

**Q4 2021 Interim Report** 

# **Highlights**

# **Financial highlights**

- Reported revenue up 97% to NOK 40.0 million, compared to the same quarter last year, acquisitions accounted for NOK 16.6 million or 84% of the increase
- Organic revenue growth at 19% in Q4 and 30% for 2021 (constant currency)
- Strong order inflow with 35 new units<sup>1</sup> signed during the fourth quarter, despite pandemic turbulence impacting sales processes
- Adjusted EBITDA of NOK 10.5 million and margin of 26% in Q4 2021
- Adjusted EBIT of NOK 5.5 million and margin of 14% in Q4 2021

# Other highlights

- Ramped up investments for developing Webdoc X, our new product for the European market
- High M&A activity continued during the quarter

# Events after end of the period

Acquisition of Medrave signed in December 2021 and closed in January 2022

<sup>&</sup>lt;sup>1</sup> Units are defined as number of physical entities (clinics or hospitals) or customers



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# **Key figures**

# **Financial overview**

	Q4	Q4	FY	FY	FY
NOK million	2021	2020	2021	2020	2019
Group					
Revenue	40.0	20.3	137.1	70.6	47.9
Adj. EBITDA <sup>1</sup>	10.5	6.9	45.5	23.3	11.9
EBITDA margin	26.2%	33.9%		33.0%	24.8%
Adj. EBIT <sup>1</sup>	5.5	4.8	26.1	14.3	7.7
EBIT margin	13.8%	23.6%	19.1%	15.1%	9.4%
Capitalized development	13.6	4.5	40.8	16.1	10.7
Cash balance	895.2	221.2	895.2	221.2	10.9
Signed units	35	25	154	91	89
Units EOP <sup>2</sup>	846	495	846	495	404

<sup>1:</sup> See - Alternative Performance Measures

# Financial overview per business unit

Q4 2021 financials (NOK	Evimeria EMR	Avans Soma			Webdoc NO &	
million)	AB	AS	Metodika AB	Carasent ASA	Webdoc X	Group
Revenue	23.4	9.2	7.4			40.0
% Growth YoY <sup>1</sup>	15%	38%	-10%			97%
Adj. EBITDA <sup>2</sup>	9.3	2.4	0.9	-1.8	-0.2	10.5
% Margin	40%	26%	12%	-	-	26%
Adj. EBIT <sup>2</sup>	6.6	0.6	0.3	-1.8	-0.2	5.5
% Margin	28%	6%	5%	-	-	14%
New units	32	1	2	-	-	35
Units EOP	619	171	56	-	-	846
Capitalized development	3.3	2.6	-	=	7.7	13.6

 $<sup>1:</sup> For illustrative \ purposes, the \ above \ table \ includes \ pro-forma \ financial \ information \ for \ Avans \ Soma \ and \ Metodika \ for \ Q4\ 2020$ 



<sup>2:</sup> Includes new units from acquisitions, End of Period ("EOP")

<sup>2:</sup> See - Alternative Performance Measures

# Letter to our shareholders

#### Dear shareholders,

Like last year, 2021 has been characterized by the pandemic affecting us in various ways. Despite short term negative effects, we see that the willingness to review old ways of working and to invest in new digital tools has increased, and we are well positioned to meet that need with our products and services.

We have been taking steps towards "One Carasent" and one platform in line with our communicated strategy through organizational changes, establishing a way of working where new developed features in our products fit in to our common modularized platform. Further strengthening of the organisation and architectural changes will be a high priority area during 2022 which will also secure future scalability and flexibility to target new customer segments.

The reaction from our existing and acquired customers have been very positive to the communicated strategy and we will, in collaboration with our customers, work to fill the gap in functionality to migrate them to the Webdoc platform. The first target for us is Metodika EPM customers in Sweden and Norway and some clinics in Sweden have already migrated to Webdoc during the year.

In the beginning of 2021, we provided a guidance of 35% organic revenue growth and 40% EBITDA margins for Evimeria and Avans Soma for the full year. In Q3 2021 we revised the revenue guidance to 30 – 35% due to delayed implementation of signed customers affecting license and consulting revenues in the short-term.

The reported revenue figures for 2021 are in line with the revised guidance, with revenue growth of 30% and EBITDA margins ended at 39.5% for 2021.

2021 guidance vs. actuals	Initial guidance	Updated guidance	2021A
Evimeria & Avans Soma (NOKm)		(as per Q3)	
Revenue	123	119 - 123	119
Revenue growth	35%	30 - 35%	30%
EBITDA	49.4	47.5 - 49.4	47.0
EBITDA margin	40%	40%	39%

## **Financial Metrics**

#### New units and revenues

We have executed on our growth strategy during 2021, including winning new customers and growing existing customers along the communicated strategic priorities of expanding within product, segment and geographical dimensions. Revenue growth was 97% during Q4 2021, where 84% was related to acquisitions. We grew organically at 30% during for 2021 (constant currency), which was in line with our guidance. Organic growth in Q4 came in at 19% (constant currency), again impacted by the delayed start-up of signed contracts with new customers.



