ELMERA GROUP

2024 Annual Report

ELMERA GROUP

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Norway

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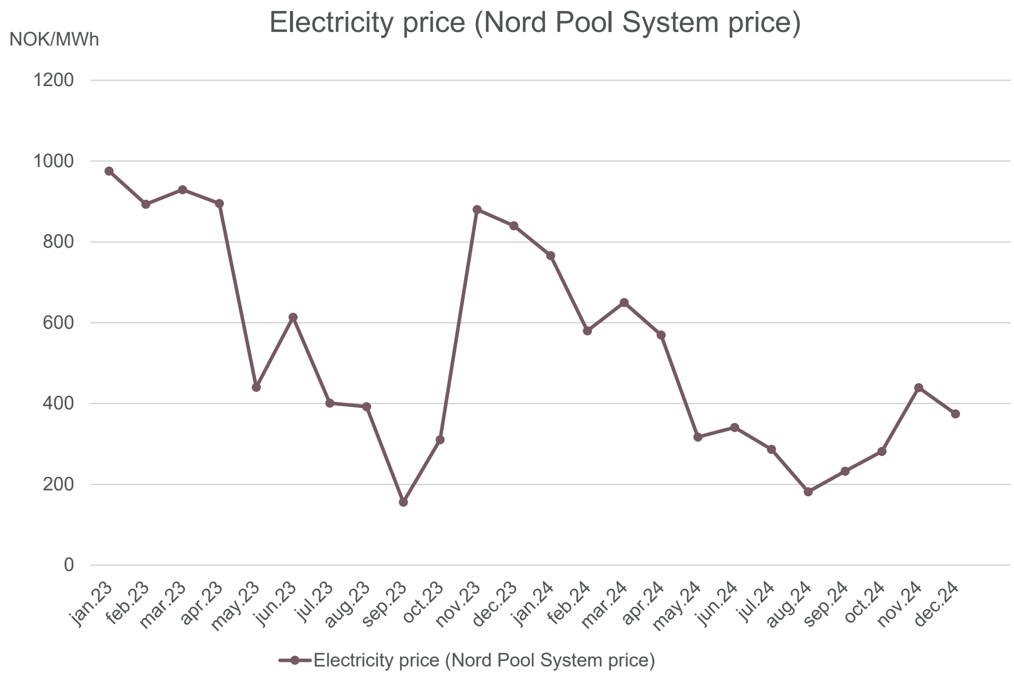
Contents

Annual Report
Elmera Group ASA
and the Elmera Group

Key figures

Key figures

NOK in thousands	2024	2023
Revenue	12 229 493	18 920 598
Net revenue	1 776 911	1 728 071
Net revenue adjusted	1 792 709	1 732 998
EBIT reported	436 181	359 202
EBIT adjusted	569 013	513 171
EBITDA	814 068	745 721
EBITDA adjusted	832 766	776 610
Basic earnings per share (NOK)	3,25	1,77
Diluted earnings per share (NOK)	3,19	1,74
EBIT margin	25 %	21 %
EBIT margin adjusted	32 %	30 %
Net interest bearing debt (cash)	802 156	568 729
Capex excl. M&A	68 419	52 477
Volume sold (GWh)	17 075	17 873
# of deliveries ('000) excl. Extended Alliance	905	920



Part 1

1.1 Letter from the CEO

ELMERA GROUP

Letter from the CEO

Dear Shareholders,

Over the past years, Elmera Group has evolved significantly. Once known solely as Fjordkraft Holding and focused on owning a single electricity retailer in Norway, we now encompass four core electricity retail companies - supported by associates and joint ventures - united in our purpose:

To create the most attractive electricity retailers in the Nordics.

Throughout 2024, we have continued to refine and strengthen our core business. We have progressively de-risked our product portfolios, particularly in Finland and Sweden, and adapted the contract structure in Norway to better align with market volatility and the current electricity support scheme. This has made our business model more robust, preserving healthy margins while enhancing stability and predictability for both our customers and the Group.

We remain committed to creating value for our shareholders, which is also illustrated by our strategic capacity to develop and realise value through spin-offs. In December, we completed the sale of our 40% ownership in the technology company Metzum AS, following on from the previous partial divestiture of Fjordkraft Mobil in 2022. These steps reflect our continuing focus on delivering strong financial performance, while staying agile and responsive to market opportunities. We delivered on all our financial targets for 2024, and now we are shifting the focus towards 2025.

The past years have brought increased attention to electricity retailers in the Nordics. Volatile electricity prices, evolving regulations, and heightened consumer awareness have underscored the importance of compliance and transparency.

Elmera Group has long been a front-runner in engaging proactively with regulators, consumer authorities and politicians in Norway and the EU. Over this period, we have elevated our invoicing transparency, adapted to new legislative requirements and introduced technological solutions that enable our customers to optimise energy usage, while strengthening our role as trusted advisors.

These initiatives reinforce our leadership position in Norway, where Fjordkraft remains the market-leading retailer. Simultaneously, our brands - Gudbrandsdal Energy in Norway and Nordic Green Energy in Sweden and Finland - are achieving ever-higher levels of customer satisfaction and brand recognition, a testament to our commitment to delivering value for our customers.

In line with our strategic growth ambitions in the Nordics, we see significant potential for increasing our market share in Sweden and Finland. Nordic Green Energy will continue as our consumer brand in both markets, while we will introduce Fjordkraft as a Pan-Nordic brand for business customers, reflecting the success of our cross-border product management initiatives.

To support these ambitions, we are strengthening our own sales capabilities, migrating the operations to the Elmera IT platform and continuously enhancing our product offerings to meet the evolving needs of these markets.

The Norwegian Business segment remains stable, underpinned by a large and diversified customer base and a strong market position, and we will continue to refine our services so customers can manage changing energy needs more effectively.

As part of the Group's New Growth Initiatives, AllRate is now offering its rating and billing

Rolf Barmen, Chief Executive Officer *Photo: Frode Fjellstad* services to grid operators, expanding our market reach. Meanwhile, our revised electricity sourcing model through Elmera Energy introduces new opportunities to optimise power purchasing, leverage data-driven insights, and further enhance profitability.

Proposals around electricity subsidising schemes in Norway remain under political discussion, but the important role of the electricity retailers remains unchanged. As the leading player in the industry, with a cutting-edge technological platform and the largest customer base in Norway, we will continue to assist and advice our customers in optimising their energy consumption as well as their grid rent through our digital solutions and customer service, also with an improved subsidising scheme in place.

Thanks to our stable financial profile, proven ability to adapt to shifting regulations and market conditions and our high cash-conversion business model, Elmera Group is well positioned to pursue growth opportunities while consistently delivering attractive returns to shareholders.

As we close another eventful year, I would like to express my gratitude to our dedicated employees, customers, and partners for making 2024 such a success. We enter 2025 with confidence that Elmera Group's vision, resources, and strategic direction will keep us at the forefront of electricity retail in the Nordics.

Thank you for your continued support.

Rolf Barmen ,
Chief Executive Officer, Elmera Group

Part 2

2.1 Elmera Group at a glance

ELMERA GROUP

Our business

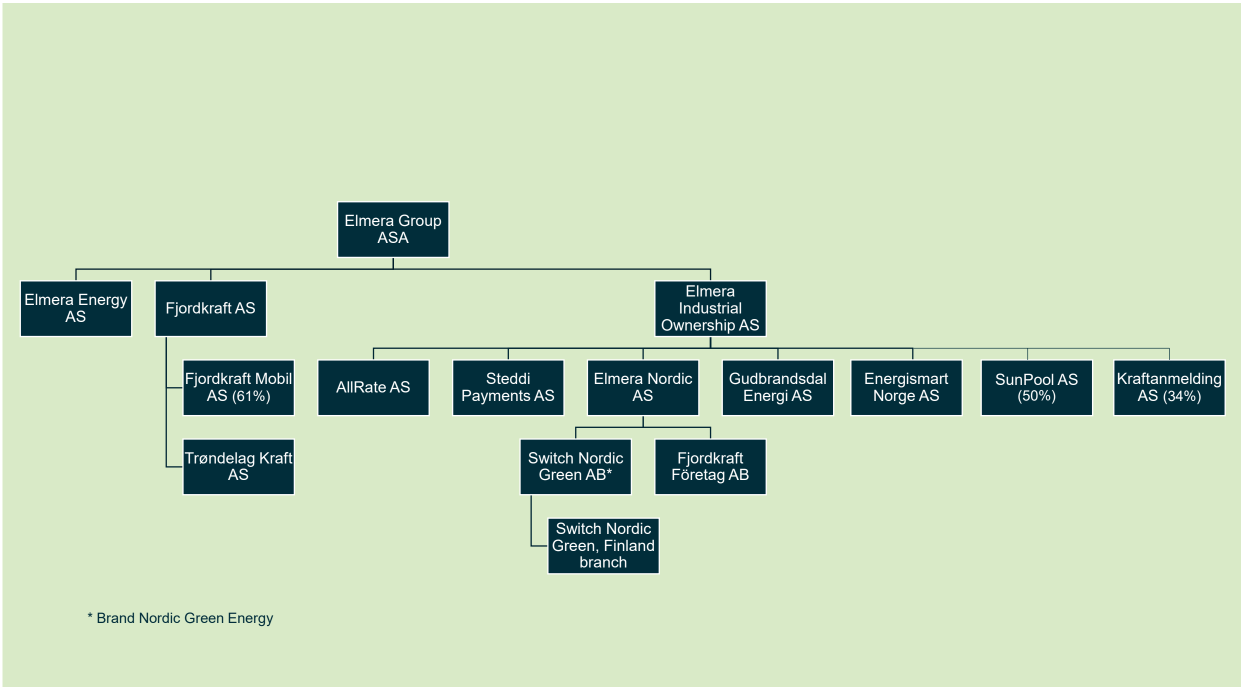
- Fjordkraft
- TrøndelagKraft
- Fjordkraft Mobil
- Gudbrandsdal Energi
- KRAFTALLIANSEN
- Steddi
- Nordic Green Energy
- AllRate
- SUNPOOL
- Kraftanmelding
- Elmera Energy

Elmera Group

Providing consumers, businesses and the wholesale market with electricity, billing & rating services and electricity related technology solutions.

