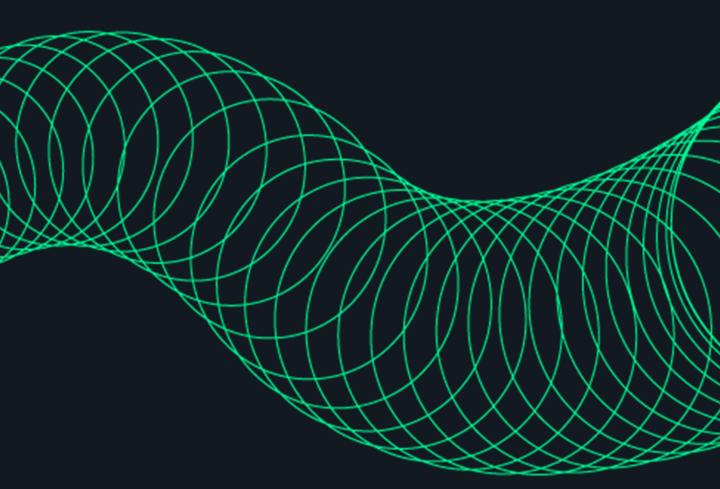
# **CHIP BIDCO AS**

A Cegal Group company

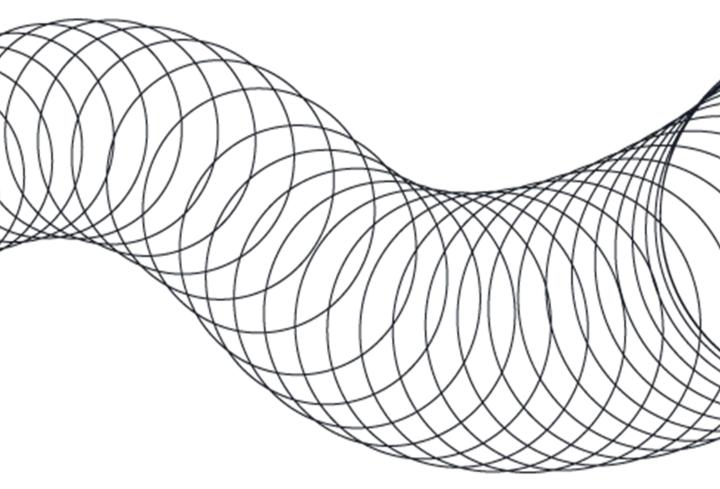
**INTERIM REPORT Q2 2024** 



**CEÐAL** 

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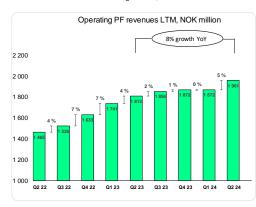


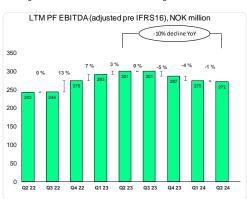
## **Q2 2024 HIGHLIGHTS**

KEY FINANCIAL METRICS				
Figures in NOKm	Q2 2024	Q2 2023	LTM Q2 2024	LTM Q2 2023
Operating revenues (pro forma)	550.7	462.2	1 960.5	1 812.4
Revenue growth QoQ and YoY (LTM), %	19.1 %		8.2 %	
EBITDA (pro forma)	63.0	77.9	274.9	328.1
EBITDA (pro forma adjusted IFRS16)*	81.3	79.7	335.7	347.9
EBITDA (pro forma adjusted pre IFRS16)*	64.6	67.1	272.4	300.9
Order backlog	2 550.0	2 410.0	2 550.0	2 410.0
KEY CREDIT METRICS				
Figures in NOKm	Q2 2024	Q2 2023	LTM Q2 2024	LTM Q2 2023
NIBD (post IFRS16)	1 698.8	1 614.3	1 698.8	1 614.3
NIBD (pre IFRS16)	1 601.5	1 493.9	1 601.5	1 493.9
Leverage ratio NIBD/EBITDA (adjusted post IFRS16)**			5.1x	4.6x
Leverage ratio NIBD/EBITDA (adjusted pre IFRS16)			5.9x	5.0x

<sup>\*</sup> Adj. EBITDA for Q2 2024 includes NOK 18.3 million in non-recurring severance costs, external project costs related to a Service Now upgrade and hiring costs

<sup>\*\*</sup> Includes NOK 124.8 million in leasing liabilities, whereof NOK 97.3 million is IFRS16 leasing debt and NOK 27.5 million is HW/SW leasing debt





- Pro forma revenues in Q2 2024 were NOK 550.7 million compared to NOK 462.2 million in Q2 2023, where Services and Products both grew by 5% and third-party resale demonstrated a very solid growth of 140%. Cloud Operations experienced a slight decline of 2% in Q2 compared to Q2 last year driven by significant onboarding revenue in Q2 last year as well as net churn on some customers
- Pro forma LTM Q2 2024 revenues were NOK 1 960.5 million compared to NOK 1 812.4 million LTM Q2 2023, representing an increase of 8.2% YoY
- Pro forma adjusted Q2 2024 EBITDA was NOK 81.3 million compared to NOK 79.7 in the same period last year. Pro forma adjusted LTM Q2 2024 EBITDA was NOK 335.7 million compared to NOK 347.9 million in the same period last year
- The EBITDA reduction YoY is primarily related to a decline in Cloud margin contribution due to higher costs in Cloud Operations related to planned investments to improve customer satisfaction and to increase global presales and sales activities. The decrease in Cloud Operations margin contribution is partly compensated by improved margins and increased EBITDA in Services
- The Group had an available cash position of NOK 126.1 million at quarter end.



<sup>\*</sup> Adj. EBITDA for Q2 2023 includes NOK 1.8 million in NRI costs, mainly related to severance costs

<sup>\*</sup> Adj. EBITDA for LTM Q2 2024 includes NOK 60.8 million in NRI costs primarily related to severance costs, external project costs and hiring costs

<sup>\*</sup> Adj. EBITDA for LTM Q2 2023 includes NOK 19.8 million in NRI costs primarily related to internal project costs, strategy & branding costs and transaction costs

### **CEO STATEMENT**



Accelerating growth and good global momentum, but lower margins due to organizational restructuring and investments in our global customer service platform

Dear Cegal Investors and Stakeholders.

After a softer first quarter, we are happy to see revenue growth accelerating again in Q2 with solid momentum in several parts of our business. Our Q2 revenue landed at 551 MNOK with 19% growth driven by Services, Software Products and our Oracle resell business. Our adjusted EBITDA came in at 81.3 MNOK but with a

relatively lower margin at 15%, impacted by slower than expected revenue in our Cloud business and higher COGS on our Cloud and third party resell business. We also saw a decrease in our cash EBITDA, driven by extraordinary non-recurring costs of NOK 18.3 million related to organizational restructuring and significant investments in a modernized global customer service platform.