The new covid wave has impacted our customers significantly, shifting the focus back to the pandemic and vaccinations. However, we signed 35 new units during Q4 2021, a robust increase compared to 25 units in Q4 2020. Our ability to keep customer intake at high levels was mainly driven by smaller independent customers, while sales processes with larger customers have been affected as a change in EHR system is not prioritized due to capacity constraints.

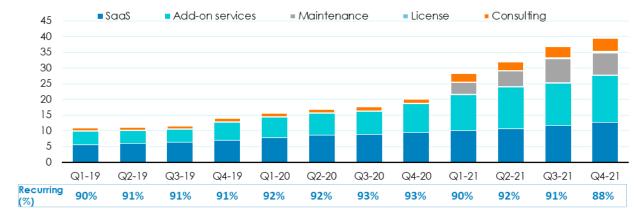
The total number of units amounted to 846 end of 2021 where 154 units have been added organically during 2021 compared to 91 units in 2020. There is ample room for growth within our core markets where new sales have been generated almost exclusively from word-of-mouth historically. We now see opportunities to increase our focus on outbound sales and marketing going forward, as our portfolio of products is highly demanded in the market.

We have also continued to focus on implementing the backlog of signed customers that has postponed implementation due to covid, making good progress during the quarter. However, this has continued to affect our revenues negatively in Evimeria, and we also expect to see effects of this in the coming months. While this creates some short-term headwinds, the remaining customers will be onboarded. As this represents a delay in revenues rather than a loss the slowdown is temporary in nature, and we are confident that the run rate will improve in 2022.

The contracted annual recurring revenue ("ARR", monthly recurring revenue multiplied by 12) related to entry point license from new clinics for Evimeria was NOK 6.1 million in 2021 compared to NOK 2.2 million in 2020. The reported license revenue from new clinics was NOK 2.0 million in 2021 compared to NOK 1.8 million in 2020.

Our existing customer base also continues to drive our revenues through a combination of new an underlying user growth and new add-on services. The ratio of license and integrated services was 1 to 1.0 in Q4 2021 for Webdoc customers, with a net retention rate of 114%. Our ecosystem of products and services is continuously expanding through several avenues, including own developed services, third party services and M&A.

### Revenue by service (NOKm)





### **Earnings**

Gross margin increased 2.2 percentage points to 81.8% in Q4 2021 compared to Q4 2020 driven by a shift in business mix as a result of the acquisitions of Avans Soma and Metodika, that has higher gross margins due to lower level of add-on services.

Adj. EBITDA increased 52% to NOK 10.5 million compared to Q4 2020, while margins decreased from 34% to 26% for the group. The decrease in margins was driven by effects of the acquisitions made in the period, while Evimeria continues to demonstrate scalable margins.

# **Outlook and guidance**

The effects of the pandemic will remain with us for a period going forward, creating a high degree of uncertainty for our customers. The stated effects on delayed implementation and sales processes will impact us during the first half of 2022, but we expect the growth rates and margins to remain robust throughout the year. Given the current situation with easing of restrictions and a return to normal life, we may see a more predictable onboarding of our customer backlog.

We provide the following guidance for 2022:

- Revenue NOK >200 million (excluding potential from additional M&A)
- Group EBITDA margin in line with 2021



### **Business units**

**Evimeria** signed 32 new units during the quarter and 124 new units during 2021, ending the quarter with 619 units.

Evimeria reported revenues of NOK 23.4 million in Q4 2021, compared to NOK 20.3 million in Q4 2020, a growth 15% (22% in local currency). The was in line with our expectations, impacted by delayed implementation of new customers affecting license and consulting revenues within the quarter.

EBITDA amounted to NOK 9.3 million in Q4 2021, corresponding to EBITDA margins of 40% and a growth of 16% compared to Q4 2020. EBIT amounted to NOK 6.6 million compared NOK 5.7 million in Q4 2020, corresponding to a growth of 16%.

**Avans Soma** signed 1 new unit during the quarter and 31 new units during 2021.

Avans Soma reported revenues of NOK 9.2 million, up 38% from Q4 2020. The growth is driven by both upsell on the existing customer base and from new customers. The ongoing shift from onpremise to cloud solutions and the onboarding of new customers is progressing according to plan.

**Avans Soma** delivered EBITDA of NOK 2.4 million in Q4 2021 corresponding to EBITDA margins of 26%, increased from NOK 0.3 million in Q4 2020. EBIT amounted to NOK 0.6 million compared to NOK (1.3) million in Q4 2020.

**Metodika** signed 2 new units during the quarter and delivered revenues of NOK 7.4 million, slightly down (5%) from comparable figures for Q4 2020 (constant currency). The process of converting Metodika's business model from license sales to recurring revenues will continue, adversely affecting near-term revenues while improving the long-term value of the portfolio.

Metodika delivered EBITDA of NOK 0.9 million and EBIT of NOK 0.3 million in Q4 2021.