PURPOSE To create the most attractive electricity retailers in the Nordics
VISION Supply 3 million people with electricity services at home and at work
VALUES Simplify - Be friendly - Create value

Company Structure:



Our business

Elmera Group ASA uses the following segments in its financial reporting:

- Consumer, Norway
- Business, Norway
- Nordic, electricity sales business in Switch Nordic Green, Sweden and Finland
- New Growth Initiatives (NGI) comprise of other business activities (sale of EV chargers, PV panels, mobile services, power sale and related services to Alliance partners payment solutions and strategic expenditures) which are not considered separate operating segments.

Consumer market, Norway

The Group has several brands, Fjordkraft, TrøndelagKraft and Gudbrandsdal Energi. Its overall market share in the consumer segment in Norway is approximately 24 per cent.

Business market, Norway

Elmera Group is a leading supplier to the business market. Its overall market share in the business segment in Norway is approximately 22 per cent. Products range from straightforward electricity contracts to advanced power portfolio management.

Customers range from energy-intensive industrial manufacturers and large corporations with facilities all over the country to small local businesses. Digital energy reporting and analysis tools help businesses achieve efficient energy use. Elmera Group also offers various power purchase agreements and energy and environmental advice.

Nordic

Elmera Group has a subsidiary called Switch Nordic Green AB. The company sells renewable energy and electricity contracts with guarantees of origin (GoOs) in the consumer and business markets under the brand name Nordic Green Energy.

NGI – New Growth Initiatives

Mobile

In April 2017, Fjordkraft became a mobile service provider. Fjordkraft offers its customers low-cost mobile services via Telia's network. Fjordkraft is the largest mobile service provider in Norway without its own telecommunications network.

Elmera Group and Telia entered into cooperation on mobile customers through Fjordkraft Mobil AS. Fjordkraft AS owns 61 per cent of Fjordkraft Mobil AS, while the remaining shares are owned by Telia Norge AS.

Extended Alliance

Elmera Group delivers billing and payment services for electricity and broadband companies via AllRate AS. The platform was developed by Fjordkraft and is operated and upgraded by its jointly owned software.

Alliance partners

The alliance concept is Elmera's collaboration model for power producers and electricity retailers in rural areas. Elmera Group provides services related to power trading and market support to electricity companies across Norway. These are electricity retailers, power grid companies and power producers. The alliance concept also provides the company with good insights into the conditions and situations for a wide range of different players and allows us to present a comprehensive picture in our communication with industry associations and the government.

Acquisitions

- On 1 July 2019, Fjordkraft acquired 100 per cent of the shares in the end-user company Vesterålskraft Strøm AS.
- In February 2018, an agreement was signed to acquire the shares in TrønderEnergi Marked AS, an electricity retailer in the Trøndelag region.

Deliveries

Numbers in thousands	Full year 2024	Full year 2023
Electrical deliveries Consumer segment	657	667
Electrical deliveries Business segment	130	127
Electrical deliveries Nordic segment	118	125
Total number of electrical deliveries*	**905**	**920**
Number of mobile subscriptions	111	115

** Number of deliveries excl. Extended Alliance deliveries. Number of deliveries incl. Extended Alliance deliveries: 1 012 thousand in 2024 (2023: 1 003 thousand).*

Our business

- In August 2018, Fjordkraft completed another transaction with the TrønderEnergi Group, this time acquiring all of the shares in Oppdal Everk Kraftomsetning AS.
- In October 2018, the company completed a transaction with BKK AS to take over the customer portfolio of Etne Elektrisitetslag.
- In September 2020, Fjordkraft completed the acquisition of Innlandskraft AS. Innlandskraft AS comprised the end-user companies Gudbrandsdal Energi AS and Eidsiva Marked AS.
- In November 2020, Fjordkraft acquired 100 per cent of the shares in the Swedish enduser company Switch Nordic Green AB and its branch in Finland, which trade under the brand name Nordic Green Energy.
- In October 2021 Fjordkraft acquired the Sky mobile portfolio of approximately 34,000 mobile clients.

Subsidiaries

- Fjordkraft AS owns 100 per cent of the shares in the electricity retailer TrøndelagKraft AS, which is based in Trondheim.
- Elmera Group through Elmera Industrial Ownership AS owns 100 per cent of the shares in the electricity retailer Gudbrandsdal Energi AS, which is based in Vinstra.
- AllRate AS was established in January 2020. Elmera Industrial Ownership AS owns 100 per cent of the company's shares. AllRate AS delivers rating and billing services across the value chain to end-user companies and grid companies in Norway. The company also aims to win customers in Northern Europe.
- Steddi Payment AS (former Betalservice AS). Predictable payment plans for households are currently offered in cooperation with electricity retailers in the Elmera Group, offering a differentiating value proposition.
- Telia Norge AS holds 39 per cent of the shares in Fjordkraft Mobil AS and Fjordkraft AS 61 per cent.

Joint ventures

In September 2024 Elmera Group acquired 33,72 per cent of Kraftanmelding AS, making Elmera the largest shareholder. The investment provides access to 3 TWh of electricity production and valuable synergies and flexibility.

SunPool AS is co-owned by the Group and Solcellespesialisten, each holding a 50 per cent stake. The company focuses on financing and operating solar panel systems through an underlying fund. SunPool manages the fund and agreements, finds investors, and enters into contracts with electricity sales companies.

At the end of 2024 Elmera Group reached an agreement with Rieber & Søn AS for the sale of the minority share in Metzum AS. The transaction priced the company at 400 MNOK, resulting in cash proceeds of 160 MNOK.

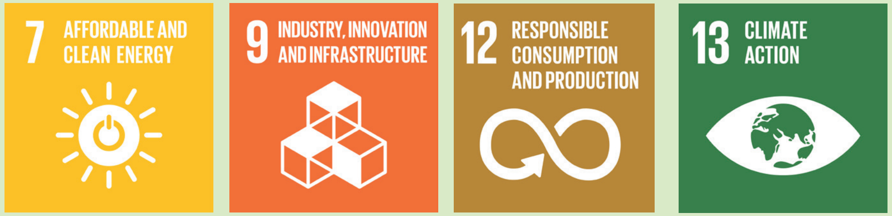
Ownership structure

Through the acquisition of Innlandskraft in 2020, Gudbrandsdal Energi Holding became a significant owner in Elmera Group, holding about 7 per cent of the total shares outstanding as per year-end 2024. The Government Pension Fund Norway was the largest shareholder at year-end 2024, holding about 9 per cent of outstanding shares.

History

Fjordkraft was founded on 1 April 2001 with the ambition of becoming a leading company in the sale of electricity to the end-user market. Since the outset, the company has striven to increase national competition in the end-user market, introduce forward-looking, customer-friendly solutions, and ensure a level playing field for all the players in the industry. The company was founded as a result of a merger between the power trading operations of BKK Kraftsalg AS and Skagerak Energi AS. The name Fjordkraft was adopted on 1 June 2001.

The General Annual Meeting in 2022 approved changing the company's name from Fjordkraft Holding ASA to Elmera Group ASA. This to avoid confusion with the subsidiary and electricity supplier Fjordkraft AS.



Elmera Group is in a position to accelerate the green shift for over 1 million customers in the Nordics by:

- Promoting the use of our apps in order to achieve power saving and predictability
- Cutting emissions in cooperation with suppliers and customers
- Offering solar cell installations and assist our customers with the production, storage and sale of solar energy

2.2 Management

Organisation

Rolf Barmen

President and Chief Executive Officer (CEO)

Background: Rolf Barmen, born in 1964, is the President and Chief Executive Officer (CEO) of the Group. Mr. Barmen has been the CEO of Fjordkraft since 2013 until June 2022. He has extensive experience as a chief executive officer within the telecommunication industry including Telering AS from 1999 until 2008, Chess Communication from 2008 until 2011 and NextGenTel from 2011 until 2013. Furthermore, he has experience as regional director at Telenor Telehus and operations manager at IKEA Bergen, as well as the Chairman of Sportsklubben Brann.

Education: Mr. Barmen holds a Master of Science in Economics and Business Administration from the Norwegian School of Economics (NHH).

Arnstein Flaskerud

Executive Vice-President (EVP)
Strategy, Innovation, M&A and Sustainability

Background: Arnstein Flaskerud, born in 1963, is the Company's Executive Vice-President (EVP) and Head of Strategy, Sustainability and M&A. Mr. Flaskerud has more than 30 years experience in the electric power industry. He commenced employment with Fjordkraft in 2001 as the Director of Corporate Clients. Mr Flaskerud was a strategic business developer in 2010, Director of the Strategy department in 2013, market manager for BKK Kraftsalg AS from 1997 until 2001 and Market Manager at Bergen Lysverker from 1992 until 1996. Mr. Flaskerud was an engineer at Samkjøring av Kraftverkene in Norway for six years prior to 1992. In 2013, Flaskerud received the industry price for "Influencer of the Year" for his work with common invoicing and the "Supplier-centric Model".

Education: Mr. Flaskerud holds a degree in Electric Power Engineering from Bergen University College (HiB) and an Executive Master of Management from the Norwegian Business School (BI).

Henning Nordgulen

Executive Vice-President (EVP) and Chief Financial Officer (CFO)

Background: Henning Nordgulen, born in 1965, is the Executive Vice-President (EVP) and Chief Financial Officer (CFO) of the Group. Mr. Nordgulen commenced employment With Elmera Group in 2022. He was previously CFO at Sbanken ASA from 2015, where he also held positions as Deputy CEO and CEO of Sbanken Boligkreditt AS.

From 2013 to 2015 Mr. Nordgulen was CFO at Bergen Group ASA, a group within maritime and offshore services. Formerly, he has held the position of Director Business Division at Sparebanken Vest and management positions within international shipping and industry companies.

Education: Mr. Nordgulen holds a Bachelor's degree from the Norwegian School of Management (BI), and has additional education from IMD in Lausanne.

Magnar Øyhovden

Chief Executive Officer, Fjordkraft AS

Background: Magnar Øyhovden, born in 1968, is the Chief Executive Officer (CEO) of Fjordkraft AS. Mr. Øyhovden has been the CEO since august 2022. He has extended experience within the finance industry as CEO of Sbanken ASA (previously Skandiabanken) from 2000 until 2019. From 2020 until 2022 Mr. Øyhovden was the Group Director of Media Bergen AS.

Education: Mr. Øyhovden holds a Master of Science in Economics and Business Administration from the Norwegian School of Economics (NHH).