Cloud Operations revenues saw a slight decline in revenues, driven by lower order intake in H2 2023 . The EBITDA margin was weaker than normal in the quarter, driven by lower volume together with critical investments made into global sales, pre-sales and operational resources to accelerate sales and deliver even better customer experiences for an increasing number of global customers.

Our **Services** business continued its improved momentum, with 5% revenue growth and very strong margins after a series of rightsizing activities in the organization during H2 2023 and Q1 2024. This growth was now delivered with a smaller team, and we continue to see high demand for our specialized managed services around data management, application management and agile IT governance – overall strong performances in the coherent business units and very high consulting utilization in Norway >84%.

**Software Products** grew 5% in the quarter, driven by our BlueBack geoscience and EnergyX hydro carbon accounting software. Finally, we witnessed strong 140% growth in third party resell driven by several agreements with large Oracle customers across the Nordics, and despite lower margins, this is a key strategic lever to open doors for Cegal's core managed services offerings at a later stage.



Central to Cegal's success going forward is global expansion. Hence, I am very happy to see that our **international momentum** continued in Q2. Not only did we see impressive growth and profitability improvements in key regions like the US, Middle East, Asia, Denmark and Sweden, but our global partnership with Microsoft are now resulting in several concrete global opportunities opening up, and in May a new Cetegra Cloud Operations pilot was launched with a large global energy company based in the US.

Our quest in Cegal is to build a global nextgen tech company for the energy sector, that remains competitive and successful, becomes extremely attractive to invest in and a great place for people to work and grow. Hence, our strategic focus remains steadfast on winning new global business, delivering successful pilots on large energy customers and drive our Cetegra industry solutions from oil & gas into power & renewables. At the same time, we will continue to help customers increase efficiency, reduce IT cost, make more data driven decisions and sleep better at night with agile IT governance and specialized data management services.

To make this happen, we have to master the skill of **performing while transforming**, meaning continuing to grow and improve our margins in H2, while making the necessary changes, adaptations and transformations required for long term competitiveness and success. Over the next months, we will therefore be extremely focused on concrete sales opportunities, successful implementation of customer projects in our backlog and implementation of Cetegra Care - our next generation ServiceNow platform to enhance customer experiences, drive more agility and further automate and streamline operations in our global customer service.

As we return from well-deserved summer holidays, we look forward to what will be both a busy and exciting fall. We have a solid backlog, several tenders and opportunities in our pipeline, critical projects to deliver and an optimistic and engaged team ready to deliver. The need for digitalization remain very high in the energy sector, the potential for global growth is vast and our strategy is both sound, loud and clear. So, I am as confident as ever in the future of Cegal and our ability to realize both our vison and ambitions going forward.

Sincerely, Dagfinn Ringås CEO, Cegal



## **ABOUT THE GROUP**

Chip Bidco, a Cegal Group company, is a trusted global technology powerhouse specialized in the energy sector, providing hybrid cloud solutions, software and consultancy within IT, business, geoscience, and data management. The Group provides deep domain competencies across the whole energy vertical, including renewables.

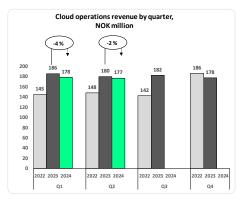
Our employees are working from offices in Stavanger (HQ), Oslo, Trondheim, Bergen, Haugesund, Stord, Hamar, Larvik, London, Aberdeen, Stockholm, Uppsala, Lund, Ørebro, Copenhagen, Aberdeen, Dubai, Tallinn, Perth, Houston, Calgary and Kuala Lumpur, enabling a strong geographical presence.

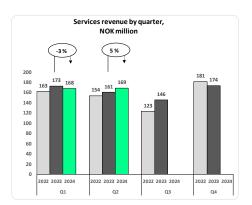
The Group's vision is to build a stellar nextgen tech company that enables a more sustainable future.

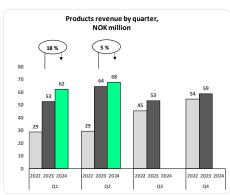


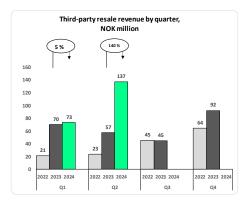
## **BUSINESS UNIT SUMMARY (pro forma figures)**

#### PRO FORMA REVENUE DEVELOPMENT BY BUSINESS UNIT

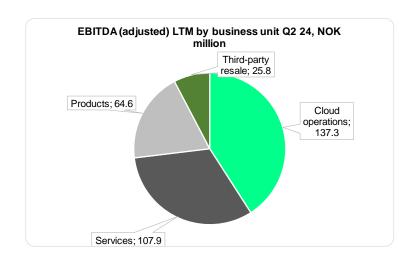








#### PRO FORMA ADJUSTED EBITDA DISTRIBUTION BY BUSINESS UNIT LTM, Q2 2024





#### **CLOUD OPERATIONS**

The Group's cloud-based solutions provide high performance IT systems and customized software solutions that boost speed and productivity for our customers, enabling them to securely collaborate in the cloud. We have customized our offering for the broader energy sector, covering the full value chain with our cloud offering and customized applications.

In Q2 2024, Cloud Operations revenue, which is almost entirely long-term recurring revenue, represented 32.1% of the Group's total revenues and experienced a 1.8% revenue decline (PF) from Q2 2023 to Q2 2024 driven by significant onboarding projects in Q2 last year as well as net churn effects on some of the Group's customers.

#### **SERVICES**

The Group offers highly experienced on-site consultants, primarily to the broader energy industry. Our technical expertise adds real value in key areas, such as integrating and monitoring technologies, turning data into insights and driving professional IT processes as a service.

In Q2 2024, Services revenue represented 30.7 % of the Group's total revenues and experienced revenue growth (PF) of 5.2% from Q2 2023 to Q2 2024, primarily due to increased utilization on existing consultants in addition to higher asservices sales.

#### **PRODUCTS**

The Group develops and sells software to extend, improve and speed up workflows within renewable energy, geology, geophysics, reservoir engineering and data management as well as providing energy solutions.

In Q2 2024, Products revenue represented 12.3% of the Group's total revenues and has achieved revenue growth (PF) of 5.0% from Q2 2023 to Q2 2024 driven by higher demand on our Geoscience software and positive currency effects on USD vs NOK.

#### THIRD-PARTY RESALE

The Group sells third-party hardware and licenses to its clients to support its activities within Cloud operations, Services and Products.

In Q2 2024, third-party revenue represented 24.9% of the Group's total revenues and has achieved a remarkable revenue growth (PF) of 140.3% from Q2 2023 to Q2 2024, primarily due to increased license sales of Oracle and third-party software.



## SUMMARY – REPORTED FIGURES

#### Q2 2024

(Figures in brackets refer to the corresponding period in 2023)

Reported revenues for the second quarter of 2024 amounted to NOK 550.7 million (461.7), with recurring Cloud operations decreasing by NOK 2.7 million and all remaining business units experiencing growth. Services increased by NOK 5.8 million, Products increased by NOK 4.2 million and third-party resale increased by a remarkable 81.6 million.