**Other** including Carasent ASA, Webdoc NO/X and eliminations, had a quarter with a recurring OPEX level of NOK 1.8 million and a depreciation effect on acquisitions according to Purchase Price Allocation (PPA) of NOK 0.8 million, in addition to a non-cash flow affecting cost allocation for the options scheme of NOK 13,9 million. Carasent ASA had additional non-recurring OPEX of NOK 8.0 million during Q4 2021 mainly related to acquisition cost.

Webdoc NO and Webdoc X are expansion initiatives that currently is not generating any revenues but has potential to drive long-term growth for Carasent.



#### **Investments**

Our industry is developing rapidly and healthcare providers continue to demand new digital services. We have several ongoing expansion initiatives to capitalize on this, both organically and through M&A.

Capital expenditures increased significantly to NOK 13.6 million in Q4 2021, of which NOK 7.7 million was related to our new platform for the European market, Webdoc X, and the ongoing Norwegian expansion for Webdoc.

#### Webdoc X

After a preparation phase during 2021, we have made the decision to invest significantly into an EHR platform tailored for the broader European market, Webdoc X.

In the spring of 2021, we established a collaboration with the Swedish digital healthcare provider Mindler in their European launch. In parallel with this, we have conducted a comprehensive market research, which confirmed our hypothesis that there is a high degree of privatized healthcare that often lacks solutions to meet the digital demand.

The market is ripe for disruption and we now see a window of opportunity. This will require significant investments and has also impacted the capex level during Q4 2021. We aim to launch the product commercially during 2023 and we are building the offering based on our deep industry knowledge.

### **Webdoc Norway**

The Webdoc platform is now ready for a Norwegian launch for smaller pay-out-of-pocket customers. We have recruited several key personnel for our commercial organization in Norway during Q4 2021 and will continue to strengthen the sales and marketing team with focus on building our pipeline of potential customers in the Norwegian market more aggressively. During the first half of 2022 we will focus on finalizing the required integrations to address the publicly funded customers within our target segments and to secure our first customers of Webdoc in Norway.

### **Acquisition of Medrave**

On December 16th, we announced the acquisition of Medrave, the leading provider of quality management solutions in the Swedish market. This was the third acquisition completed during the last twelve months. The quality improvements tools developed by Medrave will expand our offering with a product in high demand among our customer base and enable us to service our clients in a new segment, the public healthcare sector.

Medrave's complementary products will strengthen Carasent's offering and provide cross sale potential within primary and specialist care in Sweden. Medrave is also aiming to scale up their presence in the Norwegian market, which is well in line with our own strategy of launching Webdoc in Norway. In summary, this transaction provides a strong rationale adding a new product to our portfolio in line with communicated strategic priorities of expanding within product, segment and geographical dimensions.



Medrave has an attractive customer base of more than 260 clients across Sweden and Norway, covering 1,646 practices and an estimated 8.8 million patients, with  $\sim\!60\%$  of revenue from the public sector in 2020.

Medrave's revenue and EBITDA were approximately SEK 23 million and SEK 6 million as per last twelve months end of October 2021, with 99% recurring revenues and an annually recurring revenue ("ARR") of approx. SEK 22 million.

## **Dennis Höjer**

CEO, Carasent



# **Consolidated financial performance**

#### Net revenue

Revenue of NOK 40.0 million in Q4 2021, an increase of 97% as compared to NOK 20.3 million in Q4 2020. Revenue growth was driven by a combination of organic growth and the acquisitions of Avans Soma and Metodika. The acquisitions accounted for 16.6 million or 84% of the increase in revenues.

# **Expenses**

Gross margin increased 2.0 percentage points to 81.6% in Q4 2021 compared to 79.6% in Q4 2020. The increase was driven by the acquisitions completed during the period, while the organic business (Evimeria) had flat gross margins in the period.

Personnel expenses totaled 15.4 million in Q4 2021, an increase of 145% compared to the same quarter last year mainly impacted by the acquisitions of Metodika and Avans Soma. However, also related to strengthening our commercial organisation as well as new development resources.

Other operational and administrative expenses totaled 14.7 million in Q4 2021, an increase of 4% compared to the same quarter last year driven mainly by an increase in the number of employees.

#### **EBITDA**

Earnings before Interest, Taxes, Depreciation and Amortization (EBITDA) of NOK 2.5 million in Q4 2021, compared to NOK (0.4) million in Q4 2020.

#### D&A

Depreciation and amortization in the Group in Q4 2021 totaled NOK 5.8 million, of which NOK 0.8 million was PPA related amortization.

#### **EBIT**

Earnings before Interest and Taxes (EBIT) of NOK (3.3) million compared to NOK (3.4) million in Q4 2020.

### Net profit

Including positive changes in fair value of previously issued stock options of NOK 13.9 million in Q4 2021, the result was a net profit of NOK 9.8 million as compared to a net loss of NOK (21.9) million during Q4 2020.



