882**	**23 807**
FINANCIAL ASSETS			
Shares in subsidiaries	7	20 171 672	16 078 596
Other Shares		200	200
Total financial fixed assets		**20 171 872**	**16 078 796**
Total non-current assets		**20 196 127**	**16 102 919**
Current assets			
Receivables group	7,8,9	1 014 934	1 190 949
Other current receivables		3 170	934
Total receivables		**1 018 104**	**1 191 883**
Cash and cash equivalents			
Cash pool	8	303 572	103 389
Cash and cash equivalents	8	118 349	301 584
Total cash and cash equivalents		**421 921**	**404 973**
Total current assets		**1 440 025**	**1 596 856**
TOTAL ASSETS		**21 636 152**	**17 699 776**

VISMA GROUP HOLDING AS

(NOK 1,000)	Note	NGAAP 2022	NGAAP 2021
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the parent			
Paid-in capital			
Share capital	6	200 000	200 000
Share premium reserve	6	4 705 300	5 080 289
Other paid-in capital	6	882 113	882 113
Total paid-in capital		**5 787 413**	**6 162 402**
Retained earnings			
Retained earnings	6	7 097 600	2 972 207
Total equity		**12 885 013**	**9 134 609**
Non-current liabilities			
Other long-term interest bearing loans and borrowings	9	7 429 005	7 425 405
Total non-current liabilities		**7 429 005**	**7 425 405**
Current liabilities			
Short term liabilities to group companies	8	951 620	800 000
Trade creditors		19 484	16 455
Public duties payable		3 255	748
Deferred tax liability	5	1 423	2 922
Taxes payable	5	158 206	180 665
Other current liabilities		188 147	138 971
Total current liabilities		**1 322 134**	**1 139 761**
Total liabilities		**8 751 139**	**8 565 166**
TOTAL EQUITY AND LIABILITIES		**21 636 152**	**17 699 776**
Secured liabilities and guarantees			

Oslo, 20 March 2023

Øystein Moan
Executive Chairman

Nicholas James Humphries
Director

Jean Baptiste Vincent Roger Robert Brian
Director

Hafiz Lalani
Director

Henry Ormond
Director

Zoe Zhao
Director

David Toms
Director

Merete Hverven
CEO and Director

Cash flow statement – 1 Jan. - 31 Dec.

VISMA AS

(NOK 1,000)	NGAAP 2022	NGAAP 2021
Ordinary profit / loss before tax	**4 283 798**	**4 769 280**
Depreciation and amortisation expenses	4	1 575
Cash inflow from interest	(12 322)	(6 600)
Cash outflow from interest	454 988	408 273
Group contribution received	(1 014 934)	(1 190 949)
Dividend received from group companies	(3 751 781)	(3 980 493)
Dividend/transfer from investments	0	(10 300)
Taxes paid	(178 499)	(173 973)
Cash flow from operations	**(218 746)**	**(183 186)**
Changes in inventory and trade creditors	3 029	15 833
Changes in public duties payable	2 506	(1 655)
Change in intercompany receivables/payables	(2 102)	(225)
Change in other accruals	71 866	(25 941)
Net cash flow from operations	**(143 446)**	**(195 174)**

(NOK 1,000)	Note	NGAAP 2022	NGAAP 2021
Investment in businesses		**(3 144 547)**	**(3 783 854)**
Net cash flow from investments		**(3 144 547)**	**(3 783 854)**
Net cash flow from share issues		0	20 000
Repayment of share premium reserve		(374 989)	0
Received dividend/group contribution		4 942 730	5 134 908
Payment of dividend/group contribution		(800 000)	(1 444 600)
Repayments of interest bearing loans		0	(2 044 495)
Cash inflow from interest bearing loan		0	1 100 000
Cash inflow from interest		12 322	6 600
Cash outflow from interest		(454 988)	(408 273)
Transaction cost		0	(14 100)
Net cash flow from financing activities		**3 325 076**	**2 350 039**
Net cash flow for the year		**37 082**	**(1 628 989)**
Cash and cash equivalents 1.1		404 973	1 966 088
Cash from merger with Visma Group Holding AS		0	80 514
Net foreign exchange difference		(20 134)	(12 641)
Cash and cash equivalents 31.12		**421 921**	**404 973**
Specification of cash and cash equivalents			
Bank accounts		118 349	301 584
Deposits in group cash pool facility		303 572	103 389
Cash and cash equivalents 31.12	**8**	**421 921**	**404 973**

Accounting principles

The annual accounts for Visma AS are prepared according to the Norwegian Accounting Act and generally accepted accounting principles in Norway.

Revenue recognition

The revenue consists of revenue from providing management services and marketing and branding activity provided to group companies. 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, regardless of when the payment is being made.

Subsidiaries and investment in associates

Subsidiaries and investments in associates are valued at cost in the company accounts. The investment is valued as the cost of the shares in the subsidiary, less any impairment losses. An impairment loss is recognised if the impairment is not considered temporary. Impairment losses are reversed if the reason for the impairment loss disappears in a later period. Dividends, group contributions and other distributions from subsidiaries are recognised in the same year as they are recognised in the financial statement of the provider. If dividends / group contributions exceed withheld profits after the acquisition date, the excess amount represents repayment of invested capital, and the distribution will be deducted from the recorded value of the acquisition in the balance sheet for the parent company.