Reported EBITDA amounted to NOK 63.0 million (77.9) for the second quarter, a decrease driven by extraordinary non-recurring costs of NOK 18.3 million (1.8) related to severance costs and staff downsizing, internal and external project costs like the Group's customer service platform upgrade implementation project and hiring costs compared to Q2, 2023. Reported EBITDA margin in Q2 2024 was 11.4% (16.9%).

In terms of order backlog, the Group has a solid order backlog of NOK 2.55 billion backed by a steady order intake on a monthly basis.

The Group invested NOK 21.6 million (5.1) in tangible IT equipment during the first quarter to prepare for H2 customer onboarding in Cloud Operations. In addition, the Group invested NOK 7.7 million (6.3) in development of new software products and cloud solutions.

At the end of the quarter, the number of FTEs were 761.

#### **BALANCE SHEET AND LIQUIDITY**

Total reported assets (unaudited) as at 30 June 2024 were NOK 3 290.0 million compared to NOK 3 247.4 million last year. Consolidated equity as at 30 June 2024 was NOK 896.9 million compared to NOK 1013.9 million last year. The decrease in equity is mostly related to amortisations of intangible assets following recent acquisitions as well as depreciations of tangible assets.

Net cash flow from operating activities in Q2 2024 was NOK 49.5 million compared to NOK 31.7 million in Q2 2023.

As per the balance date, the Group had bank deposits of NOK 85.4 million and NOK 40.7 million of undrawn RCF<sup>1</sup>, resulting in NOK 126.1 million of available liquidity at quarter end.



<sup>&</sup>lt;sup>1</sup> Revolving Credit Facility

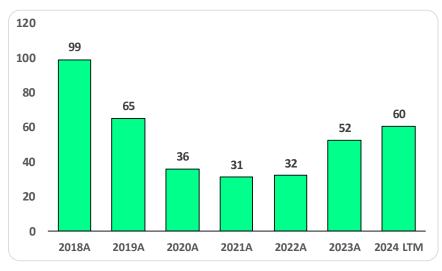
## SUMMARY - REPORTED FIGURES

#### **CAPEX DEVELOPMENT**

The following graphic representation shows the development of CAPEX over the last seven years for the Group.

As illustrated in the below figure, CAPEX has decreased significantly from 2018 to Q2 2024 LTM, both in nominal terms and in percent of revenues as a result of the Group's scalable asset light strategy. The majority of CAPEX is related to growth investments on behalf of the Group's customers.

Figures in NOK million.



% of revenues





## STATEMENT BY THE BOARD OF DIRECTORS AND EXECUTIVE MANAGEMENT

The Board of Directors and the Executive Management have today reviewed and approved the interim report for the period 1 January to 30 June 2024 of Chip Bidco AS. We believe, to the best of our knowledge, that the financial statements presented in this report, gives a fair representation of the Group's financial position of assets and liabilities and the profits earned for this quarter. Furthermore, in our opinion, the Management's review gives a fair representation of the Group's activities as well as a fair description of the material risks and uncertainties which the Group is currently facing.

Sandnes, 15.08.2024

#### **Executive Management**

Dagfinn Ringås, Group CEO Trym Gudmundsen, Group CFO

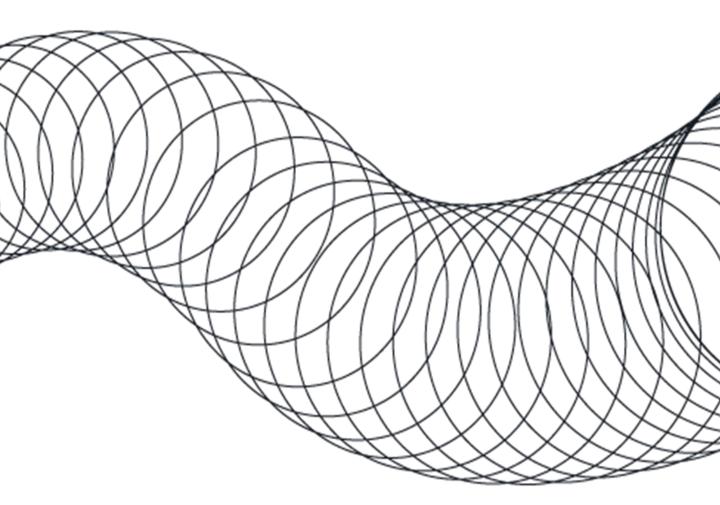
#### **Board of Directors**

Fredrik Gyllenhammar Raaum, Chairman of the Board



# REPORTED INTERIM CONSOLIDATED FINANCIAL INFORMATION

- Profit & loss statement
- Balance sheet statement
- Cash flow statement
- General accounting principles and notes



REPORTED PROFIT & LOSS	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited
	Q2	Q2	YTD	YTD	LTM Q2	LTM Q2
Figures in NOKm	2024	2023	2024	2023	2024	2023
Operating revenue	550.7	461.7	1 032.6	946.4	1 960.5	1 820.1
Cost of goods sold	221.0	140.0	376.9	289.4	677.3	540.5
Salaries	234.3	214.5	456.6	421.6	892.7	830.1
Other operating costs	32.4	29.3	61.2	59.4	115.6	123.3
EBITDA	63.0	77.9	138.0	175.9	274.9	326.2
Depreciations	23.4	18.6	45.1	36.4	88.8	76.4
Amortisations	39.2	38.9	78.0	76.9	156.2	148.2
EBIT	0.5	20.4	14.9	62.6	29.9	101.7
Net financial items	(44.1)	(35.4)	(93.7)	(75.3)	(179.8)	(144.6)
EBT (profit before tax)	(43.7)	(15.0)	(78.8)	(12.7)	(149.9)	(42.9)
Estimated tax	9.6	3.3	17.3	2.8	33.0	(1.0)
Net profit	(34.0)	(11.7)	(61.5)	(9.9)	(116.9)	(43.9)
EBITDA margin %	11.4 %	16.9 %	13.4 %	18.6 %	14.0 %	17.9 %
EBITDA adjustments and IFRS16						
Non-recurring items	18.3	1.8	34.4	3.5	60.8	19.8
Adjusted EBITDA post IFRS16	81.3	79.7	172.4	179.4	335.7	346.0
IFRS16 lease adjustments	(16.7)	(12.6)	(32.0)	(23.9)	(63.3)	(47.0)
Adjusted EBITDA pre IFRS16	64.6	67.1	140.4	155.6	272.4	299.0
EBITDA margin % post IFRS16 (adjusted)	14.8 %	17.3 %	16.7 %	19.0 %	17.1 %	19.0 %
EBITDA margin % pre IFRS16 (adjusted)	11.7 %	14.5 %	13.6 %	16.4 %	13.9 %	16.4 %