## **Capital expenditures**

At the end of Q4 2021, the company had intangible assets amounting to NOK 377 million, where the largest items consisted of capitalized development and goodwill. Capitalized development amounted to NOK 13.6 million in Q4 2021, where NOK 7.7 million was related to the Norwegian expansion for Webdoc and Webdoc X and the remaining NOK 5.9 was related to expansion initiatives for Evimeria and Avans Soma (segment expansion and new functionality).

### Cash balance

Cash balance was NOK 884 million as per end of 2021.



# **Financial Statements - Basis for Preparation**

The enclosed consolidated condensed financial statements have been prepared in accordance with IAS 34 - Interim Financial Reporting.



# CONSOLIDATED STATEMENTS OF INCOME

	Three Mo	nths Ended	12 Months Ended		
	December 31, 2021	December 31, 2020	December 31, 2021	December 31, 2020	
(Amounts in NOK 1 000) Not	e				
Revenue 3	39 977	20 253	137 125	70 576	
<b>Operating Revenues</b>	39 977	20 253	137 125	70 576	
Cost of Sales	7 360	4 138	24 226	13 789	
Gross Profit	32 617	16 115	112 899	56 787	
<b>Operating Expenses</b>					
Employee Compensation and Benefits	15 436	6 309	45 845	21 895	
Other Operational and Administrative Expenses	14 674	10 167	34 056	18 835	
Depreciation and Amortization	5 764	3 013	23 351	12 629	
<b>Total Operating Expenses</b>	35 874	19 489	103 253	53 359	
Net Operating Income/(Loss)	(3 257)	(3 374)	9 646	3 427	
Financial Items					
Interest Expenses	145	162	646	687	
Other Financial (Income)/Expenses 5	(13 750)	17 499	5 267	38 412	
Net Financial Items	(13 605)	17 661	5 913	39 098	
Net Income/(Loss) Before Income Taxes	10 349	(21 035)	3 734	(35 671)	
Income Tax Expense/(Income)	560	910	3 092	2 459	
Net Income/(Loss)	9 788	(21 945)	642	(38 131)	
Attributable to Equity Holders of the Parent	9 788	(21 945)	642	(38 131)	
Earnings Per Share:					
Bas		(0,49)	0,01	(0,85)	
Dilut Weighted Average Common Shares Outstandin		(0,49) 44 884 491	0,01 67 120 235	(0,85) 44 884 491	
weighted Average Common Shares Outstandin	/6 U1 / /5/	44 004 491	07 120 233	44 004 491	



# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Three Mor	nths Ended	12 Months Ended		
_	December 31, 2021	December 31, 2020	December 31, 2021	December 31, 2020	
(Amounts in NOK 1 000)					
Net Income/ (Loss)	9 788	(21 945)	642	(38 131)	
Changes in Translation Differences	(5 812)	(376)	(11 889)	10 536	
Items that may be Reclassified Subsequently to					
the Income Statement	(5 812)	(376)	(11 889)	10 536	
Total Other Comprehensive Income/(Loss) for the Period	(5 812)	(376)	(11 889)	10 536	
Total Comprehensive Income/(Loss) for the Period	3 976	(22 321)	(11 247)	(27 595)	
Attributed to Equity Holders of the Parent	3 976	(22 321)	(11 247)	(27 595)	



# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

		December 31, 2021	December 31, 2020
(Amounts in NOK 1 000)	Note		
ASSETS			
Non-Current Assets			
Goodwill	2	271 990	170 339
Customer Relationships	2	26 733	29 309
Technology		78 584	49 131
<b>Total Intangible Assets</b>		377 307	248 779
Tools and Equipment		1 507	1 198
Right of Use Asset		14 612	15 917
Deferred Tax Assets		1 216	1 117
<b>Total Non-Current Assets</b>		394 641	267 011
Current Assets			
Customer Receivables		20 093	11 071
Other Receivables		950	3 517
Prepaid Expenses		2 161	2 195
Cash and Cash Equivalents		883 756	221 155
<b>Total Current Assets</b>		906 960	237 938
TOTAL ASSETS		1 301 601	504 949



# LIABILITIES AND SHAREHOLDERS EQUITY

Equity Attributed to Equity Holders of the Parent			
Share Capital	4	104 719	73 307
Other Paid-in Capital	4	1 105 556	354 630
Translation Difference Reserves		(2 560)	9 328
Retained Earnings	_	(35 650)	(36 290)
Total Shareholders Equity		1 172 064	400 975
Lease Liability		10 634	12 763
Liability Stock Option Program	5	-	41 180
Deferred Tax Liability	_	9 963	8 873
Total Non-Current Liabilities		20 597	62 816
Current Liabilities			
Trade Accounts Payable		8 942	4 883
Accrued Expenses		24 255	14 840
Contract Liability	_	17 506	6 930
Liability Stock Option Program	5	46 238	-
Current Liabilities to Credit Institutions		-	943
Current Lease Liability		5 703	4 803
Other Current Liabilities	_	6 296	8 759
Total Current Liabilities	_	108 940	41 158
TOTAL LIABILITIES AND EQUITY	_	1 301 601	504 949