Balance sheet classification

Net current assets comprise creditors due within one year, and entries related to goods circulation. Other entries are classified as fixed assets and/or long term creditors. Current assets are valued at the lower of acquisition cost and fair value. Short term creditors are recognized at nominal value. Fixed assets are valued by the cost of acquisition, in the case of non incidental reduction in value the asset will be written down to the fair value amount. Long term creditors are recognized at nominal value.

Trade and other receivables

Trade receivables and other current receivables are recorded in the balance sheet at nominal value less provisions for doubtful debts. Provisions for doubtful debts are calculated on the basis of individual assessments. For the remainder of accounts receivables outstanding balances, a general provision is carried out based on expected loss.

Foreign currency translation

Transactions in foreign currencies are initially recorded in the functional currency at the exchange rate the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency using the year end exchange rates. All exchange differences are recognised in the income statement as they occur during the accounting period.

Short term investments

Short term investments (stocks and shares are valued as current assets) are valued at the lower of acquisition cost and fair value at the balance sheet date. Dividends and other distributions are recognized as other investment income.

Property, plant and equipment

Property, plant and equipment is capitalized and depreciated over the estimated useful economic life. Direct maintenance costs are expensed as incurred, whereas costs for improvements and upgrading are assigned to the acquisition cost and depreciated along with the related asset. If the carrying value of a non current asset exceeds the estimated recoverable amount, the asset is written down to the recoverable amount. The recoverable amount is the greater of the net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value.

Pensions and other post-employment benefits

The Company has a defined contribution pension plan in Norway, which requires contributions to be made to a separately administered fund. Contributions have been made to the pension plan for all employees. The pension premiums are charged to expenses as they are incurred.

Income tax

Tax expenses in the profit and loss account comprise both tax payable for the accounting period and changes in deferred tax. Deferred tax is calculated at 22 percent on the basis of existing temporary differences between accounting profit and taxable profit together with tax deductible deficits at the year end. Temporary differences both positive and negative are balanced out within the same period. Deferred tax assets are recorded in the balance sheet to the extent it is more likely than not that the tax assets will be utilized. To what extent group contribution is not registered in the profit and loss, the tax effect of group contribution is posted directly against the investment in the balance sheet.

Cash flow statement

The cash flow statement is presented using the indirect method. Cash and cash equivalents include cash, bank deposits and other short term highly liquid placement with original maturities of three months or less.

Use of estimates

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts in the profit and loss statement, the measurement of assets and liabilities and the disclosure of contingent assets and liabilities on the balance sheet date. Actual results can differ from these estimates. Contingent losses that are probable and quantifiable are expensed as incurred.

Note 1 – Revenue
VISMA AS

(NOK 1,000)	2022	2021
Management service fee invoiced to group companies*	638 199	325 058
Invoiced marketing/branding expenses to group companies**	139 078	141 000
	777 277	466 058

*The Visma Group has chosen to centralize certain management activities in order to provide them at a lower cost and at higher quality compared to what each of the companies would be able to achieve on a separate basis. Central activities are strategic business development, finance and treasury, organizing of audit, legal activities.

**All companies in the Visma Group are obliged to use the Visma brand and logo. Thus all marketing activities performed by business units are to be done according to the Visma brand code. The companies pay a fee to the marketing department.

Note 2 – Payroll and personnel expenses
VISMA AS

(NOK 1,000)	2022	2021
Salaries	56 410	44 662
Salaries to employees other group companies*	7 414	550
Employer's national insurance contributions	8 415	8 525
Pension expenses	1 576	1 203
Other personnel expenses	6 402	15 247
Total	**80 217**	**70 187**
Average number of full time equivalents	**26**	**24**

For further information regarding compensation of key management, loans to employees and pensions, see note 3 and 16 in the consolidated accounts.

*Invoiced salary expenses regarding group management and management trainees hired in other group units.

Note 3 – Other operating expenses
VISMA AS

(NOK 1,000)	2022	2021
Rent	4 071	3 256
Other office expenses	23 785	16 734
Telecom, postage and IT	15 439	13 446
Travel expenses	2 408	923
Car expenses incl leasing	30	6
Sales and marketing	2 189	244
Audit, lawyers' fees and other consulting services *	10 852	16 215
Total other operating expenses	**58 773**	**50 823**

*Reference is made to note 16 in the consolidated financial statement

Note 4 – Financial income and expenses
VISMA AS

(NOK 1,000)	2022	2021
Financial income includes the following items:		
Dividend/transfer from investments and asscociated companies	0	10 300
Dividend from group companies	3 751 781	3 980 493
Other interest income	12 322	6 600
Foreign exchange gains	32 446	2 069
Group contribution	1 014 934	1 190 949
Total financial income	**4 811 484**	**5 190 411**
Financial expenses include:		
Interest expense	420 750	365 601
Foreign exchange losses	52 580	14 711
Other financial expenses	34 237	42 672
Total financial expenses	**507 568**	**422 984**

Note 5 – Tax on ordinary profits

VISMA AS

Deferred tax liabilities and assets are calculated on the basis of the temporary differences between book values and tax-related values in the balance sheet. All calculations are based on a nominal tax rate in Norway.