Assats	BALANCE SHEET (reported)	Unaudited	Unaudited		Audited
Second	Figures in NOKm	30.06.2024	30.06.2023		31.12.2023
Second	Access				
Imangible assets		1 910 7	1 920 5		1 010 0
Transpile fixed assets					739.6
Obner assets         0.9         0.0         1           Total non-current assets         265.0         2776.5         2741           Trade receivables         430.4         322.5         363           Prepayments         55.4         39.1         22           Bank deposits, cash and similar         85.4         78.3         7.7           Total current assets         625.0         470.9         485           Total current assets         3290.0         3247.4         323           Equity and liabilities           Equity and liabilities           Equity and liabilities           Equity and liabilities           Share premium reserve         1 366.0         690.0         1 366           Retinated earnings         (488.4)         323.8         3395           Total equity         896.9         1 013.9         977           Deferred tax         1 56.0         1 616.3         122           Interest-bearing long-term liabilities         1 550.0         1 616.3         122           Interest-bearing long-term liabilities         7 4.1         93.8         99           Other Long-term liabilities         1 50.0	ŭ				
Total non-current assets	-				0.8
Trade receivables					
Prepayments					367.2
Other receivables         53.8         31.0         22.2           Bank deposits, cash and similar         85.4         78.3         77.7           Total current assests         625.0         470.9         488           Total assests         3 290.0         3 247.4         3 23.2           Equity and liabilities         88.8         2 0.2         0.2         6           Share capital         0.2         0.2         0.2         1.366           Rotained earnings         (469.4)         323.8         (395           Total equity         896.9         1013.9         97           Deferred tax         154.0         161.3         122           Interest-bearing long-term liabilities         1550.0         150.0         1.49           Interest-bearing long-term liabilities         74.1         93.8         99           Other long-term liabilities         177.1         179.3         19           Interest-bearing long-term liabilities         177.8         179.1         179.1           Interest-bearing long-term liabilities         74.1         93.8         51.2         56           Accounts payable         10.4         77.9         13.4         11.1         11.1         11.1					27.0
Banic deposits, cash and similar   77   70   70   70   70   70   70   7					22.2
Total current assets   G25.0   470.9   485   Total assets   3 290.0   3 247.4   3 230   3 247.4   3 230   3 247.4   3 230   3 247.4   3 230   3 247.4   3 230   3 247.4   3 230   3 247.4   3 230   3 247.4   3 230   3 247.4   3 230   3 247.4   3 230   3 247.4   3 230   3 247.4   3 230   3 247.4   3 230   3 247.4   3 230   3 247.4   3 230   3 247.4   3 24					73.1
Total assets   3 290.0   3 247.4   3 236					489.5
Share capital         0.2         0.2         0.2           Share premium reserve         1.366.0         690.0         1.366           Retained earnings         (4694.)         323.8         (395           Total equity         396.9         1.013.9         977           Deferred tax         154.0         1510.0         1.613.3         1.22           Interest-bearing long-term liabilities         1.550.0         1.500.0         1.48           Interest-bearing loase ilabilities         74.1         93.8         99           Other long-term liabilities         1.78.1         1.755.1         1.774           Interest-bearing current lease liabilities         50.8         51.2         56           Accounts payable         107.4         77.9         1.32           Income taxes payable         0.4         8.3         6.1           VAT & social security payable         91.8         66.1         8.8           Revolving credit facility         1.94         47.6         4.2           Other current liabilities         255.1         227.3         2.2           Total current liabilities         21.3         2.23         2.2           Total equity and liabilities         3.29.0         3.247.4 <td></td> <td></td> <td></td> <td></td> <td>3 230.7</td>					3 230.7
Share capital         0.2         0.2         0.2           Share premium reserve         1.366.0         690.0         1.366           Retained earnings         (4694.)         323.8         (395           Total equity         396.9         1.013.9         977           Deferred tax         154.0         1510.0         1.613.3         1.22           Interest-bearing long-term liabilities         1.550.0         1.500.0         1.48           Interest-bearing loase ilabilities         74.1         93.8         99           Other long-term liabilities         1.78.1         1.755.1         1.774           Interest-bearing current lease liabilities         50.8         51.2         56           Accounts payable         107.4         77.9         1.32           Income taxes payable         0.4         8.3         6.1           VAT & social security payable         91.8         66.1         8.8           Revolving credit facility         1.94         47.6         4.2           Other current liabilities         255.1         227.3         2.2           Total current liabilities         21.3         2.23         2.2           Total equity and liabilities         3.29.0         3.247.4 <td></td> <td></td> <td></td> <td></td> <td></td>					
Share capital         0.2         0.2         0.2           Share premium resene         1 366.0         690.0         1 366.8           Retained earnings         (4694.)         323.8         (395           Total equity         896.9         1 013.9         977           Deferred tax         1 154.0         1 161.3         1 272           Interest-bearing long-term liabilities         1 550.0         1 500.0         1 486           Interest-bearing lease ilabilities         74.1         93.8         99           Other long-term liabilities         1 778.1         1 755.1         1 774.1           Interest-bearing current lease liabilities         1 778.1         1 755.1         1 774.1           Interest-bearing current lease liabilities         50.8         51.2         56           Accounts payable         107.4         77.9         1 36           Income taxes payable         91.8         66.1         8           VAT & social security payable         91.8         66.1         8           Revolving credit facility         109.4         47.6         42.2           Other current liabilities         255.1         227.3         22.2           Total current liabilities         2 13.1         2					
Share premium reserve         1 366.0         690.0         1 366           Retained earnings         (469.4)         323.8         335           Total equity         886.9         1 113.9         977           Deferred tax         154.0         1 61.3         1 22           Interest-bearing long-term liabilities         1 550.0         1 500.0         1 48           Other long-term liabilities         74.1         93.8         99           Other long-term liabilities         0.0         0.0         0.0           Total non-current liabilities         1 778.1         1 774.1           Income taxes payable         107.4         77.9         1 36           Income taxes payable         0.4         8.3         1 4           VTA & social security payable         91.8         66.1         38           Revolving credit facility         109.4         47.6         43           Other current liabilities         615.0         478.4         54           Total current liabilities         1615.0         478.4         54           Revolving credit facility         109.4         47.6         43           Other current liabilities         1615.0         478.4         54           Tot	Equity and liabilities				
Retained earnings   (469.4)   323.8   323.8   323.5	Share capital	0.2	0.2		0.2
Total equity	Share premium reserve	1 366.0	690.0		1 366.0
Deferred ax	Retained earnings	(469.4)	323.8		(395.6
interest-bearing long-term liabilities         1 550.0         1 500.0         1 488           Other long-term liabilities         74.1         93.8         99           Other long-term liabilities         0.0         0.0         0.0           Total non-current liabilities         1778.1         1785.1         1776.1           Interest-bearing current lease liabilities         50.8         51.2         56           Accounts payable         107.4         77.9         13           Income taxes payable         91.8         66.1         83           Revolving credit facility         109.4         47.6         44           Chick current liabilities         255.1         227.3         226           Other current liabilities         615.0         478.4         544           Total current liabilities         2393.1         2233.5         226           Total equity and liabilities         2393.1         233.5         226           Total equity and liabilities         2393.1         233.5         226           Total current liabilities         2393.1         233.5         226           Total current liabilities         2393.1         233.5         226           Total current liabilities         1615.0	Total equity	896.9	1 013.9		970.6
Interest-bearing lease liabilities         74.1         93.8         99.8           Other long-term liabilities         0.0         0.0         0.0           Total non-current liabilities         1 778.1         1 755.1         1 714.1           Interest-bearing current lease liabilities         50.8         51.2         55.6           Accounts payable         107.4         77.9         13.6           Income taxes payable         91.8         66.1         88.8           Revolving credit facility         109.4         47.6         43.3           Other current liabilities         255.1         227.3         222.0           Total current liabilities         255.1         227.3         222.0           Total current liabilities         2393.1         2233.5         226.0           Total current liabilities <t< td=""><td>Deferred tax</td><td>154.0</td><td>161.3</td><td></td><td>127.6</td></t<>	Deferred tax	154.0	161.3		127.6