# **CONSOLIDATED STATEMENT OF CASH FLOWS**

		12 months ended			
		December 31, 2021	December 31, 2020		
Cash Flows from Operating Activities Profit/(Loss) Before Tax Depreciation and Amortization Interest Expense Fair Value Adjustments Stock Options Change in Accounts Receivable Change in Accounts Payable Change in Current Assets & Liabilities Income Tax Paid Net Cash Flows Provided by Operating Activities  Investments in Intangible and Tangible Assets Acquisition of Company, Net of Cash Paid Cash Flows Used in Investing Activities  Cash Flows from Financing Activities Issuance of Shares Transaction Cost Related to Issuance of Shares Payment Lease Liability Repayment of Debt Net Paid Interest Cash Flows Used in Financing Activities	Note				
Cash Flows from Operating Activities					
Profit/(Loss) Before Tax		3 734	(35 672)		
Depreciation and Amortization		23 351	12 629		
Interest Expense		724	687		
Fair Value Adjustments Stock Options	5	5 061	38 400		
Change in Accounts Receivable		(3 816)	(830)		
Change in Accounts Payable		2 467	1 148		
Change in Current Assets & Liabilities		5 993	4 560		
Income Tax Paid		(2 669)	(2 162)		
Net Cash Flows Provided by Operating Activities		34 844	18 761		
Cash Flows from Investing Activities					
Investments in Intangible and Tangible Assets		(40 625)	(16 131)		
Acquisition of Company, Net of Cash Paid	2	(86 897)	(59 993)		
Cash Flows Used in Investing Activities		(127 522)	(76 125)		
Cash Flour from Financing Activities					
_	2, 3	790 758	286 468		
	2, 3	(28 683)	(13 927)		
		(4 867)	(2 302)		
•		(.007)	(1 234)		
1 7		(724)	(687)		
		756 484	268 318		
Effect of Exchange Rates on Cash and Cash Equivalents		(1 206)	(726)		
Net Change in Cash and Cash Equivalents		662 600	210 228		
Cash and Cash Equivalents at Beginning of Period		221 155	10 928		
Cash and Cash Equivalents at End of Period		883 756	221 156		



# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Share Capital	Other Paid-in Capital	Translation Difference	Retained Earnings	Total Equity
(Amounts in NOK 1 000)			Reserves		
Equity December 31, 2020	73 307	354 630	9 329	(36 290)	400 975
Net Income for the Period	-	-	-	642	642
Other Comprehensive Income	-	-	(11 889)	-	(11 889)
Total Comprehensive Income	-	-	(11 889)	642	(11 247)
Share Issuance	31 412	779 609	-	-	811 021
Transaction Costs	-	(28 683)	-	-	(28 683)
Equity December 31, 2021	104 719	1 105 556	(2 560)	(35 649)	1 172 064

	Share Capital	Other Paid-in Capital	Translation Difference	Retained Earnings	Total Equity
(Amounts in NOK 1 000)			Reserves		
Equity December 31, 2019	54 124	35 819	(1 207)	1 841	90 577
Net Income for the Period	-	-	-	(38 131)	(38 131)
Other Comprehensive Income	-	-	10 536	-	10 536
Total Comprehensive Income	-	-	10 536	(38 131)	(27 595)
Share Issuance	19 183	332 738	-	-	351 921
Transaction Costs	-	(13 927)	-	-	(13 927)
Equity December 31, 2020	73 307	354 630	9 329	(36 290)	400 975



### Note 1 - General information

Carasent ASA ("Carasent", the "Company" or the "Group") is a public Company registered in Norway and traded on the Oslo Stock Exchange with a registered business address Øvre Slottsgate 2B, Oslo, Norway.

The condensed consolidated financial statements for the fourth quarter of 2021 were approved by the Board of Directors for publication on February 9, 2022. The interim financial information is unaudited.

The condensed consolidated financial statements comprise Carasent ASA and its subsidiaries Evimeria EMR AB, Avans Soma Holding and Metodika AB. The interim financial statements are prepared in accordance with the International Accounting Standard (IAS) 34. The condensed consolidated financial information does not include all information and disclosures required in the annual financial statements and should be read in conjunction with the consolidated financial statements for the year ended December 31, 2020, which have been prepared in accordance with International Financial Reporting Standards as adopted by the EU (IFRS).

The accounting policies applied by Carasent in these interim financial statements are consistent with those of the financial year 2020. The presentation currency is NOK (Norwegian Krone). All financial information is presented in NOK thousands, unless otherwise stated. The income statements in 2021 are translated at the average exchange rate year to date due to change in consolidation model. This is a change compared to 2020 where it was translated at the average exchange rate per month. The change has no impact on the balance sheet as it was translated at the closing rate for the period. The change has minor effects and comparable figures are not restated.