(NOK 1,000)	2022	2021
Tax payable	158 206	180 663
Changes in deferred taxes	(1 554)	2 924
Adjustments in respect of current income tax of previous years	(1 305)	0
Income tax expense	**155 347**	**183 586**

Summary of temporary differences making up the basis for the deferred asset/ deferred tax liability

(NOK 1,000)	2022	2021
Current assets/liabilities	6 467	14 100
Fixed assets/long term liabilities	(1 691)	(2 261)
Net temporary differences	**4 776**	**11 839**
Net deferred tax liability / (asset)	1 051	2 605

Visma AS's tax payable for the year has been computed as follows:

(NOK 1,000)	2022	2021
Ordinary profit before tax	4 283 798	4 769 283
Permanent differences	6 415	2 622
Change in temporary differences	7 063	(13 280)
Non taxable dividend received from subsidiaries	(3 751 781)	(3 980 493)
Non taxable dividend received from Norwegian associated companies	0	(9 991)
Disallowed interest carried forward**	173 622	53 052
Taxable profit	**719 117**	**821 194**
Tax payable	**158 206**	**180 663**

*The Group has NOK 682 497 thousand of disallowed interest deduction carried forward. These interest expenses are relate to a the interest limitation legislation in Norway which became effective from 1 January 2019, NOK 508.875 thousand and NOK 173 622 thousand expire in 9 years and 10 years respectively, and may not be used to offset taxable income elsewhere in the Group. Visma AS neither have any taxable temporary difference nor any tax planning opportunities available that could partly support the recognition of the disallowed interest deductions as deferred tax assets. On this basis, the Visma has determined that it cannot recognise deferred tax assets on the tax losses carried forward.

Explanation of why the tax expense for the year does not make up 22% of the pre-tax profit

(NOK 1,000)	2022	2021
Ordinary profit before tax	4 283 798	4 769 283
22% tax on ordinary profit before tax	942 436	1 049 242
Permanent differences	(823 981)	(877 330)
Non taxable dividen received from foreign subsidiaries	0	0
Disallowed interest carried forward	38 197	11 673
Tax expense	**156 652**	**183 586**
Effective tax rate	**3,66%**	**3,85%**

Note 6 – Movement in equity

VISMA AS

(NOK 1,000)	Paid-in share capital	Share premium reserve	Other paid-in capital	Retained earnings	Total equity
Equity as at 01.01.2022	**200 000**	**5 080 289**	**882 113**	**2 972 207**	**9 134 609**
Adjustment 01.01.2022 Group Contribution				(3 059)	(3 059)
Profit (loss) for the period				4 128 451	4 128 451
Repayment of share premium reserve		(374 989)			(374 989)
Equity as at 31.12.2022	**200 000**	**4 705 300**	**882 113**	**7 097 600**	**12 885 013**

For further information regarding share capital, shareholder isssues and shares owned by the board and executive employees, see note 14 in the consolidated accounts.

Note 7 – Related party disclosures

VISMA AS

Vanahall AS	Registered office	Holding %**	Book value***
Visma AS*	Oslo	100,00%	20 011 759 788

Visma AS			
Visma Danmark Holding A/S *	Copenhagen	100,00%	794 960 997
Visma Romania Holding SRL *	Sibiu	100,00%	135 703 495
Visma Finland Holding OY *	Helsinki	100,00%	244 789 512
Visma Nederland Holding BV *	Amsterdam	100,00%	6 706 029 778
Visma Norge Holding AS *	Oslo	100,00%	7 404 767 244
Visma Sverige Holding AB *	Växjö	100,00%	6 080 187
Visma International Holding AS*	Oslo	100,00%	3 022 253 183
Visma Latvia Holding SIA*	Riga	100,00%	53 416 300
Visma Treasury AS	Oslo	100,00%	5 000 000
Visma Belgium Holding BV*	Antwerp	100,00%	1 687 553 839
Visma Deutschland Holding GMBH*	Frankfurt	100,00%	112 176 559
Total (NOK)			**20 172 731 094**

Visma Norge Holding AS*	Registered office	Holding %**	Book value***
Visma Software International AS	Oslo	100,00%	637 324 863
Visma Software AS	Oslo	100,00%	668 203 454
Tripletex AS	Oslo	100,00%	182 619 689
Visma Enterprise AS	Oslo	100,00%	608 618 556
Visma Real Estate AS	Bergen	100,00%	843 754 247
Visma IT & Communications AS	Oslo	100,00%	61 742 785
Visma Financial Solutions AS*	Trondheim	100,00%	184 194 668
Visma Smartskill AS	Sarpsborg	100,00%	107 794 795
Sticos AS	Trondheim	100,00%	713 811 029
Visma Advantage AS	Oslo	100,00%	34 684 295
Visma Labs s.r.o	Bratislava	0,21%	13 222
Flex Applications International AS	Oslo	49,50%	13 209 890
House of Control Group AS*	Oslo	100,00%	641 690 410
Visma eAccounting AS	Oslo	100,00%	38 509 839
Mystore.no AS*	Tromsø	100,00%	85 871 565
Power Office AS	Bodø	91,70%	2 057 511 140
Framsikt AS*	Bø i vesterålen	75,04%	346 714 470
Admincontrol AS	Oslo	100,00%	396 226 573
Smartdok AS*	Alta	100,00%	189 563 116
Visma Enterprise SAC	Lima	0,02%	215 419
Zetech SA	Buenos Aires	1,82%	4 484 221
Wolftech SRL*	Montevideo	3,00%	452 380
Zetech Soluciones Mexico SRL de CV	Mexico City	5,00%	92 322
Giant Leap Technologies AS	Oslo	88,50%	320 241 778
Create-Solutions AS	Stavanger	100,00%	42 599 086
Visma Property Solutions AS	Oslo	100,00%	86 749 528
Visma Finance AS	Oslo	100,00%	87 698 807
Visma Autopay AS	Oslo	100,00%	0
Crall AS	Fredrikstad	100,00%	15 744 999
Hybel AS	Oslo	100,00%	120 109 712
Momentum Solutions AS,NO	Oslo	100,00%	244 026 806
Compello AS*	Fornebu	100,00%	294 992 527
Total (NOK)			**9 029 466 190**