Other long-term liabilities         0.0         0.0           Total non-current liabilities         1778.1         1755.1         1771.1           Interest-bearing current lease liabilities         50.8         51.2         56.6           Accounts payable         107.4         77.9         13.3           Income taxes payable         0.4         8.3         2.2           VAT & social security payable         91.8         66.1         85.8           Revolving credit facility         109.4         47.6         42.5           Other current liabilities         255.1         227.3         22.7           Total current liabilities         615.0         478.4         544           Total aphity and liabilities         3 290.0         3 247.4         3 233           CASH FLOW STATEMENT (reported)         Unaudited         Unaudited <td>Interest-bearing long-term liabilities</td> <td>1 550.0</td> <td>1 500.0</td> <td></td> <td>1 495.2</td>	Interest-bearing long-term liabilities	1 550.0	1 500.0		1 495.2
Total non-current liabilities	Interest-bearing lease liabilities	74.1	93.8		91.3
Interest-bearing current lease liabilities   50.8   51.2   56.8   Accounts payable   107.4   77.9   13.4	Other long-term liabilities	0.0	0.0		0.0
Accounts payable   107.4   77.9   138     Income taxes payable   0.4   8.3   6.4     VAT & social security payable   91.8   66.1   8.3     VAT & social security payable   91.8   66.1   8.3     VAT & social security payable   91.8   66.1   8.3     Other current liabilities   255.1   227.3   222     Total current liabilities   615.0   478.4   544     Total liabilities   2 393.1   2 233.5   2 266     Total equity and liabilities   3 290.0   3 247.4   3 234     CASH FLOW STATEMENT (reported)   Unaudited   U	Total non-current liabilities	1 778.1	1 755.1		1 714.1
Income taxes payable	Interest-bearing current lease liabilities	50.8	51.2		56.1
VAT & social security payable         91.8         66.1         83           Revolving credit facility         109.4         47.6         43           Other current liabilities         255.1         227.3         224           Total current liabilities         615.0         478.4         544           Total liabilities         2 393.1         2 233.5         2 260           Total equity and liabilities         3 290.0         3 247.4         3 230           CASH FLOW STATEMENT (reported)         Unaudited         Unaudit	Accounts payable	107.4	77.9		134.0
Revolving credit facility	Income taxes payable	0.4	8.3		4.7
Other current liabilities         255.1         227.3         226           Total current liabilities         615.0         478.4         546           Total liabilities         2 393.1         2 233.5         2 260           Total equity and liabilities         3 290.0         3 247.4         3 230           CASH FLOW STATEMENT (reported)         Unaudited	VAT & social security payable	91.8	66.1		83.3
Total current liabilities	Revolving credit facility	109.4	47.6		43.6
Total liabilities	Other current liabilities	255.1	227.3		224.3
Total equity and liabilities         3 290.0         3 247.4         3 230           CASH FLOW STATEMENT (reported)         Unaudited         Date         Descripted         Descripted         Descripted         Descripted         Descripted         Descripted	Total current liabilities				546.0
CASH FLOW STATEMENT (reported)         Unaudited Q2         VTD YTD YTD YTD YTD YTD YTD YTD YTD YTD Y					2 260.1
Figures in NOKm         Q2         Q2         YTD         YTD           Profit before tax         (43.7)         (15.0)         (78.8)         (12           Group contribution         -         -         -         -           Add-back of IFRS16 operational leases         (16.7)         (12.6)         (32.0)         (23           Taxes paid         -         (3.1)         -         (3           Depreciations and write-downs         62.6         57.5         123.1         113           Interest payments to financial institutions         38.5         35.3         77.0         66           Change in net working capital         8.8         (30.4)         (17.0)         (26           Net cash flow from operations         49.5         31.7         72.3         114           Acquistion of tangible assets         (21.6)         (5.1)         (25.1)         (12           Acquistion of tangible assets         (21.6)         (5.1)         (25.1)         (12           Acquistion of intangible assets         (21.6)         (5.1)         (25.1)         (12           Acquistion of intangible assets         (21.6)         (5.1)         (25.1)         (12           Net cash flow from investment activities	Total equity and liabilities	3 290.0	3 247.4		3 230.7
Figures in NOKm         2024         2023         2024         202           Profit before tax         (43.7)         (15.0)         (78.8)         (12           Group contribution         -         -         -         -           Add-back of IFRS16 operational leases         (16.7)         (12.6)         (32.0)         (23           Taxes paid         -         (3.1)         -         (3           Depreciations and write-downs         62.6         57.5         123.1         113           Interest payments to financial institutions         38.5         35.3         77.0         66           Change in net working capital         8.8         (30.4)         (17.0)         (26           Net cash flow from operations         49.5         31.7         72.3         114           Acquistion of tangible assets         (21.6)         (5.1)         (25.1)         (12           Acquisition of intangible assets         (21.6)         (5.1)         (25.1)         (12           Acquisition of intangible assets         (21.6)         (5.1)         (25.1)         (12           Acquisition of intangible assets         (21.6)         (5.1)         (25.1)         (12           Net cash flow from investment activities<	CASH ELOW STATEMENT (reported)	Unaudited	Uppudited	Unaudited	Unauditad
Figures in NOKm         2024         2023         2024         20           Profit before tax         (43.7)         (15.0)         (78.8)         (12           Group contribution         -         -         -         -           Add-back of IFRS16 operational leases         (16.7)         (12.6)         (32.0)         (23           Taxes paid         -         (3.1)         -         (3           Depreciations and write-downs         62.6         57.5         123.1         113           Interest payments to financial institutions         38.5         35.3         77.0         66           Change in net working capital         8.8         (30.4)         (17.0)         (26           Net cash flow from operations         49.5         31.7         72.3         114           Acquisition of tangible assets         (21.6)         (5.1)         (25.1)         (12           Acquisition of intangible assets         (21.6)         (5.1)         (25.1)         (12           Other investment activities/issuance of capital         -         -         -         -         -           Net cash flow from investment activities         (29.3)         (11.4)         (40.1)         (25           Net repayment	CASITI LOW STATEMENT (reported)				YTD
Profit before tax         (43.7)         (15.0)         (78.8)         (12           Group contribution         -         <	Figures in NOKm				
Group contribution         -					
Add-back of IFRS16 operational leases       (16.7)       (12.6)       (32.0)       (23         Taxes paid       -       (3.1)       -       (3         Depreciations and write-downs       62.6       57.5       123.1       113         Interest payments to financial institutions       38.5       35.3       77.0       66         Change in net working capital       8.8       (30.4)       (17.0)       (26         Net cash flow from operations       49.5       31.7       72.3       114         Acquisition of tangible assets       (21.6)       (5.1)       (25.1)       (12         Acquisition of intangible assets       (7.7)       (6.3)       (15.0)       (12         Other investment activities/issuance of capital       -       -       -       -         Net cash flow from investment activities       (29.3)       (11.4)       (40.1)       (25         Net repayment of debt to financial institutions       (6.5)       (7.5)       (13.8)       (15         Interest payments to financial institutions       (38.5)       (35.3)       (77.0)       (68         Add-back of IFRS16 interest costs       2.6       2.0       5.1       3         Change in revolving credit facility debt       21.2		` ′	, ,	(70.0)	
Taxes paid       -       (3.1)       -       (3         Depreciations and write-downs       62.6       57.5       123.1       113         Interest payments to financial institutions       38.5       35.3       77.0       68         Change in net working capital       8.8       (30.4)       (17.0)       (26         Net cash flow from operations       49.5       31.7       72.3       114         Acquisition of tangible assets       (21.6)       (5.1)       (25.1)       (12         Acquisition of intangible assets       (7.7)       (6.3)       (15.0)       (12         Other investment activities/issuance of capital       -       -       -         Net cash flow from investment activities       (29.3)       (11.4)       (40.1)       (25         Net repayment of debt to financial institutions       (6.5)       (7.5)       (13.8)       (15         Interest payments to financial institutions       (38.5)       (35.3)       (77.0)       (68         Add-back of IFRS16 interest costs       2.6       2.0       5.1       3         Change in revolving credit facility debt       21.2       16.0       65.8       26         Net cash flow from financing activities       (21.2)       (24.8)	•			(32.0)	(23.9)