Carasent ASA acquired the Norwegian group Avans Soma Holding AS (Avans Soma) on December 10, 2020. Avans Soma is a developer of leading medical record systems and IT solutions in the Norwegian health care market. Avans Soma was consolidated in the Group from December 31, 2020 and consequently comparable figures for 2020 do not include Avans Soma.

Carasent ASA acquired the Swedish company Metodika AB (Metodika) on May 25, 2021. Metodika is a leading provider of Enterprise Practice Management (EPM) solutions to independent hospitals and clinics across 10 European countries. Metodika was consolidated in the Group from 31 May 2021 and consequently comparable figures for 2020 do not include Metodika.



# **Note 2 - Business Combination**

# Acquistions of Metodika AB

Carasent ASA acquired the Swedish company Metodika AB (Metodika) on May 25, 2021. Metodika is a leading provider of Enterprise Practice Management (EPM) solutions to independent hospitals and clinics across 10 European countries. The consideration was NOK 111 million, of which NOK 90.1 million was settled in cash and the remaining in issuance of 588,235 shares to the previous owners of Metodika to a fair value per share of NOK 34.

Preliminary purchase price allocation - assets acquired and liabilities assumed
The amounts recognized at the date of acquisitions in respect of identifiable assets acquired and liabilities assumed are set out in the table below:

(Amounts in NOK 1 000)	Metodika
Purchase consideration	
Cash consideration	90 777
Ordinary shares issued	20 263
Total purchase consideration	111 040
Technology	5 568
Customer relationship	2 729
Deferred tax assets	-
Right of use assets	4 794
Customer receivables	5 197
Cash and cash equivalents	3 880
Deferred tax liability	(1 357)
Lease liability	(4 794)
Trade payables	(1 502)
Accrued expenses and prepaid income	(14 185)
Net other assets and liabilities	1 498
Total net identifiable assets acquired at fair value	1 829
Consideration	111 040
Goodwill	109 210
Net cash outflow arising on acquisition	
Cash consideration	90 777
Less:	
Cash and cash equivalent balances acquired	(3 880)
Net cash outflow arising on acquisition	86 897



Goodwill from the acquisition of Metodika represents expected synergies in the Group and will form a separate cash generating unit.

Acquisition costs of NOK 4.4 million arose as a result of the transactions. These have been recognized as part of other operating expenses in the statement of statement of income.

Metodika has contributed NOK 17.2 million to the Group's revenue since the acquisition date and net income of NOK 2.2 million to the Group's total loss.

If the acquisitions of Metodika had occurred on 1 January 2021, the revenue for the Group would have been NOK 144.2 million and the Group's loss would have been NOK 4.1 million.

# **Note 3 - Revenue and Operating Segment Information**

Following the acquisition of Avans Soma, the Company assessed its internal organizational structure, internal reporting system and geographical business units, and identified the following reportable segments that should be reported separately. Earnings before interest, taxes, depreciation and amortization (EBITDA) is defined as the segment profit or loss.

# **Evimeria segment**

Evimeria is a software and electronic health services provider in the Swedish healthcare sector. The segment generates revenue from selling an electronic medical record (EMR) system and integrated services (partly from third-party developers) to customers in the healthcare sector.

Evimeria's Webdoc technology is a web-based care management system for health professionals which reduces the risk of resource-intensive routines and makes it easier to focus on the core business.

Evimeria's Vårdrummet solution offers a digital platform for interactive health care. It enables healthcare providers to safely communicate with their patients via digital services such as video and chat. It also allows the patient to participate more actively in his or her own care, through health declarations and/or online booking.

# **Avans Soma segment**

Avans Soma is a developer of leading medical record systems and IT solutions in the Norwegian healthcare sector. The segment generates revenue from selling SaaS (Software as a Service) agreements and healthcare products for social care and mental illness rehabilitation.



# Metodika segment

Metodika is a software provider that develops and provides Enterprise Practice Management (EPM) solutions to independent hospitals and clinics across Europe. The segment primarily generates revenue from selling maintenance and SaaS agreements which is categorized as license revenue. Additionally, the segment provides add-on services for its maintenance agreements and consulting work based on customer demand.

### Other

Other includes results from the holding company Carasent ASA, Webdoc NO/X and any effects related to eliminations.

# Operating segments and disaggregation of revenue For the 3 months ended December 31, 2021

				Total operating	Other and	Group
(Amounts in NOK 1 000)	Evimeria	Avans Soma	Metodika	segments	eliminations	total
Profit and loss disclosures						
SaaS	10 977	-	-	10 977	=	10 977
Add-on services	11 346	222	1 973	13 541	-	13 541
Consulting	853	1 625	1 749	4 227	-	4 227
License	-	-	448	448	-	448
Maintenance	-	7 162	3 412	10 574	-	10 574
Other	198	231	(218)	211	-	211
Total revenues	23 374	9 240	7 363	39 977	-	39 977
EBITDA	9 251	2 367	898	12 516	(10 009)	2 507
EBIT	6 637	899	337	7 873	(11 130)	(3 257)
Adjusted EBITDA	9 251	2 367	898	12 516	(2 042)	10 474
Adjusted EBIT	6 637	899	337	7 873	(2 359)	5 514