Note 7 – Related party disclosures – Continued

VISMA AS

Visma Sverige Holding AB*	Registered office	Holding %**	Book value***
Visma Software AB	Malmø	100,00%	239 792 355
InExchange Factorum AB	Skövde	100,00%	210 637 668
Visma Spcs AB	Växjö	100,00%	920 299 345
Visma Financial Solutions AB	Helsingborg	100,00%	250 386 195
Visma Advantage AB	Stockholm	100,00%	77 115 381
VSH dormant	Stockholm	100,00%	240 000
Visma Finance AB	Växjö	100,00%	54 997 792
Visma Enterprise AB	Stockholm	100,00%	396 990 118
Visma IT & Communications AB	Växjö	100,00%	2 220 000
Flex Applications Sverige AB*	Örebro	100,00%	1 500 893 873
Flex Services Sverige AB	Örebro	30,00%	39 300 400
Visma Lindhagen AB	Stockholm	100,00%	18 000 000
Visma Momentum Solutions AB	Stockholm	100,00%	2 500 000
Specter AB	Skärhamn	74,90%	78 777 252
Speedledger AB	Gothenburg	100,00%	238 405 562
Visma Proceedo AB	Lindkökping	100,00%	48 198 180
Agree2 Sweden AB	Stockholm	100,00%	7 595 770
Visma Talent Solutions AB	Kalmar	100,00%	162 090 852
Svensk e-identitet AB	Uppsala	100,00%	113 194 469
Admincontrol Sweden AB	Stockholm	100,00%	24 264 483
Kontek Lön AB	Ljungby	100,00%	516 152 704
Ljungby Hjulet 3 AB	Ljungby	100,00%	3 800 000
Scancloud AB	Östersund	100,00%	180 880 039
Inyett AB*	Helsingborg	90,00%	181 518 732
Årsredovisning Online Sverige AB	Stockholm	100,00%	68 051 227
Visma NextGen AB	Stockholm	100,00%	65 050 000
Sustainable Planet 2 AB*	Arvika	80,00%	323 156 026
Nordic Peak Holding AB*	Sundsvall	83,60%	134 100 362

Visma Sverige Holding AB* Continued	Registered office	Holding %**	Book value***
Bokamera AB	Helsingborg	100,00%	22 126 588
Viskan System AB*	Borås	80,00%	102 751 103
Visma Publitech AB	Stockholm	100,00%	552 920 579
Fordonskontroll Sverige AB	Västerås	50,10%	107 499 551
Blikk Sverige AB	Piteå	50,10%	64 277 429
Nordic Guys AB	Stockholm	100,00%	14 332 383
Medical Networks Scandinavia AB	Stockholm	100,00%	8 500 000
Bokio Group AB*	Stockholm	53,36%	1 545 823 011
UHPO AB	Sollentuna	100,00%	89 401 959
Total (SEK)			**8 366 241 387**
Visma Danmark Holding A/S*			
LogBuy Danmark ApS	Copenhagen	100,00%	32 805 826
Pensopay A/S	Velje	56,00%	77 315 711
IMS A/S	Aarhus	100,00%	59 975 727
Visma Local Government A/S	Åbyhøj	100,00%	182 354 533
Likvido Drift ApS	Copenhagen	100,00%	40 000
Flex Applications Danmark ApS	Copenhagen	100,00%	41 577
Visma Dinero ApS	Copenhagen	100,00%	156 391 784
Visma e-conomic A/S	Copenhagen	100,00%	1 095 355 010
Visma DataLøn A/S	Ballerup	100,00%	1 486 187 862
Admincontrol Aps	Gostrup	100,00%	3 174 078
Creditro A/S,DK	Esbjerg	59,61%	84 788 989
Visma Enterprise A/S	Ballerup	100,00%	25 132 615
Visma Rating ApS	Copenhagen	100,00%	1 500 000
TIMEmSYSTEM ApS	Glostrup	100,00%	49 523 000
MySupply ApS	Aabybro	100,00%	46 809 400
Temponizer A/S	Grenaa	85,00%	79 547 042
Døgndata ApS*	Åbyhøj	100,00%	32 407 272
Upodi ApS	Aarhus	70,86%	49 144 376
Plandisc A/S	Brabrand	50,10%	234 206 400
Rackbeat ApS	Copenhagen	50,10%	130 565 088
Visma Acubiz A/S	Birkerød	100,00%	231 417 819
Intempus ApS	Copenhagen	50,10%	188 665 843
Total (DKK)			**4 247 349 952**