Solfrid Fluge Andersen

Executive Vice-President (EVP)
Power markets and energy supply

Background: Solfrid Fluge Andersen, born 1976, is the Company's Company's Executive Vice-President (EVP) and Head of Power markeds and energy supply. Ms. Andersen was employed at Fjordkraft in 2010 as Chief Accountant Officer. In 2014, she left the company and joined Falck Nutec as CFO. In 2015 she returned to Fjordkraft in the role of Business Developer. In the period 2015 to 2019, she had several different management positions within the invoicing, operations and in the Power Trading department, before she was appointed Executive Vice President for Operations Division in June 2019. The 1st of December 2023 she was appointed to the Head of Power markets and energy supply. Ms. Andersen also has relevant experience from Bergen Energi (Kinect) as Team Manager for Cost Management before she was employed by Fjordkraft, and later Elmera Group ASA.

Education: Ms. Andersen holds a Master of Science in Economics and Business Administration from the Norwegian School of Economics (NHH) and a diploma i Hospitality Management from the International College of Tourism & Hotel Management in Sydney, Australia.

Solfrid Kongshaug Aase

Executive Vice-President (EVP)
Service Companies

Background: Solfrid Kongshaug Aase, born in 1969, is the Company's Executive Vice-President (EVP) and Head of Service Companies. Ms. Aase has more than 20 years experience in the electric power industry. She held several managerial positions in BKK AS and Fjordkraft in the fields of Business Development, Sales and Portfolio Services. At Fjordkraft, Ms. Aase has, among other positions, worked as Business Manager from 2001 until 2006, as Market Manager for major customers from 2006 until 2008, was appointed Director of Customer Service in 2015 before she was appointed Head of Company Projects in 2017.

Since 2019 until August 2022 Ms. Aase was Head of Alliances.

Education: Ms. Aase holds a cand.polit. degree in Economics from the Univeristy of Bergen (UiB).

Per Heiberg-Andersen
Executive Vice-President (EVP)
Nordic and other end-user companies

Background: Per Heiberg-Andersen, born in 1970, is Executive Vice President responsible for Nordic expansion and fighting brands. Prior to this role, Mr. Heiberg-Andersen was CEO at AllRate, a subsidiary of Fjordkraft.

Mr. Heiberg-Andersen has had a long career in telecoms and IT, and held positions as Regional Manager Western Norway in Telenor, as well as Vice President of both B2B and Consumer Divisions at NextGenTel (a Telia subsidiary). Mr. Heiberg-Andersen has also been a consultant (Director) at KPMG, with many projects in the electric power industry.

Education:Mr. Heiberg-Andersen holds a Master of Science in Economics and Business Administration as well as a CEMS Master from the Norwegian School of Economics (NHH) and the University of Cologne.

Roger Finnanger
Executive Vice-President (EVP)
Business

Background: Roger Finnanger, born in 1981, joined Fjordkraft in 2011 as a key account manager. In 2012, Mr. Finnanger became the Sales Manager SME. He has headed the business market venture in the position of Director Business since 2014. In February 2019, Fjordkraft established a separate division for the business market and Mr. Finnanger assumed the position of Executive Vice-President Business. Mr. Finnanger has a background from Coca-Cola Enterprises where he worked for 10 years in a number of positions within sales, management and personnel development.

Education: Mr. Roger Finnanger took a basic course in business economics at the Norwegian Business School (BI).

Kari Marvik

Executive Vice President (EVP)
IT (CIO)

Background: Kari Marvik, born 1970, was employed at Fjordkraft in 2021 as Director Cross Border Development. She has also held other management positions in Fjordkraft AS/ Elmera Group ASA as Manager Operational Excellence and Head of IT and projects. Before entering the Elmera Group Ms. Marvik came from a position as Research director at NORCE and Vice president of Science and Technology at Christian Michelsen Research where she was responsible for industrial research projects towards sectors like Energy, Renewables, Marine and Aquaculture. She also has relevant IT experience from the telecom sector, where she has had different management positions in companies like Telenor and Nextgentel.

Education: Ms. Marvik holds a cand. scient degree from the University of Bergen (UiB).

Jeanne K. Tjomsland

Executive Vice-President (EVP)
People, Culture & Communications

Background: Jeanne Katralen Tjomsland, born in 1965. Ms. Tjomsland has over 25 years' experience within the field of communication. She commenced employment with Fjordkraft as Communications manager in 2002, was appointed Director of Human Resources and Security in 2010 (which from 2015 also included a communications role). Jeanne Tjomsland was EVP, CHRO&CCO (Chief communications Officer) in Fjordkraft Holding ASA until August 2022. She then held the position as CHRO, CCO for the Elmera Group in Fjordkraft AS until December 2023, becoming CHRO&CCO in Elmera Group ASA. Ms. Tjomsland was a senior public relations consultant and Deputy Manager at Consilio Kommunikasjon AS from 1997 until 2001.

Education: Ms. Tjomsland holds a Master of Science in Economics and Business Administration from Universitetet i Agder (UiA) and an Executive Master of Management degree from the Norwegian Business School (BI).

2.3 Sustainability statement

Cross cutting standards	Topical standards		
	Environmental	Social	Governance
ESRS 1 General requirements	**ESRS E1** Climate change	**ESRS S1** Own workforce	**ESRS G1** Business conduct
ESRS 2 General disclosures		**ESRS S4** Consumers and end-users	

ESRS 2

GENERAL DISCLOSURES

Basis for preparation

This statement represents Elmera Group's Sustainability Statement prepared based on the EU's Corporate Sustainability Reporting Directive (CSRD) and the associated European Sustainability Reporting Standards (ESRS). As of now, reporting in accordance with CSRD is statutory from the fiscal year of 2025. However, the European Commission have made a proposal that reporting requirements should only apply to large undertakings with more than 1000 employees on average. If adopted by the EU and the Norwegian Government, sustainability reporting would remain voluntary for Elmera Group. We will closely monitor developments but remain focused on ensuring full compliance with the reporting requirements for the 2025 reporting period.

Elmera Group also reports according to the Norwegian Transparency Act.

As a guiding tool, we have relied on the implementation guides made available by the European Financial Reporting Advisory Group (EFRAG).

Scope of consolidation

The organisational scope for the Sustainability Statement includes all operations for Elmera Group and its subsidiaries. It is prepared in alignment with Elmera Group's consolidated financial statement following the fiscal year 1 January 2024 to 31 December 2024.

Disclosures in relation to specific circumstances

Time horisons

The short-term time horison for data in the Sustainability Statement follows the financial statement. Medium- (up to five years) and long-term (more than five years) horisons are aligned with the definitions under the double materiality assessment (DMA).

Sources of estimation and outcome uncertainty

We aim to disclose data as correctly and accurately as possible by using primary measurement data and by using emission conversion factors recognised by the Greenhouse Gas Protocol (GHG Protocol) to calculate emissions.

We have utilised the following methods when preparing our climate accounts, in line with recommendations from the GHG Protocol: 1) Activity-based and 2) Spend-based and 3) Hybrid. The spend-based method is used as a last resort when activity data is unavailable.

Estimates are used in elements of the reporting, to fill gaps where data is unavailable. More information about estimates, assumptions and the corresponding measurement uncertainty are described in the accounting principles of the respective disclosure point.

Changes in reporting or reporting errors

If we discover errors in previous reporting that meet the threshold for a restatement, the specific data that has been restated will be clearly specified.

Governance of sustainability matters

To ensure necessary oversight of, and focus on sustainability matters, several governance bodies are involved in the process to manage material impacts, risks and opportunities. This includes the Executive Management Group, the Audit Committee and the Board of Directors.

Executive Management

The Executive Management Group oversees the process of preparing the group's DMA. Several of the EVPs have been involved in identifying and scoring impacts, risks and opportunities. Threshold values for materiality and corresponding material impacts, risks and opportunities have been reviewed and adopted by the Executive Management Group.

Audit Committee

Implementation of CSRD and double materiality has been on the Audit Committee's agenda in 2024 to ensure quality and alignment. A plan towards complete CSRD reporting for 2025 has been reviewed and approved, along with the results of the DMA. The Group's auditor, who holds expertise in sustainability reporting, has been present in meetings and supported the Audit Committee in evaluating Elmera Group's process concerning CSRD and double materiality, hereunder identifying material impacts, risks and opportunities, and managing them.

Board of Directors

As the highest governance body, the Board of Directors are responsible for oversight of, and managing, impacts, risks and opportunities. They have been adequately informed about the double materiality process through a detailed description and a presentation, which concluded in approval of the DMA.

The composition and diversity of the Executive Management Group, the Audit Committee and the Board of Directors are described under section 2.2 Management and 2.5 Board of Directors.

Incentive schemes

Elmera Group has an incentive programme for all employees, including the Executive Management Group. The purpose of the incentive scheme is first and foremost to ensure alignment of financial interests between participants and Elmera Group's shareholders and to create a link between remuneration and performance. The incentive scheme is based on weighted financial and non-financial targets defined at the beginning of the year. As of now, remuneration is not linked to sustainability-related performance.

Risk management and internal controls

As part of our sustainability reporting we evaluate risks and internal controls. Identified risks are discussed internally and reviewed with external auditors, who provide assurance over specific aspects of the sustainability report.

We recognise risks related to incomplete or inconsistent sustainability disclosures, including potential inaccuracies in data inputs and manual errors in aggregating information from subsidiaries. Additionally, there is a risk of greenwashing, which we actively mitigate through transparency and rigorous documentation.

Our approach includes developing clear process descriptions for key activities, such as climate accounting and double materiality assessments. Generally, we mitigate risks through:

- Documentation and verification of reported data.
- Internal review mechanisms at multiple levels to ensure accuracy.
- Compliance checks to align with regulatory requirements.

Integration of Risk Management into Internal Processes

Findings from risk assessments and internal controls are integrated into our internal processes through:

- Review and validation of reported data.
- Collaboration between business areas and group functions to ensure alignment.
- Ongoing updates to reporting guidelines based on insights and external feedback.

Reporting to Governance Bodies

The sustainability report undergoes multiple compliance checks before board approval. Audit findings and control measures are reported to management and the board to enhance oversight and decision-making.

The assurance activities performed by the external auditor are described in the assurance statement.

Material impacts, risks and opportunities

Based on the DMA, Elmera Group has identified and assessed material impacts, risks and opportunities across our up and downstream value chain and our own operations. Materiality is identified across the following ESRS topics: Climate change (E1), Own workforce (S1), Consumers and end-users (S4), and Business conduct (G1).