# For the 3 months ended December 31, 2020

				Total operating	Other and	Group
(Amounts in NOK 1 000)	Evimeria	Avans Soma	Metodika	segments	eliminations	total
Profit and loss disclosures						
SaaS	8 587	-	-	8 587	-	8 587
Add-on services	10 339	-	-	10 339	-	10 339
Consulting	1 272	-	-	1 272	-	1 272
License	-	-	-	-	-	-
Maintenance	-	-	-	-	-	-
Other	56	-	=	56	-	56
Total revenues	20 253	-	-	20 253	-	20 253
EBITDA	8 055	-	-	8 055	(8 416)	(361)
EBIT	5 951	-	-	5 951	(9 325)	(3 374)
Adjusted EBITDA	8 055	-	-	8 055	(1 154)	6 901
Adjusted EBIT	5 951	-	-	5 951	(1 150)	4 801



# For the year ended December 31, 2021

				Total operating	Other and	Group
(Amounts in NOK 1,000)	Evimeria	Avans Soma	Metodika	segments	eliminations	total
Profit and loss disclosures						
SaaS	41 006	-	-	41 006	-	41 006
Add-on services	42 214	774	4 283	47 270	-	47 270
Consulting	3 672	5 435	3 487	12 595	-	12 595
License	-	32	806	839	-	839
Maintenance	-	26 142	8 173	34 316	-	34 316
Other	201	417	482	1 100	-	1 100
Total revenues	87 093	32 801	17 232	137 125	-	137 125
EBITDA	34 889	12 285	4 083	51 258	(18 260)	32 998
EBIT	24 130	4 108	2 685	30 923	(21 277)	9 646
Adjusted EBITDA	34 889	12 285	4 083	51 258	(5 785)	45 473
Adjusted EBIT	24 130	4 108	2 685	30 923	(4 791)	26 132

# For the year ended December 31, 2020

				Total operating	Other and	Group
(Amounts in NOK 1,000)	Evimeria	Avans Soma	Metodika	segments	eliminations	total
Profit and loss disclosures						
SaaS	33 933	-	-	33 933	-	33 933
Add-on services	31 345	-	-	31 345	-	31 345
Consulting	5 043	-	-	5 043	-	5 043
License	-	-	-	-	-	-
Maintenance	-	-	-	-	-	-
Other	254	-	-	254	-	254
Total revenues	70 576	-	-	70 576	-	70 576
EBITDA	27 850	-	-	27 850	(11 794)	16 056
EBIT	18 842	-	-	18 842	(15 416)	3 426
Adjusted EBITDA	27 850	-	-	27 850	(4 532)	23 318
Adjusted EBIT	18 842	-	-	18 842	(4 508)	14 333

# **Earnings before Interest, Taxes, Depreciation and Amortization (EBITDA)**

EBITDA reconciles to net income/(loss) before income tax as follows:

	3 Months Ended		12 Months Ended		
	December 31,	December 31,	December 31,	December 31,	
(Amounts in NOK 1,000)	2021	2020	2021	2020	
EBITDA	2 507	(361)	32 998	16 057	
Depreciation and Amortization	(5 764)	(3 013)	(23 351)	(12 629)	
Interest Expenses	(145)	(162)	(646)	(687)	
Other Financial Expenses	13 750	(17 499)	(5 267)	(38 412)	
Net Income/(Loss) Before Income Taxes	10 349	(21 035)	3 734	(35 671)	



# Note 4 - Equity

In the private placement completed in May 2021 11,007,031 new shares were issued which was valued at NOK 33.40 per share, amounting to NOK 368 million, which was fully paid in cash. The share capital increased by NOK 14,662 thousand to NOK 87,968 thousand.

In conjunction with the acquisition of Metodika AB (May 2021), where 20% of the consideration is agreed to be new shares, Carasent ASA registered 588,235 additional shares on June 4, 2021. The share capital increased by NOK 784 thousand to NOK 88,752 thousand.

In the private placement completed in July 2021 78,617,757 new shares were issued which was valued at NOK 35.05 per share, amounting to NOK 420 million, which was fully paid in cash. The share capital increased by NOK 15,967 thousand to NOK 104,719 thousand.



# Note 5 - Expenses for changes in fair value of previously issued stock options

As announced on November 15, 2019, the Board in Carasent ASA approved a stock option program for up to 2 million shares. The options are structured as warrants based on market value and has a strike of price of NOK 14.47 with a 3-year term. When exercised, the Board has the right to pay the option holder cash instead of issue shares. The market value of the options were calculated to NOK 1.39 per option and have been fully distributed. All 2 million options were subscribed and has been paid for by the option holder. A total of 1,528,562 options were subscribed for by employees and the remaining by primary insiders.