Note 7 – Related party disclosures – Continued

VISMA AS

Visma Finland Holding OY*	Registered office	Holding %**	Book value***
Visma Financial Solutions Oy	Turku	100,00%	26 517 595
Visma Software Oy	Espoo	100,00%	49 380 278
Visma Enterprise Oy	Helsinki	100,00%	55 015 161
Visma Megaflex Oy	Helsinki	100,00%	13 366 676
Visma Solutions Oy	Lappeenranta	100,00%	55 841 182
Visma Passeli Oy	Pori	100,00%	20 334 663
Visma Public Oy	Espoo	100,00%	49 168 176
Passeli Merit Oy	Hyvinkää	100,00%	924 662
Visma Real Estate Oy	Salo	100,00%	22 532 548
OWS Finland OY	Seinäjoki	100,00%	11 785 863
Admincontrol Finland Oy	Helsinki	100,00%	781 510
Clento Oy	Oulu	100,00%	4 796 232
Visma Payments Oy	Lappeenranta	100,00%	5 326 591
Invian Oy	Oulu	60,00%	13 715 571
Avalosys Oy	Tampere	55,00%	7 372 708
Visma Hausvise OY	Porit	100,00%	13 047 419
Oima Oy	Oulu	83,23%	26 565 981
Total (EUR)			**376 472 816**

Visma Nederland BV*	Registered office	Holding %**	Book value***
Visma Advitrae BV*	Eindhoven	90,00%	37 005 721
Visma Software BV	Amsterdam	100,00%	104 151 700
Visma Teleboekhouden BV	Amsterdam	100,00%	5 223 626
Datapas BV	Haarlem	60,00%	7 977 769
P8 Software BV	Varsseveld	72,50%	7 657 837
Visma Circle BV	Eindhoven	100,00%	15 872 153
OutSmart International BV*	Nieuwegien	51,10%	23 664 543
Visma Connect BV	Gravenhage	100,00%	79 914 244
OCM Software Holding BV*	Den Haag	100,00%	766 897
Visma YouServe BV	Amsterdam	100,00%	76 284 380
ProActive International BV*	Haarlem	94,00%	29 720 338
HR2DAY BV	Amstelveen	50,1%	5 368 659
Visma Raet BV	Amersfoort	100,00%	435 362 997
Visma YouServe Care BV	Amersfoort	100,00%	10 512
Visma EasyCruit BV	Amersfoort	100,00%	19 102 207
Visionplanner BV	Veenendaal	100,00%	59 729 327
Pinkweb BV	Amersfoort	100,00%	8 928 708
Visma Verzuim BV	Utrecht	100,00%	24 090 715
Visma Idella BV	Almere	100,00%	105 828 308
Nmbrs International BV*	Amsterdam	90,00%	74 028 256
Visma Solidbricks BV	Almere	100,00%	4 230 288
Visma IT & Communications BV	Zwolle	100,00%	3 224 441
Visma Roxit BV	Zwolle	100,00%	126 091 752
Onguard International Holding BV*	Amsterdam	100,00%	36 783 146
Plusport BV	Gravenhage	100,00%	31 403 937
Brincr BV	Bleiswijk	100,00%	6 864 943
The Yuki Company BV*	Rotterdam	100,00%	118 429 191
Comandi Business Solutions BV	Rotterdam	100,00%	574 737
Cash Software BV	Den Haag	100,00%	23 831 069
Rompslomp.nl BV	Utrecht	100,00%	9 037 847
Agrifolio BV*	Pelt	100,00%	7 621 201

Note 7 – Related party disclosures - Continued

VISMA AS

Visma Nederland BV* Continued	Registered office	Holding %**	Book value***
Make Life Easier BV	Utrecht	100,00%	9 678 179
PDE Practicom BV	Den Haag	100,00%	4 772 349
Khonraad Software Engineering BV	Utrecht	100,00%	55 983 375
Appical Holding BV*	Amsterdam	50,10%	22 946 669
Ecare Applicatie BV*	Enschede	70,00%	46 287 349
Therapieland BV	Amsterdan	80,00%	18 044 948
Mijnrapportfolio BV	Eindhoven	70,00%	1 885 496
Synaxion BV	Eindhoven	70,00%	6 868 798
iAssets BV	Harderwijk	100,00%	7 442 728
IT Firm BV*	Harderwijk	100,00%	1 153 368
Landmerc BV	Wageningen	100,00%	16 762 079
CO2 Management BV*	Amersfoort	50,10%	8 761 378
Visma SecurePay BV	Amsterdam	100,00%	400 000
Reliforce Solutions BV	Eindhoven	60,00%	5 344 323
Lyanthe BV*	Linne	50,10%	40 638 734
New Generation Software Group BV*	Almere	100,00%	87 199 780
Sandwich BV*	Oss	100,00%	9 874 865
Dialog BV	Utrecht	50,10%	19 402 160
Total (EUR)			**1 852 228 024**

Visma Latvia Holding SIA*			
Visma Enterprise SIA	Riga	100,00%	6 131 369
Visma Labs SIA	Riga	100,00%	350 000
Visma Consulting SIA	Riga	100,00%	250 000
JumisPro SIA	Riga	100,00%	3 569 000
Total (EUR)			**10 300 369**