Double materiality assessment

To identify material impacts, risks and opportunities, Elmera Group has conducted a DMA, meaning that materiality is considered from both an impact perspective and a financial perspective.

Impact materiality: an “inside out” view that focuses on the actual or potential short, medium and long-term impacts on people or the environment that are directly linked to Elmera Group's operations and our value chain. These impacts can be both positive and negative.

Financial materiality: an “outside in” view that focuses on how sustainability matters may pose either a prospective material risk or opportunity that could affect our financial

ELMERA GROUP

Stakeholder engagement

<table>
<tr><th>Our most important stakeholders</th><th>Arenas for engagement</th><th>Stakeholder interest and purpose of engagement</th><th>Outcome of engagement</th><th>Organisational anchoring</th></tr>
<tr><td>Employees</td><td>• Employee surveys
• Performance dialogues
• General meetings
• Intranet</td><td>Attract, retain and develop employees
• Positive reputation
• Job security
• Diversity, equity and inclusion
• Culture
• Promote interaction and cooperation across the Group
• Strong sustainability profile</td><td>• Result of employee surveys
• Employee turnover development</td><td>• Employee engagement is a strategic KPI for the group
• The Board of Directors are informed about the results</td></tr>
<tr><td>Consumer customers</td><td>• Customer surveys
• Customer service
• Social media
• Sales channels</td><td>• Cost
• Consultative communication
• Good digital solutions
• Positive reputation
• Trust and transparency</td><td rowspan="2">• Customer satisfaction score
• Increased customer awareness
• Adaptation of products and services to better meet customer demands
• Developments in customer retention</td><td rowspan="2">• Customer satisfaction score is a strategic KPI for the group
• Quarterly reviews of customer surveys in Business Units
• Customer satisfaction score included in the general employee bonus scheme.</td></tr>
<tr><td>Business customers</td><td>• Customer surveys
• Customer meetings
• Customer service
• Quarterly and annual reporting</td><td>• Cost
• Trust and transparency
• Good digital solutions
• Positive reputation
• Good invoicing solutions
• Good documentation
• Power-price hedging knowledge
• Sustainable operations</td></tr>
<tr><td>Suppliers</td><td>• Meetings
• Conferences
• Business networks
• Supplier workshops
• Negotiations and agreements</td><td>To foster strong, transparent, and collaborative relationships with our suppliers, ensuring sustainable sourcing, ethical business practices, and continuous improvement in efficiency, quality, and environmental impact.
• Profitability
• Positive reputation
• Sustainability
• Energy optimisation</td><td>• Stronger partnerships and collaboration
• Ethical and responsible sourcing
• Improved product and service quality
• Compliance with our supplier demands</td><td>• Compliance with our supplier demands reported to the Board of Directors
• Quarterly reports and presentations to the Board and the investor market</td></tr>
<tr><td>Investors</td><td>• Investor meetings
• Quarterly and annual reporting
• Conferences
• General assembly</td><td>• Positive reputation
• Sustainable business model
• Responsible procurement
• Good value propositions
• Transparency</td><td>• Clear understanding of our financial performance, strategic direction, and sustainability commitments
• Build trust</td><td>• Quarterly reports and feedback from analysts and investors</td></tr>
<tr><td>Authorities</td><td>• Meetings
• Consultation responses
• Reporting
• Industry associations</td><td>Showcase our contribution to society and provide insights, data, and expertise on the electricity market to enable more informed decisions regarding energy policies and regulations, ensuring a more sustainable and efficient energy supply that benefits the end-users.
• Corporate social responsibility
• Provide simple and unambiguous information to customers
• Clear and understandable products
• Compliance with applicable laws and regulations</td><td>• Regulatory compliance and adaptation
• Building mutual trust and improving dialogue</td><td>• Weekly cross-functional communication forum where regulatory matters are reviewed</td></tr>
</table>

performance and position over the short, medium and long term.

The DMA will be reviewed annually to make sure it reflects potential new developments or organisational changes. Every third year we will do a more thorough review, repeating the entire process.

The DMA process can be structured into four phases. Each phase will be described in the following paragraphs.

Phase I: Understanding the business model and value chain

In order to get an overview of the entire value chain we have mapped upstream activities, activities in our operations and downstream activities in a value chain analysis.

Upstream activities were mapped using a comprehensive overview of the Group's suppliers. Each supplier was categorised and put into groups based on their deliveries. A desk review of each supplier category was then carried out, to map up the associated value chains. This work built upon our human rights due diligence carried out in connection with the Norwegian Transparency Act. Activities in Elmera Group's operations were mapped based on organisational structure and a "follow the money" approach using the financial statements. Downstream activities take place after we have delivered a product or service. In addition to electricity consumption, we have focused on the use of physical products that we sell or distribute.

The value chain analysis served as a good basis for identifying impacts, risks and opportunities.

Phase II: Identifying impacts, risks and opportunities

A wide group of internal and external stakeholders was involved in this phase. We held stakeholder interviews with several internal experts and key external stakeholders. Of external stakeholders, we interviewed Elmera Group's largest shareholder, primary bank connection, biggest supplier and an important business customer. The stakeholder interviews provided valuable input that was used to identify impacts, risks and opportunities. A long-list was finalised in two internal workshops and validated by subject matter experts within specific areas, such as supply chain, risk management, compliance, HR, strategy, power-trading and representatives from Elmera Group's business areas Consumer and Business.

Assumption

In general, it is impossible to trace electricity from production to consumption. Therefore, when identifying impacts, risks and opportunities associated with energy production we have assumed that the energy mix of Elmera Group's sales volumes in Norway, Sweden and Finland corresponds with the estimated energy mix of physically delivered electricity developed by the Norwegian Water Resources and Energy Directorate for Norway and by the International Energy Agency for Sweden and Finland.

Phase III: Assessing impacts, risks and opportunities

The assessment methodology for assessing risks and opportunities was aligned with the risk management framework of Elmera Group. All indicators have been scored from 1 to 5.

Impact materiality: Impacts have been assessed according to severity (scale, scope, and irremediability) and likelihood. Irremediability applies only to negative impacts, and likelihood applies only to potential impacts.

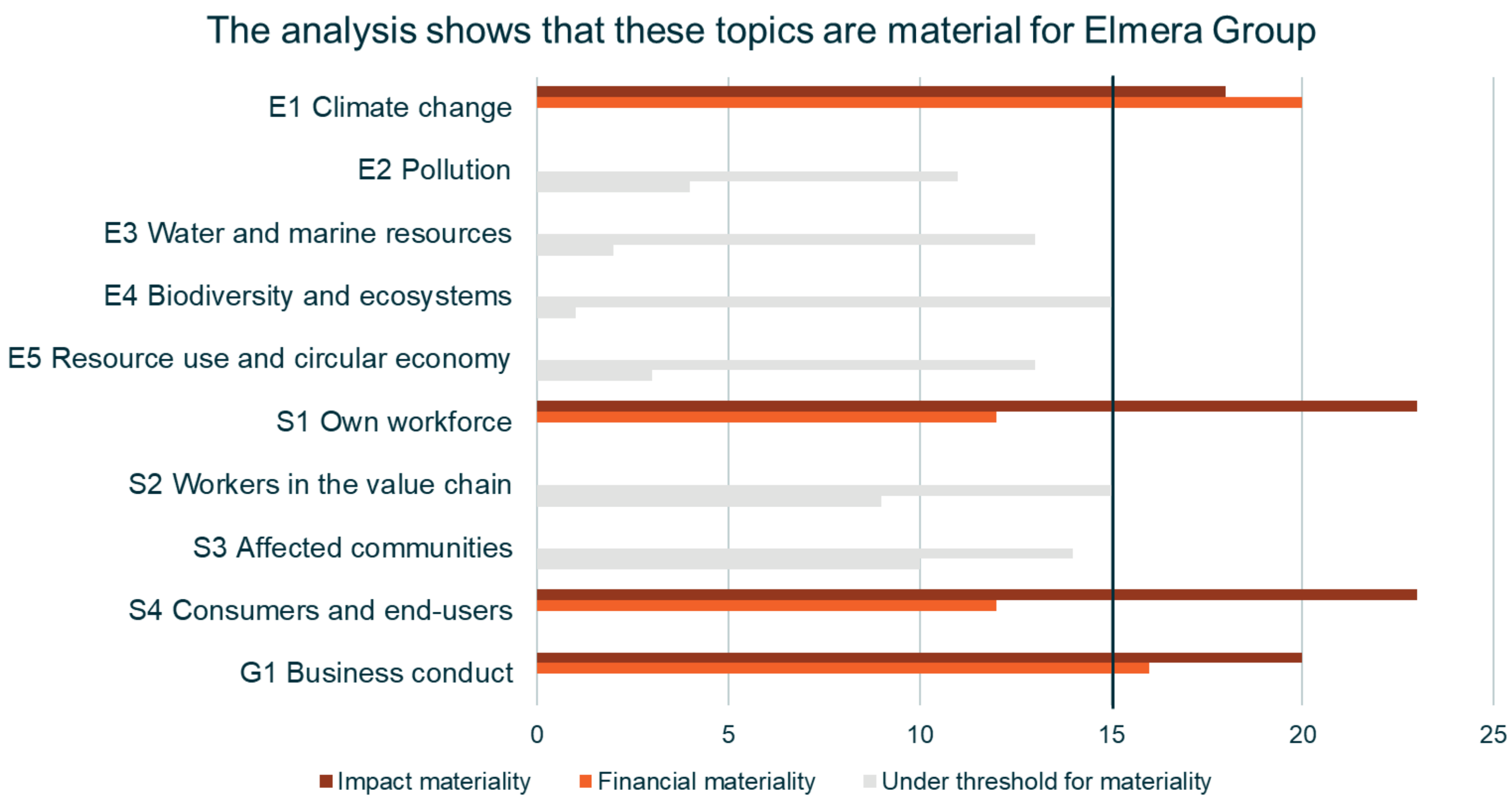
Financial materiality: Risks and opportunities have been assessed according to their financial effect and likelihood. Financial effect is decided based on the estimated impact on financial results, according to threshold values from our risk management framework. Effect on reputation and turnover is considered as well, as these factors may ultimately impact financial results. Financial effects were assessed in close collaboration with internal experts from Group Finance.