The estimated fair value of the stock options when issued was NOK 1.39 per warrant. As of December 31, 2021, the fair value of the warrants was estimated to be NOK 23.12 per warrant, resulting in a financial liability of NOK 46.2 million for the Company which are presented as current liability since the expiration date is within 12 months. Based on the 2 million options issued, the change in fair value resulted in NOK 5.1 million loss in the 12 months ending 31 December 2021 and a gain of NOK 13.9 million in the fourth quarter isolated (NOK 38.4 loss in 12 months ending 31 December 2020).

### Note 6 - Events after the balance sheet date

After the balance sheet date, Carasent ASA completed the acquisition of Medrave Software AB and increased the share capital by issuing consideration shares in relation to the acquisition.

The acquisition was settled 11 January 2022 for a purchase price of SEK 134 million of which SEK 110 million was settled in cash and SEK 23.75 million was settled by issuance of consideration shares reinvested by key employees.

The share capital will be increased by NOK 835,684.81, divided into 627,391 shares, each with a nominal value of NOK 1.332.

Transaction costs of NOK 3.76 million related to the acquisition is recognized in 2021.

There are no other events after the balance sheet date that needs to be disclosed.



### **Alternative Performance Measures**

Carasent ASA may disclose alternative performance measures as part of its financial reporting as a supplement to the financial statements prepared in accordance with IFRS. Carasent ASA believes that the performance measures provide useful supplemental information to management, investors and other stakeholders and are meant to provide an enhanced insight into the financial development of business operations and to improve comparability between periods.

**EBITDA** is defined as the Net Income/(Loss) for the period before income tax expense, net financial items, depreciation and amortization of fixed and intangible assets.

**EBIT** is defined as the Net Income/(Loss) for the period before net financial items and income tax expense.

**Adjusted EBITDA** is defined as the Net Income/(Loss) for the period before income tax expense, net financial items, depreciation and amortization of fixed and intangible assets adjusted for certain special operating items affecting comparability.

**Adjusted EBIT** is defined as the Net Income/(Loss) for the period before net financial items and income tax expense, adjusted for certain special operating items affecting comparability.

**EBITDA Margin** is defined as EBITDA as a percentage of revenues.

**Adjusted EBITDA Margin** is defined as Adjusted EBITDA as a percentage of revenues.

**EBIT Margin** is defined as EBIT as a percentage of revenues.

**Adjusted EBIT Margin** is defined as Adjusted EBIT as a percentage of revenues.

	Three Mo	nths Ended	12 Months Ended		
	December 31, 2021	December 31, 2020	December 31, 2021	December 31, 2020	
(Amounts in NOK 1 000) N	ote				
Net Income/(Loss)	9 788	(21 945)	642	(38 131)	
Income Tax Expense/(Income)	560	910	3 092	2 459	
Net Financial Items	(13 605)	17 661	5 913	39 098	
Net Operating Income/(Loss)	(3 257)	(3 374)	9 646	3 427	
Depreciation and Amortization	5 764	3 013	23 351	12 629	
(a) EBITDA	2 507	(361)	32 998	16 056	
Adjusted for:					
Transaction costs	6 576	5 762	9 597	5 762	
Other special operating items	1 391	1 500	2 878	1 500	
(b) Adjusted EBITDA	10 474	6 901	45 473	23 318	
(c) Operating revenue	39 977	20 253	137 125	70 576	
EBITDA Margin (a/c)	6,27%	-1,78%	24,06%	22,75%	
Adjusted EBITDA Margin (b/c)	26,20%	34,07%	33,16%	33,04%	



	Three Moi	nths Ended	12 Months Ended			
	December 31, 2021	December 31, 2020	December 31, 2021	December 31, 2020		
(Amounts in NOK 1 000)	Note					
Net Income/(Loss)	9 788	(21 945)	642	(38 131)		
Income Tax Expense/(Income)	560	910	3 092	2 459		
Net Financial Items	(13 605)	17 661	5 913	39 098		
(a) EBIT	(3 257)	(3 374)	9 646	3 426		
Adjusted for:		-				
Transaction costs	6 576	5 762	9 597	5 762		
Other special operating items	1 391	1 500	2 878	1 500		
Amortization excess values	804	913	4 011	3 645		
(b) Adjusted EBIT	5 514	4 801	26 132	14 333		
(c) Operating revenue	39 977	20 253	137 125	70 576		
EBIT Margin (a/c)	-8,15%	-16,66%	7,03%	4,85%		
Adjusted EBIT Margin (b/c)	13,79%	23,70%	19,06%	20,31%		

Transaction costs comprises costs occurred in M&A activity

**Other special operating items** comprises costs related to issuance of new shares and other non-recurring items.

**Amortization excess values** comprises amortization on excess values related to business combinations.



### **About Carasent**

Founded in 1997, Carasent ASA was previously the parent company of Apptix, Inc. Carasent withdrew from the US market in 2017. Carasent focuses on providing digital services to the health care industry. The Company's strategy is to continue to develop and expand digitalization that helps customers to meet challenges in providing efficient and qualitative health care services. For more information, visit <u>carasent.com</u>

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