Visma Romania Holding SRL*	Registered office	Holding %**	Book value***
Visma Software SRL	Sibiu	100,00%	18 500 000
Intelligent SRL	Sibiu	60,00%	105 882 654
Digital Keez SRL	Bucuresti	51,00%	35 737 332
Total (RON)			**160 119 986**

Visma Belgium Holding NV*			
Admisol NV	Gent	100,00%	8 981 591
Beeple NV	Antwerp	80,00%	21 774 626
Syneton BVBA	Bornem	100,00%	11 673 672
Visma Bouwsoft NV	Zuienkerke	85,00%	17 731 402
IonProjects BV	Mechelen	75,27%	13 161 166
Teamleader NV*	Gent	80,06%	174 852 295
Total (EUR)			**248 174 752**

Note 7 – Related party disclosures - Continued
VISMA AS

Visma International Holding AS*	Registered office	Holding %**	Book value***
BrainSHARE IT sp.z o.o.	Krakow	100,00%	52 776 238
KBOSS.hu KFT	Budapest	83,30%	215 792 752
Visma Labs s.r.o	Kosice	99,79%	10 381 005
School Thing Limited	Dublin	100,00%	81 772 601
Visma Software Spa	Krakow	100,00%	20 047 708
Visma Tech UAB	Vilnius	100,00%	17 435 825
Visma Tech Unipessoal LDA	Porto	100,00%	6 835 603
Visma Labs Ltd	Midleton	100,00%	6 007 724
Visma Financial Solutions Spa z.o.o	Warszawa	100,00%	5 858 281
Admincontrol UK Ltd	London	100,00%	16 478 858
Contagram Argentina SRL	Buenos Aires	3,00%	5 305 808
Merit Tarkvara AS	Jogevamaa	100,00%	86 990 362
Visma Talent Solutions Ltd	Luton	100,00%	17 887 561
Raet Iberia SL	Madrid	100,00%	22 510 302
Inqom SAS	Paris	83,22%	731 871 395
Visma Enterprise SAS	Bogota	100,00%	2 983 842
Addonomy Bulgaria EOOD	Sofia	100,00%	2 130 343
Zetech SA*	Buenos Aires	98,18%	159 414 576
Wolftech SRL*	Montevideo	97,00%	78 911 581
Calipso SA	Buenos Aires	100,00%	146 038 086
Declarando Asesores 3.0 SL	Castellon	50,10%	244 439 132
Woffu Job Organizer SL	Barcelona	58,10%	196 249 714
InFakt sp.z.o.o	Krakow	80,46%	285 276 287
Holded Technologies SL	Barcelona	97,00%	1 693 312 583
Prosaldo.net Beteiligungs-GMBH*	Wien	100,00%	41 328 957
Total (NOK)			**4 148 037 125**

Visma Deutschland Holding GMBH*			
BuchhaltungsButler GMBH	Berlin	60,00%	14 046 954
Total (EUR)			**14 046 954**

*Parent company in subgroup.
**For all Group companies, the holding is equal to the proportion of voting capital.
The holding includes voting instruments commited to be acquired through deferred mechanisms.
***Book value in the company accounts of the individual company in the Group.

Note 8 – Deposits
VISMA AS

Visma AS has pr 31.12.2022 bank deposits of TNOK 118 349 (TNOK 301 584).

Group cash pool facilities
In addition to own cash deposits, Visma AS have deposits in the Group Cash pool facility.
As at 31.12.2022, Visma AS had deposits in the cash pool facility of TNOK 303 572 (TNOK 103 389).

Formally, the deposits in the cash pool facility is regarded as a short term receivable between Visma AS and Visma Treasury AS.

Note 9 - Other matters
VISMA AS

For further information regarding share capital, shareholder isssues and shares owned by the board and executive employees, see note 14 and 15 in the consolidated accounts. Decrease in shares in subsidiaries are explained by group contribution and sale of shares.

For further information regarding notes, see notes 5,7,12,17,18,20,21 and 24 to the consolidated accounts.

Statsautoriserte revisorer
Ernst & Young AS

Dronning Eufemias gate 6a, 0191 Oslo
Postboks 1156 Sentrum, 0107 Oslo

Foretaksregisteret: NO 976 389 387 MVA
Tlf: +47 24 00 24 00

www.ey.no
Medlemmer av Den norske Revisorforening

INDEPENDENT AUDITOR'S REPORT

To the Annual Shareholders' Meeting of Visma AS

Opinion

We have audited the financial statements of Visma AS (the Company), which comprise the financial statements of the Company and the consolidated financial statements of the Company and its subsidiaries (the Group). The financial statements of the Company comprise the balance sheet as at 31 December 2022, the profit and loss statement and the cash flow statement for the year then ended and notes to the financial statements, including a summary of significant accounting policies. The consolidated financial statements of the Group comprise the statement of financial position as at 31 December 2022, the income statement, consolidated statement of comprehensive income, statement of cash flows and statement of changes in equity 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 legal requirements,
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2022 and its financial performance and cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway,
- the consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 2022 and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the EU.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the Company and the Group 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)* (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

Other information consists of the information included in the annual report other than the financial statements and our auditor's report thereon. Management (the board of directors and the CEO) is responsible for the other information. 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 board of directors' report contains the information required by legal requirements and 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 or that the information required by legal requirements is not included, we are required to report that fact.

We have nothing to report in this regard, and in our opinion, the board of directors' report is consistent with the financial statements and contains the information required by applicable legal requirements.