After scoring all impacts, risks and opportunities from the long-list, a short-list was assembled by removing those with a score beneath a predefined value, as these were considered clearly not material. The short-list was then distributed to all participants of the two workshops where impacts, risks and opportunities were identified for validation.

Phase IV: Deciding a threshold value for materiality and final validation

Materiality is determined based on a threshold value. Impacts, risks and opportunities scored above this threshold value qualify as material. An initial threshold value of 15 was set in the assessment phase, meaning that impacts, risks or opportunities scored above 15 are considered material. This threshold value was adopted by the Executive Management Group and approved by the Board of Directors during this phase, along with the corresponding material topics. The material impacts, risks and opportunities decide what information we disclose in our sustainability statement. They were therefore assessed against the disclosure requirements for each material topic to determine the final scope of reporting. We will work on establishing relevant targets related to the material topics where this is currently not in place.

The results are visualised in the following model:



Sub-topics

E1
- Climate change mitigation

S1
- Working conditions
- Equal treatment and opportunities for all
- Other work-related rights

S4
- Information-related impacts for consumers and/or end-users
- Social inclusion of consumers and/or end-users
- Responsible marketing

G1
- Corporate culture
- Management of relationships with suppliers including payment practices
- Political engagement and lobbying activities

ESRS E1

CLIMATE CHANGE

Elmera Group is committed to take its part in mitigating the impact of climate change and contributing to a low-carbon society and economy. As an energy company, the majority of our CO2e impacts are indirect and occur in the value chain, e.g. from suppliers.

With 452 employees across locations in Norway, Finland and Sweden, Elmera Group remains focused on taking the necessary measures to also reduce the climate impact of its own operations by minimising emissions from its offices.

Elmera Group will use 2025 to set new targets that will drive its climate ambitions going forward. We will use best practices and ecternally available guidance to set the targets. And ofcourse in line with the Paris Agreements 1.5oC scenario.

Transition plan for climate change mitigation

We will have a complete transition plan by the end of 2025. We already have an overarching goal to halve the greenhouse gas emissions per employee by 2030, based on 2019 levels.

We have been working for years to cut our own emissions. At the UN Climate Conference in Katowice in 2018, Fjordkrafts climate initiative “Klimanjaro” was chosen as one of the winners of UN`s Momentum for Change climate action award. Being recognised as a lighthouse for other companies is a significant achievment. We realised early on that where we can make the most significant cuts is by setting requirements for our suppliers.

Elmera Group’s ESG-pledge

Elmera Group’s ESG-pledge is: ‘We pledge that our regular suppliers are ESG-committed.’ The ESG-pledge obliges our suppliers, but also us. The requirement is followed up in several ways.

For many years we have required our regular suppliers to be climate-committed. Towards the end of 2024, we expanded this to become an ESG commitment. This means that we set requirements within climate and environment, social, and business ethics areas.

Fjordkraft was the company in the Group that led the way by demanding climate neutrality, which in 2022 was changed to climate requirements. This has meant that our regular suppliers have had to create climate accounts, list the measures they are taking to reduce emissions, and purchase quotas for their emissions.

Our suppliers must prepare greenhouse gas accounts and a list of measures to cut their emissions. This must be uploaded to the climate portal, klimahub.no. We also encour-

We promise that our regular suppliers are ESG-committed	
E	We promise that all our regular suppliers are climate-committed. They must submit a climate report in Klimahub.no, provide a list of measures on how they will reduce emissions in Klimahub.no, and purchase quotas for their emissions to fulfill the "polluter pays" principle from day one. Alternatively, they can set approved Science Based Targets. *Follow-up:* Norway: Through Klimahub.no. Sweden and Finland: Suppliers must confirm compliance to our Head of legal and procurement.
S	Our suppliers must adhere to the UN Guiding Principles on Business and Human Rights (UNGP). *Follow-up:* Through proactive supplier follow-up.
G	Our suppliers must identify, manage, and comply with the business ethics requirements outlined in our guidelines; Supplier Code of Conduct. In case of serious breaches of the requirements, the supplier must immediately notify the group's procurement manager. *Follow-up:* Through proactive supplier follow-up.

age them to offset their emissions by purchasing Scope 1 and 2 allowances and Scope 3 upstream activities. We stand by the principle that the polluter should pay.

Suppliers whose Science Based Targets (SBTi) have been approved in accordance with SBTi are also approved as our suppliers.

Now, it is no longer just the 'E' in ESG that we will set requirements for; we want to be a bit "stricter" when it comes to 'S' and 'G' as well. But there is a difference here. For 'E', we go beyond legal requirements when we set demands on our suppliers. For 'S' and 'G', we do not go beyond the existing legal requirements. They are based on existing requirements. This means that our new ESG commitment should be achievable for our regular suppliers, but they must document that they meet the requirements.

In the sustainability sub-strategy, there is a goal that we will have implemented the ESG commitment in all our companies by 2025. We are working closely with procurement manager on notifications and changes in agreements, Code of Conduct, and more.

Why do we do this?

We want to use our influence in a positive way. We can see that by setting these requirements, we can help cut greenhouse gas emissions by far more than we would be able to do alone. We have been doing this ever since we introduced climate requirements for our suppliers through 'Klimanjaro' in 2017. The requirement has changed since then, but we continue to influence our suppliers to take greater responsibility. The domino effect continues.

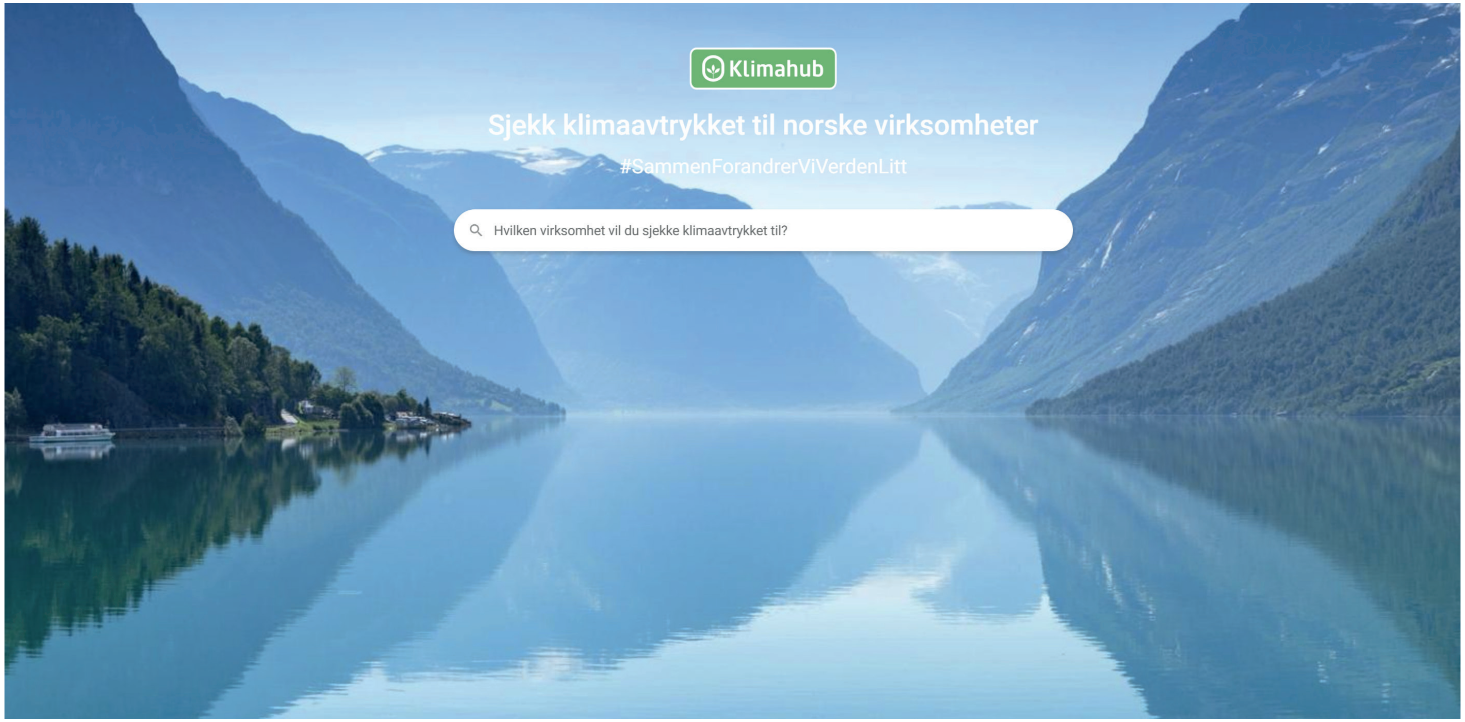
Klimahub.no

Klimahub.no is a tool where companies in Norway can create free climate accounts. This will likely become even more important when all the companies, regardless of size, will need to create climate accounts.

Elmera Group is not the climate police but based on a desire for greater transparency and the creation of what can become a national register for greenhouse gas accounts, our regular suppliers are required to register greenhouse gas accounts and action lists to reduce emissions on the Klimahub.no climate portal. By the end of 2024, 710 companies had registered their company in Klimahub.no and 466 of them had registered their greenhouse gas accounts in the portal. Klimahub.no is open for all businesses to use.

Here, businesses can create greenhouse gas accounts, free of charge. If they already have greenhouse gas accounts, the business can upload the total figures from Scope 1, 2 and 3 in order to register. The aim is for Klimahub to be the register we can use to monitor Norwegian companies' climate footprint. On Klimahub, it is also possible to compensate for emissions by purchasing allowances. Business partners and suppliers can also be invited to post their figures on Klimahub.no. This helps to increase the transparency of greenhouse gas accounts.

Private individuals can use Klimahub to exert influence as consumers by choosing climate-friendly companies for their purchases and as their potential employers.



Positive impact and opportunity

Elmera Group has a positive impact on climate change by helping our customers optimise their electricity consumption through informative communication, as well as services and products that provide insight, alerts, and control of electricity consumption, for the benefit of the customer and society. By using electricity more smartly, customers are able to reduce their electricity costs and footprint.

Useful digital customer solutions

App in the consumer market In 2024, more than 703,000 unique users used an app provided by Elmera Group. We launched three new apps in 2024 and now have 21 apps in our portfolio.

In November 2024, Nordic Green Energy (NGE) in Finland, climbed all the way to the top in the Finnish EPSI* ranking for private customers.