Depreciations and write-downs		(10.7)		(02.0)	(3.2)
Interest payments to financial institutions         38.5         35.3         77.0         66           Change in net working capital         8.8         (30.4)         (17.0)         (26           Net cash flow from operations         49.5         31.7         72.3         114           Acquisition of tangible assets         (21.6)         (5.1)         (25.1)         (12           Acquisition of intangible assets         (7.7)         (6.3)         (15.0)         (12           Other investment activities/issuance of capital         -         -         -         -           Net cash flow from investment activities         (29.3)         (11.4)         (40.1)         (25           Net repayment of debt to financial institutions         (6.5)         (7.5)         (13.8)         (15           Interest payments to financial institutions         (38.5)         (35.3)         (77.0)         (68           Add-back of IFRS16 interest costs         2.6         2.0         5.1         3           Change in revolving credit facility debt         21.2         16.0         65.8         26           Net cash flow from financing activities         (21.2)         (24.8)         (19.9)         (53           Net change in cash and cash equivalents         (1.0)	•	62.6		123.1	113.4
Change in net working capital         8.8         (30.4)         (17.0)         (26           Net cash flow from operations         49.5         31.7         72.3         114           Acquistion of tangible assets         (21.6)         (5.1)         (25.1)         (12           Acquistion of intangible assets         (7.7)         (6.3)         (15.0)         (12           Other investment activities/issuance of capital         -         -         -         -           Net cash flow from investment activities         (29.3)         (11.4)         (40.1)         (25           Net repayment of debt to financial institutions         (6.5)         (7.5)         (13.8)         (15           Interest payments to financial institutions         (38.5)         (35.3)         (77.0)         (68           Add-back of IFRS16 interest costs         2.6         2.0         5.1         3           Change in revolving credit facility debt         21.2         16.0         65.8         26           Net cash flow from financing activities         (21.2)         (24.8)         (19.9)         (53           Net change in cash and cash equivalents         (1.0)         (4.5)         12.3         36           Cash and cash equivalents at start of period         86.4	•				68.2
Net cash flow from operations         49.5         31.7         72.3         114           Acquistion of tangible assets         (21.6)         (5.1)         (25.1)         (12           Acquisition of intangible assets         (7.7)         (6.3)         (15.0)         (12           Other investment activities /issuance of capital         -         -         -         -           Net cash flow from investment activities         (29.3)         (11.4)         (40.1)         (25           Net repayment of debt to financial institutions         (6.5)         (7.5)         (13.8)         (15           Interest payments to financial institutions         (38.5)         (35.3)         (77.0)         (68           Add-back of IFRS16 interest costs         2.6         2.0         5.1         3           Change in revolving credit facility debt         21.2         16.0         65.8         26           Net cash flow from financing activities         (21.2)         (24.8)         (19.9)         (53           Net change in cash and cash equivalents         (1.0)         (4.5)         12.3         36           Cash and cash equivalents at start of period         86.4         82.8         73.1         42					(26.9)
Acquistion of tangible assets       (21.6)       (5.1)       (25.1)       (12         Acquisition of intangible assets       (7.7)       (6.3)       (15.0)       (12         Other investment activities /issuance of capital       -       -       -       -         Net cash flow from investment activities       (29.3)       (11.4)       (40.1)       (25         Net repayment of debt to financial institutions       (6.5)       (7.5)       (13.8)       (15         Interest payments to financial institutions       (38.5)       (35.3)       (77.0)       (68         Add-back of IFRS16 interest costs       2.6       2.0       5.1       3         Change in revolving credit facility debt       21.2       16.0       65.8       26         Net cash flow from financing activities       (21.2)       (24.8)       (19.9)       (53         Net change in cash and cash equivalents       (1.0)       (4.5)       12.3       36         Cash and cash equivalents at start of period       86.4       82.8       73.1       42					114.9
Acquistion of intangible assets       (7.7)       (6.3)       (15.0)       (12         Other investment activities /issuance of capital       -       -       -       -         Net cash flow from investment activities       (29.3)       (11.4)       (40.1)       (25         Net repayment of debt to financial institutions       (6.5)       (7.5)       (13.8)       (15         Interest payments to financial institutions       (38.5)       (35.3)       (77.0)       (68         Add-back of IFRS16 interest costs       2.6       2.0       5.1       3         Change in revolving credit facility debt       21.2       16.0       65.8       26         Net cash flow from financing activities       (21.2)       (24.8)       (19.9)       (53         Net change in cash and cash equivalents       (1.0)       (4.5)       12.3       36         Cash and cash equivalents at start of period       86.4       82.8       73.1       42					(12.5)
Other investment activities/issuance of capital         -					(12.7)
Net cash flow from investment activities         (29.3)         (11.4)         (40.1)         (25           Net repayment of debt to financial institutions         (6.5)         (7.5)         (13.8)         (15           Interest payments to financial institutions         (38.5)         (35.3)         (77.0)         (68           Add-back of IFRS16 interest costs         2.6         2.0         5.1         3           Change in revolving credit facility debt         21.2         16.0         65.8         26           Net cash flow from financing activities         (21.2)         (24.8)         (19.9)         (53           Net change in cash and cash equivalents         (1.0)         (4.5)         12.3         36           Cash and cash equivalents at start of period         86.4         82.8         73.1         42		-	-	-	(.2,
Net repayment of debt to financial institutions       (6.5)       (7.5)       (13.8)       (15         Interest payments to financial institutions       (38.5)       (35.3)       (77.0)       (68         Add-back of IFRS16 interest costs       2.6       2.0       5.1       3         Change in revolving credit facility debt       21.2       16.0       65.8       26         Net cash flow from financing activities       (21.2)       (24.8)       (19.9)       (53         Net change in cash and cash equivalents       (1.0)       (4.5)       12.3       36         Cash and cash equivalents at start of period       86.4       82.8       73.1       42	•	(29.3)	(11.4)	(40.1)	(25.2)
Interest payments to financial institutions         (38.5)         (35.3)         (77.0)         (68           Add-back of IFRS16 interest costs         2.6         2.0         5.1         3           Change in revolving credit facility debt         21.2         16.0         65.8         26           Net cash flow from financing activities         (21.2)         (24.8)         (19.9)         (53           Net change in cash and cash equivalents         (1.0)         (4.5)         12.3         36           Cash and cash equivalents at start of period         86.4         82.8         73.1         42					(15.4)
Add-back of IFRS16 interest costs       2.6       2.0       5.1       3         Change in revolving credit facility debt       21.2       16.0       65.8       26         Net cash flow from financing activities       (21.2)       (24.8)       (19.9)       (53         Net change in cash and cash equivalents       (1.0)       (4.5)       12.3       36         Cash and cash equivalents at start of period       86.4       82.8       73.1       42					(68.2)
Change in revolving credit facility debt         21.2         16.0         65.8         26           Net cash flow from financing activities         (21.2)         (24.8)         (19.9)         (53           Net change in cash and cash equivalents         (1.0)         (4.5)         12.3         36           Cash and cash equivalents at start of period         86.4         82.8         73.1         42					3.8
Net cash flow from financing activities         (21.2)         (24.8)         (19.9)         (53           Net change in cash and cash equivalents         (1.0)         (4.5)         12.3         36           Cash and cash equivalents at start of period         86.4         82.8         73.1         42					26.2
Net change in cash and cash equivalents         (1.0)         (4.5)         12.3         36           Cash and cash equivalents at start of period         86.4         82.8         73.1         42					(53.6
Cash and cash equivalents at start of period 86.4 82.8 73.1 42	<del>-</del>				36.1
	-				42.2
Cash and Cash Equivalents at end of period 85.4 78.5 85.4 79	Cash and cash equivalents at end of period	85.4	78.3	85.4	78.3