Responsibilities of management for the financial statements

Management is responsible for the preparation and fair presentation of the financial statements of the Company in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway and of the consolidated financial statements of the Group in accordance with International Financial Reporting Standards as adopted by the EU, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

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

Misstatements can arise from fraud or error and are considered material if, individually or in 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 and the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's and the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company and the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

Oslo, 20. mars 2023
ERNST & YOUNG AS

Thomas Embretsen

Thomas Embretsen
State Authorised Public Accountant (Norway)

06 Who and where we are

Management

Visma's most valuable assets are our employees. With the guidance and leadership of our experienced management team, our employees are able to grow and perform their best every day.

Our management team has both varied and extensive experience across companies and industries – making it well equipped to lead Visma into the future as an international leader in cloud software.

Merete Hverven
Chief Executive Officer

Read full bio

Stian Grindheim
Chief Financial Officer

Read full bio

Steffen Torp
Chief Commercial Officer

Read full bio

Ellen Furru
Chief Operations Officer

Read full bio

Ari-Pekka Salovaara
Segment Director, SMB

Read full bio

Kasper Lyhr
Segment Director, Public

Read full bio

John Reynders
Area Director, Benelux

Read full bio

T. Alexander Lystad
Chief Technology Officer

Read full bio

Sindre T. Holen
Chief Mergers & Acquisitions Officer

Read full bio

Lars Ottersen
Chief Risk Officer

Read full bio

Merete Hverven
Chief Executive Officer

As CEO, Merete Hverven dedicates her time to ensuring the continued growth and success of Visma.

Previously Deputy CEO and Chief HR Officer, Merete has focused on strengthening Visma's position through recruiting and retaining the right people, and by working closely with acquisitions and restructurings. She developed the organisation with a strong customer focus while unifying Visma's culture through go-to-market strategies.

Merete joined Visma in 2011 as HR Director and joined the executive team in 2013. She's a passionate advocate for diversity and equality in the workplace and has initiated several programs aimed at increasing diversity across the organisation.

With her direct leadership style, ability to execute and passion for diversity, Merete is described as a driven, talented, and dedicated leader by her colleagues. Her work and dedication have earned her a reputation as an important role model, both in and outside Visma.

She holds a Master's Degree in Finance and International Leadership from the University of St. Gallen and the Norwegian School of Economics.

Back to overview

Stian Grindheim
Chief Financial Officer

As CFO, Stian ensures that Visma maintains world-class financial control across the organisation. His primary responsibilities include financial control, planning and analysis, as well as overseeing financial reporting to investors and lenders.

Stian joined Visma in 2014 as a Management Trainee before becoming Group Controller. He has since built up the Group's finance team while serving as sparring partner for the wider finance function across Visma. He has also contributed to Visma's rapid growth by securing financing for strategic acquisitions and leading the development of an improved group reporting system.

For Stian, it's paramount that decisions are based on relevant and updated data to best help Visma make informed decisions and create value. He's proud of the important role Visma plays in enabling Northern Europe to stay globally competitive through software that helps people to work more intelligently.

Stian holds a double Master's Degree in Finance and International Business from Norwegian School of Economics and Ivey Business School in Canada.

Back to overview

Steffen Torp
Chief Commercial Officer

As CCO, Steffen is in charge of Visma's international portfolio, growth strategy, and implementation. In his role, he's responsible for keeping up Visma's unique history of profitable organic growth year after year – with a rich web of companies and products.

Steffen joined Visma as a Management Trainee in 2006. Since then, he's held various positions in Visma's finance function. In 2018, he entered the role as Division Director of SMB and was subsequently made Director of Visma Software Nordic & International. In 2021, he took the role as CCO.

Top priority for Steffen and his team is to provide customers with user-friendly, flexible solutions that enable them to manage time and resources effectively. His experience from working with small internet startups prior to Visma, combined with many years in Visma's finance department, give him a dual perspective of the efficient operation of businesses.

Steffen holds a Master's Degree in Business Studies and Economics from Trinity College in Dublin, Ireland.

Back to overview

Ellen Furru
Chief Operations Officer

As COO, Ellen is responsible for initiatives driving operational excellence. With her extensive experience within Visma, Ellen is building a scalable group structure to support companies across Visma to improve their profitability and ensure continued growth.

Ellen joined Visma in 2000 through an acquisition and worked in sales, support, and R&D for more than ten years. She then left Visma for a role in the finance industry that provided her with valuable commercial and executive HR experience, before rejoining Visma in 2017.

Ellen's broad experience has given her the ability to work strategically to drive Group development, as well as lead more hands-on operational projects for specific parts of the business. She's passionate about building a thriving commercial culture based on Visma's values, with a strong focus on competence building, transparency/trust and sharing. She also values a mindset of continuous learning in a world of constant change, believing that engaged employees drive engaged customers and growth.

Ellen holds a Master's Degree in Business and Economics from Handelshøyskolen BI, in Norway and University of Limburg, Netherlands.

Back to overview

Ari-Pekka Salovaara

Segment Director, Small businesses

As Segment Director, Ari-Pekka is responsible for Visma's rapidly growing small business segment in continental Europe with 1.4 million customers.