*An EPSI rating spotlights which areas create customer satisfaction and loyalty in many different sectors.

The apps give customers access to insights that help them optimise their own consumption. They gain a full overview of how much electricity they have used so far in the current month, and an estimate for the full month, as well as their live electricity consumption, if they have the real-time Puls meter. Customers get an overview of the month's total costs so far, including grid tariff and electricity subsidy. They can also see their capacity level in the grid tariff model, how close they are to moving to the next level, and the costs associated with the various capacity levels. They can also see today's and tomorrow's electricity price, as well as a spot price forecast for the next five days. Based on this insight, consumption can be adjusted according to prices. Customers can do this themselves, but we also have services to help them by managing their electricity consumption automatically.

By connecting a compatible electric car or electric car charger to one of our apps, the customer can charge smartly via the app. Then you can put the car on charge, decide when the car should be fully charged, and we will calculate during which hours it will be cheapest to charge within this time frame.

In 2024 we launched smart heating management. Smart heating management is a service whereby customers can connect compatible panel heaters, underfloor heating thermostats and heat pumps in the app and automatically reduce the temperature during the three hours with the highest electricity price. The customer chooses how much the temperature should be lowered. Smart heating can exercise control according to the capacity level, provided that you have a Puls meter.

By activating Live Spending Limit in the app, the customer can receive notifications if their consumption means that they are about to exceed the capacity level in the grid tariff. For most customers, the capacity level is calculated on the basis of the average of the three hours with the highest consumption. By getting live notifications before they have exceeded the limit for the next level, the customer can adjust their consumption and avoid higher grid costs.

With higher grid tariffs and intermittently high electricity prices, more people focus on not using too much electricity – or using too much electricity at the same time. We can see that app users have become better at shifting their electricity consumption to the hours when electricity is cheaper. Customers are also satisfied with the services we provide in the app. Both Fjordkraft and AllRate have scores at 4,3, in App Store and Google Play during 2024.

App for Fjordkraft, TrøndelagKraft, Gudbrandsdal Energi and Nordic Green Energy.

Min Bedrift (My Company)

All business customers have access to 'Min Bedrift' (My Company) at Fjordkraft.no. Here, the business customer can get a full overview of costs related to electricity consumption and grid tariffs, consumption together with associated reports, and important information about their customer relationship. Active use of 'Min Bedrift' is an important tool to reduce a company's electricity costs. By using the reports to adjust electricity consumption and avoid price spikes, a company can achieve significant savings in terms of both electricity prices and grid tariffs, for example by analysing consumption against a temperature and power analysis of the hourly output at each individual plant.

Two subscriptions are offered: Min Bedrift Basic and Min Bedrift Plus.

Products and services for the low-emission society

Marketplace

Marketplace is a digital shopping centre where one of the most important products is the real-time Puls meter. The Puls meter is connected to the power meter via the HAN port and transmits power consumption data in real time. The Puls meter is compatible with the apps of Fjordkraft, TrøndelagKraft and Gudbrandsdal Energi. Marketplace includes several other products, such as reconditioned mobile phones and charging cables for mobile devices.

Fjordkraft sells Apia's charging cable, which has plant-based plastic insulation and 100 per cent recycled packaging.

Energy footprint

Fjordkraft's app includes a function that displays the energy footprint of customers' electricity use. This was developed in collaboration with Ducky AS in 2021. The energy footprint is the sum of all greenhouse gas emissions from the customer's energy consumption. We measure this in CO2 equivalents (kgCO2e). Both CO2 and other greenhouse gases are included. To discover the size of the individual customer's footprint, we multiply the energy consumption in kilowatt hours by a factor that describes how much CO2 the energy emits.

In addition to their energy footprint, customers get good tips on how to reduce it. For example, by using a tumble dryer three times less per week over a full year will reduce your annual CO2 consumption by 300–500 kWh. This enables annual savings of 500 kWh, or 198 kgCO2e per customer.

Solar cells for private customers

In collaboration with Solcellespesialisten (specialising in solar panels), Fjordkraft designs solar panel systems in dialogue with customers in order to make the best possible use of the system for private households.

An online solution includes a solar map that displays which of the home's roof surfaces are suitable for solar panels. It can also estimate what proportion of the home's energy consumption could be replaced with self-produced solar energy. Customers choose between panel types with varying power output, appearance and price levels, and can see the size of the Enova subsidy they are entitled to.

'Plus Customers' (i.e. customers who in some periods produce more electricity than they use) can sell their surplus production to Fjordkraft. Plus Customers can choose between selling their surplus production immediately at the market price, or using Solkonto (a Sun Account).

Solkonto functions like a virtual battery

whereby customers can save up to 2000 kWh for use at a later date. Since they are saving kWh, customers can achieve a profit by storing surplus production from the summer months for use when their production drops and electricity prices rise in the winter months. Customers thereby avoid having to invest in physical batteries. Subject to certain conditions, the customer can manage savings and withdrawals via the Fjordkraft app.

Energy services for the business market

The companies in Elmera Group want to be an Energy Partner to the business community. Under the Energy Services umbrella, we offer innovative products and services that help companies achieve more energy-efficient solutions and day-to-day activities. Common to the solutions is that they are local and sustainable, so they make a difference for the environment and for the company's energy costs.

Solar energy is an important energy source to meet future energy needs. We offer turnkey solar power systems to companies as an 'Solar-as-a-Service' solution aswell as the option to purchase the turnkey systems. The Solar-as-a-Service solution involves the building owner making their roof available, combined with establishing a long-term agreement to purchase electricity from the solar system. By handling project design, financing, installation and operation, we eliminate the entry barriers for companies. The customer benefits from green electricity and predictable electricity prices, without making any investment themselves. Solar power systems will also have a positive effect on a building's energy label (Energimerket). Upcomming regulations, which includes the option of sharing energy from solar power systems within business clusters, will further sement solar power as a solution for future energy demands. Turnkey solar power systems are offered across our Norwegian companies: Fjordkraft, Gudbrandsdal Energi and TrøndelagKraft.

Other concepts under Energy Services include charging solutions for electric cars, energy metering systems and local thermal energy plants with innovative heat pump technology. We have also run an ongoing pilot project together with ECO STOR, where we offer environmentally friendly battery storage systems for industry and commercial buildings. Part of the project includes the reuse batteries from electric cars as stationary energy storage devices in buildings. This is a very exciting initiative whereby the customer can, among other things, use the battery to cut power peaks in electricity consumption and locally store their own surplus energy production. Since the batteries are in their second life cycle, the installation is nearly emission-free.

In our newest addition to Energy Services, we offer to execute an energy audit of our customers buildings, in collaboration with SASTECH, to understand their possibilities in terms of implementing cost-effective energy measures and an implementation schedule for the possible measures towards 2030. This also includes hands on control of the energy flow through automation and data driven solutions to optimise the energy consumption with high focus on cost savings. With the aim of being at the forefront of the energy ecosystem of the future, this will give industrial and commercial customers the option to reduce power peaks and relieve pressure on the power grid as well as the possibility to increase the use of renewable power from solar systems.

Klokkertunet Visitor Farm in Kongsvinger covers half of its energy needs with solar panels. This saves them a lot of money every year. *Photo: Michel Jemble, Nordic Drones Jembl*

Business customers are also offered guarantees of origin, advisory services and energy labelling . All buildings over 1,000 m² must undergo energy labelling every ten years and must hold a valid energy performance certificate. This is mandatory for everyone selling or renting commercial buildings.

We offer all our customers the opportunity to create greenhouse gas accounts in the Klimahub.no climate portal. This can be accessed directly or via 'Min Bedrift'.

Guarantees of origin from Norwegian Hydropower

Guarantees of origin are an electricity labelling scheme designed to show the electricity customer that a quantity of power is generated from a specified energy source. The scheme was introduced with the first EU renewables directive in 2001, to give consumers a choice between renewable and non-renewable power. Power producers that sell guarantees of origin receive at the same time an extra income from their renewable power generation.

While purchasing electricity with guarantees of origin is widespread in the business market, there has been limited demand in the private market. Elmera Group has offered guarantees of origin under the collective

designation of renewable energy sources included in selected power agreements.

Fjordkraft have a solution for the purchase of guarantees of origin in the private market, called Norsk Vannkraft. This is an optional service that can be combined with all power agreements. Electricity customers can view pictures and information about their local hydroelectric power station in the app or on 'Min side' (My page). GE and NGE have equivalent offers under their agreements.

Climate requirements

By setting climate requirements for our regular suppliers regarding climate accounting, a list of measures to reduce emissions, and compensation for emissions through carbon credits, we expect an effect that exceeds our own operational emissions many times.

We also see it as an opportunity for more of society to be electrified. Electrification leads to increased consumption and increased sales. By using more electricity, the volumes increase overall.

Increased price levels due to a lack of power development can also create increased market opportunities. Increased demand and willingness to pay for services can reduce the cost level related to electricity, for households and businesses.

Understanding climate impact on Elmera Group

Assessment of climate risk is part of Elmera Group's overall risk management and reporting. This takes place on an annual basis.

Many different factors have contributed to high price volatility for the last years. These include geopolitical conditions, gas prices, high CO2 prices, and the transition to renewables that bring more non-regulated power into the system. Going forward, the new normal is expected to be characterised by higher price volatility than before the electricity price crisis. 2025 may also bring entirely new guidelines for electricity in Norway, as Norwegian politicians have stated that they want better support schemes for electricity for households.

All this leads to unpredictability related to electricity costs, perceived as challenging by many in both the private and corporate sectors. It also led to a spotlight on our industry the recent years, from the media, politicians and our customers. Many have become more aware of prices, consumption and opportunities for energy efficiency. As a consequence, more customers than before want to monitor electricity prices more closely, preferably in real time.

Customers have become more aware of their own electricity consumption, which is very positive in terms of fulfilling SDG 12, which states that we will have responsible consumption and production. In turn, as a group we have been challenged to put in place even better technical solutions, for example in the various apps that our subsidiaries offer to customers.

In the future, we will make it easier for our customers to become more self-sufficient in local electricity. We already work with more power generation from local solar energy. If more customers become self-sufficient in electricity in the years to come, this will have consequences for us. There are opportunities for us as advisers to customers, but also as an innovative company that can offer services to help our customers transition to a renewable society.