### GENERAL ACCOUNTING PRINCIPLES

The Group consists of the parent company Chip Bidco AS and its subsidiaries in Cegal Group AS. The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the Group's annual financial statements for 2023 which was published on 30 April, 2024.

The company's financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS), and IFRS as adopted by the EU, and are mandatory for financial year beginning on or after 1 January 2020. The accounting principles used for this interim report are consistent with accounting principles in the Group's financial statements for 2023.

In preparing these interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty are in all material respect the same as those that applied in the annual financial statements for 2023.

### NOTE 1 INTANGIBLE ASSETS

		CUSTOMER		ORDER	
(Figures in NOKm)	GOODWILL	RELATIONSHIPS	SOFTWARE	BACKLOG	TOTAL
Acquisition cost 01.01	1 818.0	565.0	446.7	247.5	1 259.2
Additions	1.7	0.0	16.0	0.0	16.0
Disposals	0.0	0.0	0.0	0.0	0.0
Acquisition cost 30.06.2024	1 819.7	565.0	462.7	247.5	1 275.2
Accumulated impairments at 30.06.2024	0.0	0.0	0.0	0.0	0.0
Accumulated amortizations at 30.06.2024	0.0	186.5	225.5	185.7	597.6
Carrying amount 30.06.2024	1 819.7	378.5	237.2	61.9	677.6
Impairment charges YTD 2024	0.0	0.0	0.0	0.0	0.0
Amortization YTD 2024	0.0	27.0	30.3	20.6	78.0
Useful economic life	Indefinite	4-11 years	3-10 years	6 years	
Amortization plan		Linear	Linear	Linear	

Of the NOK 30.3 million in Software amortisations year to date, NOK 14.8 million is related to amortisations of purchase price allocation elements and NOK 15.5 million is related to amortisations of capitalized R&D.



## **NOTE 2 TANGIBLE ASSETS**

		RIGHT-OF-		
	RIGHT-OF-USE	USE ASSET		
	ASSET IT-	OFFICE	TANGIBLE	
(Figures in NOKm)	EQUIPTMENT	LEASES	ASSETS	TOTAL
Acquisition cost 01.01	158.1	236.3	120.6	515.0
Additions	0.0	4.1	25.1	29.2
Disposals	0.0	0.0	0.0	0.0
Acquisition cost 30.06.2024	158.1	240.4	145.7	544.2
Accumulated impairments at 30.06.2024	0.0	0.0	0.0	0.0
Accumulated depreciations at 30.06.2024	138.5	153.8	85.1	377.4
Carrying amount 30.06.2024	19.5	86.6	60.7	166.8
Impairment charges YTD 2024	0.0	0.0	0.0	0.0
Depreciation YTD 2024	7.1	25.1	12.9	45.1
Useful economic life	2-5 years	2-5 years	2-5 years	
Depreciation plan	Linear	Linear	Linear	

## **NOTE 3 REVENUE**

55.4 22.4 58.4	56.6 20.1 16.0	337.3 129.7 210.5	333.6 116.9 127.1
55.4	56.6	337.3	333.6
60.3	60.4	355.2	365.9
Q2 2024	Q2 2023	YTD 2024	YTD 2023
	60.3	60.3 60.4	60.3 60.4 355.2

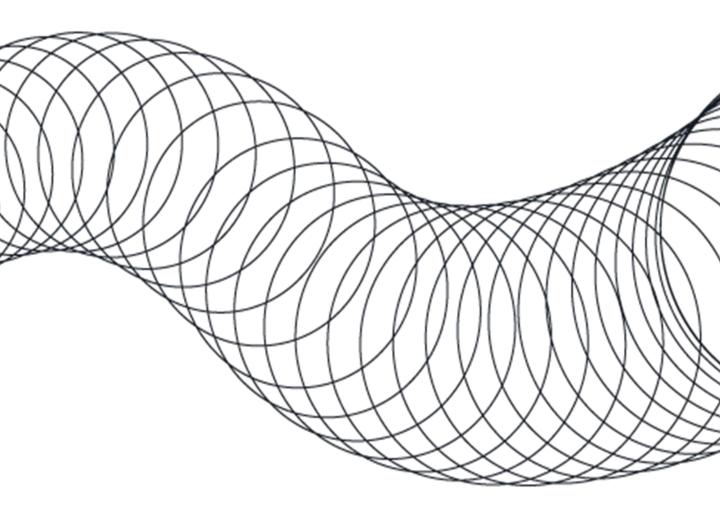
The activity distribution per business unit in this note is based on reported figures.