Ari-Pekka joined Visma in 2010, through the acquisition of Severa Oyj, a SaaS company that Ari-Pekka co-founded. He's committed to developing a strong and profitable small business software ecosystem to accelerate growth and help Visma companies succeed. This involves leading the segment management team, setting budgets, participating on boards, and holding chair positions in a number of Visma companies.

Ari-Pekka is passionate about helping to build world-class companies, products, and teams. He's engaged in a number of leadership activities related to IT innovation and entrepreneurship, including investments in tech startups, participation on numerous boards, pro-bono work, and mentoring of students and young entrepreneurs. He's also a board member of Nordic Business Forum, a key owner of Oslo Business Forum.

Ari-Pekka holds a Master of Science in IT from LUT University in Finland.

Back to overview

Kasper Lyhr

Segment Director, Public

As director for Visma's public sector segment, Kasper is responsible for increasing our presence in the Nordics, with cloud transformation projects and SaaS solutions. He also has chair and board positions in a number of boards across the segment.

Kasper has extensive experience as a founder and entrepreneur and is committed to helping the Visma companies succeed in providing the public sector with state-of-the-art cloud products while at the same time delivering profitable growth. In 2015, Kasper co-founded the GovTech spinout FirstAgenda. Over the next five years, he accelerated the growth of the company resulting in the company became part of Visma.

During his career, Kasper has had strategic, M&A, P&L, and people management responsibilities at some of the largest software companies in Europe. He's been responsible for offices in all major markets globally. This, combined with his experiences living and working in London, San Francisco, Dubai, and Stockholm, has given him a well-rounded international profile.

Kasper holds a Master's Degree in Business Administration from Aarhus University in Denmark.

Back to overview

John Reynders
Area Director, Benelux

As Area Director for Benelux, John leads Visma's growth in the strategic and rapidly expanding markets of the Netherlands, Belgium and Luxembourg. He's responsible for building the most complete portfolio of cloud solutions in FMS, HRM and eGovernment for companies and organisations of all sizes.

John joined Visma in 2019 to lead the incredible growth journey that started with 1 company in 2018 in the Netherlands, to what is now the #1 cloud business software business consisting of 45+ companies with over half a billion EUR in turnover.

His mission is to make the impossible possible by enabling people, teams, organisations and society to realise their full potential. He is characterised by bringing his passion to work as an energetic entrepreneur coming from a family of entrepreneurs, curious geek starting his career as hardcore developer and passionate people grower.

He previously worked at Microsoft for 14 years.

Born in 1976 in Knokke-Heist, Belgium, John holds a degree in Geophysics from the University of Utrecht.

T. Alexander Lystad
Chief Technology Officer

Since Alexander joined Visma in 2012, his main focus has been modernising how we build, deliver and operate innovative cloud software. This includes adopting of continuous delivery practices, DevOps organisation and culture, use of public cloud technology and removing friction to increase engineering performance.

Since 2020, Alexander has run or participated in more than 120 technical due diligence processes as part of Visma's M&A activity. He's also improved the process to increase the quality of insights about risks and costs, decrease the lead time, and scaled up the technical due diligence function. By also focusing on the experience of the acquisition target, the technical due diligence process has become an advantage for Visma in the fight for cloud entrepreneurs.

Another theme throughout his Visma career is community building and competence development, facilitating communities of technology leaders across Visma. He's often quoted as saying "knowledge should be shared, not hoarded", and has led by example by establishing a Visma-wide internal webinar series and introducing communication tools that helps employees be more engaged and effective.

Back to overview

Sindre Talleraas Holen

Chief Mergers & Acquisitions Officer

As Chief M&A Officer, Sindre is responsible for coordinating all M&A related processes for the entire Visma Group, across all divisions and geographies.

Sindre started at Visma in 2009 as a Management Trainee, and his quick progression is a result of Visma's successful Management Trainee programme. During his time at Visma, Sindre has been involved in more than 300 acquisitions in more than twenty countries. His knowledge and expertise have been important contributors to Visma's successful growth over the past decade.

A crucial part of his daily business is getting to know new companies. Sindre is in his element when meeting with passionate entrepreneurs and hearing their stories. He has the ability to both see the big picture and dive into the details.

Sindre holds an MSc in Finance from Regents University in the UK and a BSc in Economics and Business Administration from NHH, including an exchange period at the University of Barcelona.

Back to overview

Lars Ottersen
Chief Risk Officer

As CRO, Lars ensures that Visma maintains an appropriate risk level within our organisation and services. His primary responsibility is to ensure that Visma and our services are secure and fulfil all necessary compliance and legal requirements.

Lars joined Visma in 2016 as a lawyer before becoming Legal Director and later CRO. He's since built up the group's legal and compliance team while advising the wider legal and compliance functions across Visma.

For Lars, communication is key. How advice is communicated is as important as the advice itself. To ensure that Visma accepts the right risks, it's critical to have an efficient and inclusive environment for sharing facts, knowledge and opinions with colleagues and customers. With trust and transparency now becoming central factors in customers' purchase decisions, security is a vital component in Visma's success and future growth.

As Visma's markets become subject to more complex requirements, including ESG, Lars is focused on reducing risk while maintaining Visma's entrepreneurial identity. Lars holds a Master's Degree in Law from the University of Bergen, Norway.

Back to overview

Presence

Visma operates across the entire Nordic region along with Benelux, Continental Europe, and Latin America. We have a wide network of distributors and partners and maintain a virtual development organisation (R&D) across borders.