Changes in customers' consumption patterns as a consequence of high prices, the changing international energy markets, and the composition of energy carriers have a direct impact on us and our customers. This is also true of EU climate goals, the phasing-out of fossil energy production, a high CO2 price, and investment in renewable energy. Investments in wind and solar power have made the European power market increasingly weather-dependent.

Consumers have a low tolerance for high power prices, which entails risks for Elmera Group. We have extensive experience, tools, and expertise to manage the risk.

Physical risk

Physical risk involves costs associated with physical damage due to climate change. Elmera Group has very few assets that could be physically damaged as a consequence of climate change. The increased frequency of extreme weather conditions could result in significant damage to grid owners' infrastructure, which could affect Elmera Group's reputation in the event of prolonged power outages. Society has a low tolerance for disrupted power supplies.

Conclusion: Low risk

Transitional risk

Transitional risk involves economic uncertainty related to the transition to a low-emission society, and is divided into four categories: Technology, market, policy and reputation.

Power prices are affected by many different elements. The EU climate goals and the phasing-out of fossil energy production, as well as investment in renewable energy, with a significant wind power element, mean that the European power market is becoming increasingly weather-dependent. High gas- and CO2-prices also influence power prices. The war in Ukraine has less impact on prices now than at the start of the war, but it is causing greater fluctuations than normal. In Norway, the debate on electricity prices has escalated, with political statements that could have consequences for the power market and electricity suppliers. We work for the best interests of our customers regardless and adapt to the solution that gains majority support.

Challenges:

- After several years of unstable prices, consumers have a low tolerance for high power prices. High prices draw more negative attention and increase the industry's reputational challenges. Wider fluctuations in electricity prices make power purchases/hedging more demanding. There is a higher risk related to agreements that are based on price hedging. As a consequence of intermittent high power prices, there is also a risk of political intervention in the market.
- Customers that are more self-sufficient in electricity can be a threat to the company in the long term. This relates to increased investment in solar energy, development of batteries and new storage technology.

Opportunities:

The transition to a renewable society creates business opportunities for Elmera Group. Greater electrification leads to increased demand for products closely linked to Elmera Group's core business. Variations in electricity prices favourably affect the demand for hedging products. Elmera Group has strong power trading expertise, which was strengthened in 2024. This enables us to offer hedging products that provide customers with more predictable prices. The transition to a low-emission society also gives us good opportunities to invest more in local electricity production, such as solar energy.

If more people become self-sufficient in energy, this can also reduce pressure on the market and be beneficial to the green transition.

SunPool was established by the two Norwegian market leaders in electricity and solar energy; Elmera Group and Solcellespesialisten. The company develops and manages portfolios of solar panel installations on properties in Norway. SunPool turns stricter energy requirements for buildings into a sustainable and profitable investment. Our investment in SunPool mitigates long term reduction in customers' consumption from the grid.

Energy management tools offer opportunities in the short term, although increased energy efficiency represents volume risk in the long term. Taxonomy, the EU classification requirement, was supposed to come into force for Elmera Group from 2025, when the new EU sustainability directive, CSRD, also was supposed to come into force for our Group. But in February 2025 the European Commission presented its new Omnibus proposal to simplify the Corporate Sustainability Reporting Directive (CSRD) reporting. Only large companies with over 1000 employees will be subject to sustainability reporting requirements.

Conclusion: Medium risk

Third party risk:

Claims for damages related to decisions or a failure to make decisions that can somehow be linked to climate policy or climate change.

Through our work with 'Klimanjaro', where we started setting climate requirements for our suppliers in 2017, we initiated a positive domino effect. The climate requirement has been upgraded in a new ESG-pledge, but the domino effect continues. We set requirements for our suppliers, and several of them pass on these requirements to their suppliers. We also use the Klimahub.no climate portal to focus on how companies should maintain an overview of their own greenhouse gas emissions and opportunities to cut emissions. Klimahub can be used to cut emissions both within and outside the company's value chain.

Conclusion: Low risk

Policies related to climate change mitigation and adaptation

Elmera Group has several policies related to limiting and adapting to climate change that apply to its own operations, as well as to the value chains of customers and suppliers.

Sustainability policy
Elmera Group has its own sustainability policy that applies to the entire Elmera Group ASA. It is adopted by the CEO. The Sustainability Manager is responsible for ensuring compliance with the policy. The purpose of the policy is to establish principles for how we will work with the entire ESG in our own operations and in the value chain.

The policy states that Elmera Group's operations have a minimal negative impact on the external environment. Nevertheless, we focus on reducing our own climate emissions in accordance with scientific targets for 1.5 degrees of warming. We have guidelines for travel and a fossil-free vehicle fleet. We also purchase guarantees of origin to ensure that the group's energy sources are renewable. We will make an extra effort for the local environment around our locations, for example through annual clean-up actions. We will identify and implement measures that minimise negative climate and environmental impacts, while contributing to strengthening environmental measures where relevant in our operations.

Procurement policy
This policy aims to ensure a comprehensive procurement strategy in the group with the intention of extracting synergies that can and should be expected through a common strategic approach. The policy applies to the entire group. Local adaptations can still be made in accordance with the Procurement Manager. Local adaptations are particularly relevant for group companies outside Norway. The CEO is responsible for ensuring that the guidelines specified in the policy are implemented throughout the group. The purpose of the policy is to establish principles for how we will work with procurement. One of the points states that, to the extent possible, Skift's 10 principles for green procurement should be used as a basis.

Actions and resources in relation to climate change policies

Specific initiatives completed during the year are described below. The overall purpose throughout the year has been to make sure that Elmera Group continues to build on its positive progress in order to reach our targets.

For the past years, we have had an internal sustainability group that looks at various measures we can take within climate and the environment.

Working with our greenhouse gas accounts, we create an action list each year that shows where to reduce our own emissions. Our overall goal is to halve our carbon footprint per employee by 2030, based on the footprint from 2019.

We adhere to our own climate commitment and focus on reducing our own greenhouse gas emissions. We buy electricity with a guarantee of origin and compensate for residual emissions from Scope 1, Scope 2 and upstream activities in Scope 3 by purchasing European Union Allowances (EUA).

We publish our greenhouse gas accounts in Klimapartner Vestland's annual emission report and on our own web portal, Klimahub.no. On the latter, our greenhouse gas accounts and updated measures for further reductions can be viewed throughout the year. Klimahub.no is a transparent register where everyone can check the climate footprint of Norwegian companies and use the information to make sustainable choices.

In 2019 we could see that our travel activities account for our greatest emissions. We therefore set a target to cut emissions from air travel by 40 per cent per employee by the end of 2023. We also have a dedicated travel policy with clear guidelines for employees. Business travel is an area where each employee can make a difference through their behaviour. Increased options for online collaboration and meetings support this. We managed to reduce emissions from air travel by 41 % per employee, reaching our target by 2023. In 2024, we maintained our flight travel at the same level as in 2023. We will set a new goal for flight travel towards 2030.

We work to become a fossil-free company. 2024 is our first full year with district heating at our headquarters in Bergen. But we still have some hybrid cars in our business operations in Sweden. It means that we have not yet achived our goal of being forssil-free.

In terms of waste, we set requirements for our property owners. We have full waste sorting according to government regulations.

The IT department has worked to ensure that 100 per cent of our outdated IT equipment is reused or recycled. They managed to achieve this in 2024 through agreements with Atea and their 100 % club, and the company Dustin. The IT department also has strong focus on buying less new equipment than before. Instead, they issue used machinery and equipment to employees. They have achieved this thanks to the dedicated efforts of the IT department's teams.

The Groups carbon footprint
Elmera Group is expanding both in Norway and in the Nordic region. This will increase the Group's total carbon footprint in the years ahead. But the goal of halving emissions per employee is nonetheless maintained.

In 2023, we saw a large increase in our total greenhouse gas emissions calculations. This is because, for the first time, we included the downstream emissions from our customers in Scope 3, i.e. sale of electricity. For more information about the 2024 calculations, see *Accounting principles GHG emissions.*

Eco-Lighthouse

Elmera Group's offices in Bergen, Trondheim, Sandefjord and Hamar are certified under the Eco-Lighthouse certification scheme. Being an Eco-Lighthouse involves having to work systematically on measures aimed at ensuring more eco-friendly operations and a good working environment. Each year, the various business units must prepare a climate and environmental report in which the effect of the initiatives is measured and new goals are set. Eco-Lighthouse is recognised by the EU.

Klimapartnere Vestland

Elmera Group is a member of the regional network project Klimapartnere Vestland, which works to reduce greenhouse gas emissions and stimulate green social and business development in the county of Vestland. The network consists of more than 80 public and private enterprises. Klimapartnere Vestland publishes an annual report on its members' overall emissions.

Klimapartnere Vestland celebrated its 10th anniversary in 2024. *Photo: Morten Wanvik*

Main goal: We will halve the greenhouse gas emissions per employee by 2030.

100 per cent of Elmera Group's regular suppliers must be climate committed
100 per cent of Elmera Group's suppliers must register with Klimahub.no or confirm compliance to out Head of legal and procurement
We must have 1,000 companies registered with Klimahub by the end of 2024
ENERGY
100 per cent of the electricity we consume must be purchased with a guarantee of origin
TRANSPORT
We have a dedicated travel policy stating that employees must always consider whether a journey is necessary, from a climate and cost perspective.
Our vehicle fleet must be fossil-free
Emissions from air travel have been reduced by 42 % based on figures from 2019.
WASTE
100 per cent of our outdated IT equipment must be reused or recycled
We require landlords to sort waste at source
OTHER
We use technology to streamline communication between our locations.
Reuse must always be considered when purchasing products. .
Employees in our office at Bergen who walk, cycle or travel by public transport to work receive financial compensation of NOK 500.
We will make an extra effort for the local environment around our locations, for example through annual clean-up actions.
The internal sustainability group has created a recycling group on Workplace (intranet) called Give Away – Exchange – Buy – Sell. Here, employees can give away, exchange, buy or sell things they no longer need.
We have an internal sustainability academy for employees.