## **NOTE 4 SUBSEQUENT EVENTS**

No subsequent events after balance sheet day has been recognized.

# REPORTED INTERIM UNCONSOLIDATED FINANCIAL INFORMATION – CHIP BIDCO AS

- Profit & loss statement
- Balance sheet statement
- Cash flow statement



(94.0)

(98.9)

21.7

(77.1)

0.0 %

(80.7)

(81.9)

18.0

(63.9)

0.0 %

(175.6)

(181.4)

39.9

(141.5)

0.0 %

(151.6)

(153.2)

33.7

(119.5)

0.0 %

REPORTED PROFIT & LOSS	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited
	Q2	Q2	YTD	YTD	LTM Q2	LTM Q2
Figures in NOKm	2024	2023	2024	2023	2024	2023
Operating revenue	n.a	n.a	n.a	n.a	n.a	n.a
Cost of goods sold	n.a	n.a	n.a	n.a	n.a	n.a
Salaries	n.a	n.a	n.a	n.a	n.a	n.a
Other operating costs	(2.4)	(0.8)	(4.8)	(1.2)	(5.9)	(1.7)
EBITDA	(2.4)	(0.8)	(4.8)	(1.2)	(5.9)	(1.7)
Depreciations	n.a	n.a	n.a	n.a	n.a	n.a
Amortisations	n.a	n.a	n.a	n.a	n.a	n.a
EBIT	(2.4)	(8.0)	(4.8)	(1.2)	(5.9)	(1.7)

(42.0)

(42.8)

9.4

(33.4)

0.0 %

(47.7)

(50.0)

11.0

(39.0)

0.0 %

Net financial items

EBITDA margin %

Estimated tax

Net profit

EBT (profit before tax)

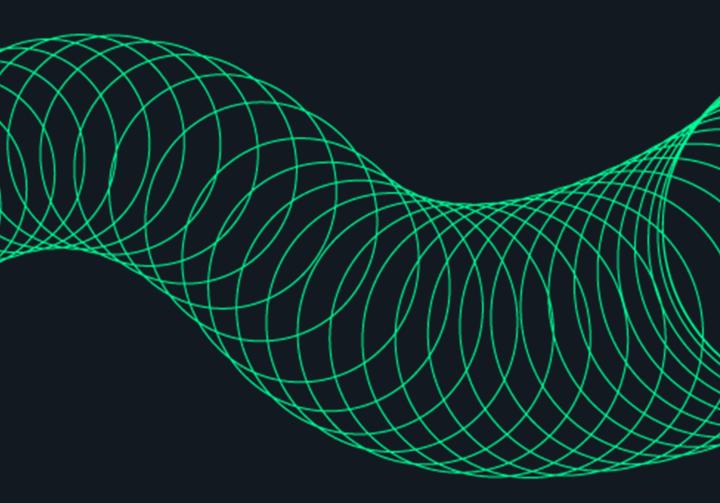
BALANCE SHEET (reported)		Unaudited		Unaudited
Figures in NOKm		30.06.2024		30.06.2023
Assets				
Goodwill		0.0		0.0
Intangible assets		0.0		0.0
Tangible fixed assets		0.0		0.0
Other assets		2 968.5		2 968.5
Total non-current assets		2 968.5		2 968.5
Trade receivables		0.0		0.0
Prepayments		0.5		0.3
Other receivables		117.1		112.0
Bank deposits, cash and similar		4.1 121.7		2.0 114.3
Total current assets  Total assets		3 090.1		3 082.8
Total assets		3 090.1		3 002.0
Equity and liabilities				
Share capital		0.2		0.2
Share premium reserve		1 099.9		1 267.8
Retained earnings		(21.8)		(21.8)
Total equity		1 078.3		1 246.2
Deferred tax		0.0		0.0
Interest-bearing long-term liabilities		1 500.0		1 500.0
Interest-bearing lease liabilities		0.0		0.0
Other long-term liabilities		488.5		329.4
Total non-current liabilities		1 988.5		1 829.4
Interest-bearing current lease liabilities		0.0		0.0
Accounts payable		0.3		0.8
Income taxes payable		0.0		0.0
VAT & social security payable		(0.2)		(0.2)
Revolving credit facility		0.0		0.0
Other current liabilities		23.2		6.6
Total current liabilities		23.3		7.1
Total liabilities		2 011.8 3 090.1		1 836.6 3 082.8
Total equity and liabilities		3 090.1		3 002.0
CASH FLOW STATEMENT (reported)	Unaudited	Unaudited	Unaudited	Unaudited
	Q2	Q2	YTD	YTD
Figures in NOKm	2024	2023	2024	2023
Profit before tax	(50.0)	(42.8)	(98.9)	(81.9)
Group contribution	n.a	n.a	n.a	n.a
Add-back of IFRS16 operational leases	n.a	n.a	n.a	n.a
Taxes paid	n.a	n.a	n.a	n.a
Depreciations and write-downs	n.a	n.a	n.a	n.a
Interest payments to financial institutions	(38.3)	(35.1)	(76.6)	(67.8)
Change in net working capital	5.1	6.9	28.1	12.8
Net cash flow from operations	(83.3)	(71.0)	(147.4)	(136.9)
Acquistion of tangible assets	n.a	n.a	n.a	n.a
Acquistion of intangible assets	n.a	n.a	n.a	n.a
Other investment activities/issuance of capital	48.9	39.6	80.8	77.2
Net cash flow from investment activities	48.9	39.6	80.8	77.2
Net repayment of debt to financial institutions	(3.2)	(3.2)	(6.5)	(6.5)
Interest payments to financial institutions	38.3	35.1	76.6	67.8
Add-back of IFRS16 interest costs	n.a	n.a	n.a	n.a
Change in revolving credit facility debt	n.a	n.a	n.a	n.a
Net cash flow from financing activities	35.1	31.9	70.1	61.3
Net change in cash and cash equivalents	0.7	0.5	3.6	1.6
Cash and cash equivalents at start of period	3.4	1.6	0.5	0.4
Cash and cash equivalents at end of period	4.1	2.0	4.1	2.0



## **Chip Bidco AS**

Org. nr. 923 807 888

www.cegal.com +47 52 04 00 00



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