Employees at Elmera Group participate in beach clean-ups twice a year. Photo: Frode Fjellstad

Elmera Group 2024		Elmera Group 2023		Fjordkraft 2019	
Number of employees	452	Number of employees	457	Number of employees	293
Emissions from air travel per employee	0,46 tCO2e	Emissions from air travel per employee	0,46 tCO2e	Emissions from air travel per employee	0,79 tCO2e
Total emissions* per employee	1 tCO2e	Total emissions* per employee	0,6 tCO2e	Total emissions* per employee	1 tCO2e

*Total emissions - market-based, excl. category 3 (Scope 3)

Energy consumption and mix	Unit	2024	2023
Total energy consumption from electricity and district heating	**MWh**	**1 064**	**938**
Total electricity consumption	MWh	684	829
Total district heating	MWh	380	109
Total energy consumption from fossil sources	**MWh**	**11**	**30**
Company cars, fossil fuel	MWh	11	30
Total energy consumption related to own operations	**MWh**	**1 075**	**968**

Total energy consumption from renewable sources	Unit	2024	2023
Consumption of purchased or acquired electricity from renewable sources (Market-based)	MWh	684	829
Total energy consumption from renewable sources	**MWh**	**684**	**829**
Percentage of renewable sources in total energy consumption	**%**	**64**	**86**

Accounting principles

Energy consumption and mix

The figures for our own operation are based on activity data from our locations and calculations of energy consumption from company cars. The Group's headquarters in Fyllingsdalen, Bergen, switched from gas-powered heating to district heating in late 2023. This explains the increase in consumption from district heating and the decrease in consumption from fossil sources.

Total energy consumption related to own operations: Elmera Group's energy consumption in own operations forms the input to scope 1 and 2. It covers energy consumption based on fossil sources, electricity consumption and district heating used across our facilities.

Total energy consumption from fossil sources: Energy consumption from fossil fuel comes from two sources.

1. Company cars, fossil fuel: From fossil fuel company vehicles in Sweden. All company cars in Norway are electric. There are no company cars in Finland. Driving consumption is based on the driving length included in the leasing agreements.
2. Stationary combustion: includes natural gas based on documentation from facility manager.

Total energy consumption from renewable sources: The calculation of Elmera Group's share of renewable energy in the consumption of purchased or acquired electricity is based on consumption with guarantees of origin from renewable sources, mainly hydro power.

Percentage of renewable sources in total energy consumption: The indicator of renewable energy share includes how much of the total consumed energy comes from renewable energy sources.

CLIMATE ACCOUNTS (TONNES CO2E.)	Elmera Group ASA 2024	Elmera Group ASA 2023	Difference 2023-2024
Scope 1			
Fuel (vehicles and other consumption)	2,8	5,4	-48 %
Paraffin, propane and gas		5,2	-100 %
Total direct emissions (Scope 1)	**2,8**	**10,6**	**-74 %**
Scope 2			
District heating/cooling	3	1,2	157 %
Electricity location based	10,8	16	-33 %
Electricity market-based	0	0	0 %
Total indirect emissions from purchased energy - location based (Scope 2)	**13,8**	**17,2**	**-20 %**
Total indirect emissions from purchased energy - market based (Scope 2)	**3**	**1,2**	**157 %**
Scope 3			
Category 1: Purchased goods and services	71,1	20,6	245 %
Category 3: Fuel and energy related activities*	8 047 194	8 999 140	-11 %
Category 4: Upstream Transportation and Distribution*	1,2		
Category 5: Waste generated in operations	0,1	0,2	-50 %
Category 6: Business travel	217,9	222,4	-2 %
Category 7: Employee commuting	106	19,9	433 %
Category 9: Downstream Transportation and Distribution*	3,8		
Category 11: Use of Sold Products*	44,5		
Category 12: End-of-life treatment of sold products*	14,5		
Category 15: Investments*	0,1		
Total other indirect emissions excl. category 3 (Scope 3)	**459,1**	**263,1**	**74 %**
Total other indirect emissions (Scope 3)	**8 047 659**	**8 999 666**	**-11 %**
Total emissions - market-based, excl. category 3 (Scope 3)	**464,9**	**274,9**	**69 %**
Total Emissions - market-based	**8 047 659**	**8 999 678**	**-11 %**

*Included for the first time.

Accounting principles GHG emissions

Elmera Group's carbon footprint provides a general overview of our greenhouse gas emissions converted into CO2 equivalents (CO2e). The climate accounts have been prepared based on input gathered from our locations in Norway, Sweden and Finland, covering all companies and employees in the Group. Elmera Group reports according to the international standard A Corporate Accounting and Reporting Standard, by the Greenhouse Gas Protocol. As an organisational boundary, Elmera Groups reports in line with the control approach and the operational control criterion.

Calculations are based on emission factors from recognised, official sources. DEFRA (2024) is the primary source for emission factors, while electricity has been calculated based on emission factors from The Norwegian Water Resources and Energy Directorate (NVE), Fingrid Oyj and AIB.

Scope 3 has been expanded, as categories 4, 9, 11, 12 and 15 have been added to the emission figures. Data collection for categories 1 and 7 has also been expanded for the reporting, ensuring more completeness. Category 3 was included for the first time in 2023 and is extended. Thus, the reported increase in emissions, excluding category 3, is primarily a consequence of better data quality.

Emissions from each category are reported separately so the effect on the total figure is transparent.

The following scope 3 GHG emission categories are excluded from the GHG inventory:

Category 2 - Capital goods: Category 2 - Capital goods: Equipment that could be applicable to category 2, for instance IT equipment, is defines as purchased goods and reported in category 2.

Category 8 - Upstream Leased Assets: Elmera Group operates leased vehicles. As we have operational control the vehicles' emissions are reported under scopes 1 and 2.

Category 10 - Processing of Sold Products: Elmera Group does not sell intermediate products.

Category 13 - Downstream leased assets: Elmera Group does not lease assets to other companies.

Category 14 - Franchises: Elmera Group does not operate any franchises.

Gross Scope 1 emissions

Scope 1 consists of emissions from fossil fuel sources generated by company cars in Sweden. Emission factor derived from DEFRA.

Gross Scope 2 emissions – location-based and market-based

Includes indirect emissions related to purchased energy, i.e. electricity and heating/cooling at Elmera Group's locations and electricity consumed by the electric vehicles that we operate. According to the GHG protocol, scope 2 emissions are calculated as both location- and marked-based.

Elmera Group purchases guarantees of origin from renewable sources for all our electricity consumption, including electricity used by the electric vehicles. Electricity consumption from the electric vehicles were estimated based on a conversion factor from The Norwegian Public Roads Administration, converting kilometres to kilowatt hours. According to the market-based method, emissions are set to zero when purchasing guarantees of origin.

To calculate emissions from purchased electricity according to the location-based method we used emission factors for production mix from NVE, Fingrid Oyj and AIB.

Emissions from district heating were calculated using emission factors derived from the specific district heating systems, provided by the Norwegian District Heating Association and Swedenergy. We have changed the emission factor from last year's reporting following feedback from our external auditor. To ensure comparability, we have recalculated the 2023 district heating figures using the updated emission factors.

Gross Scope 3 emissions

Scope 3 includes indirect emissions from Elmera Group`s activities in the value chain.

Category 1 – Purchased goods and services: Activity data has been collected for purchased IT-equipment and calculated based on product carbon footprint (PCF), if provided by the manufacturer. In cases where PCFs were unavailable, a mean of PCFs from equivalent products has been used instead. The spend-based method has been used when activity data were unavailable. Emission factor for spend calculations was derived from The Norwegian Agency for Public and Financial Management (DFØ).

Category 3 - Fuel and energy-related activities: Emissions from sold electricity. Emissions are calculated using an emission factor from NVE. Electricity sold with guarantees of origin is set to have zero emissions.

Category 4 - Upstream Transportation and Distribution: Calculations are based on spend-data and emission factor from DFØ.

Category 5 - Waste generated in operations: Data is based on reports landlords or facility managers. Emission factors are derived from DEFRA.

Category 6 – Business travel: Includes flights, public transportation, taxi and train fares. Data is sourced from external business travel management systems and Elmera Group's expense system. Calculations are based on emission factors from DEFRA (2024). For air travel we have defined distances based on assumptions for domestic flights, flights within the Nordics and international flights.

Category 7 – Employee commuting: Activity data has been gathered through questionnaires. A mean per employee was calculated for the respondents and applied to all employees. As the proportion of respondents was high we consider the estimation to be adequately accurate. Emission factors from DEFRA and NVE were used in calculations.

Category 9 - Downstream Transportation and Distribution: Transportation of Pulse meters to customers. Calculated as category 4.

Category 11 - Use of Sold Products: Estimates electricity consumption by active pulse meters. Emission factor from NVE, electricity purchased without guarantees of origin.

Category 12 - End-of-life treatment of sold products: Waste treatment of pulse meters. Emissions calculated based on sales volumes, weight of the product and emission factor for electrical waste derived from DEFRA.

Category 15 - Investments: Emissions from SunPool AS, which Elmera Group do not have operational control of, are included in category 15.

ESRS S1

OWN WORKFORCE

Our employees are among our most valuable assets. To achieve our collective ambitions, we rely on having motivated and engaged individuals on our team. Therefore, our ability to attract, retain, and develop skilled talent is crucial to Elmera Group's success. We are committed to providing an inclusive work environment for all workers, including both our direct employees and agency staff. To promote a culture of continuous learning and development, strong leadership, and equal treatment and opportunities for everyone, Elmera Group has established a framework that clearly defines expectations for all employees. This is essential for understanding and addressing the needs of our customers, both now and in the future.

Material impacts, risks and opportunities

Own employees refer to individuals who have a signed employment contract with the Group. Agency workers include consultants or individuals hired through staffing agencies.

Through the DMA, we have identified material impacts associated with our own employees. Risks and opportunities were also identified but did not score above the materiality threshold.

Flexible and predictable work situation

Elmera Group impacts our employees' work-life balance by offering flexible working arrangements tailored to suit the needs of our employees, emphasising the importance of, and encouraging a proper balance, and ensuring appropriate workloads. This depends on leaders who genuinely understand and care for their team members, adopting a balanced approach to their expectations to foster development while ensuring a healthy psychosocial environment.

Employees can accumulate plus-hours, which they can utilise at a later stage that suits them. Some employees do not have this opportunity due to the nature of their work. This applies to those working in customer service and telemarketing.

Furthermore, Elmera Group's hiring practices impact job security. New hires are primarily offered permanent employment, which gives them stability.

Fair compensation

Our employees are the driving force behind the company's success, and receiving fair compensation for their contributions is crucial. Fair compensation means receiving adequate wages and equal pay for equal work.

In recent years, the countries where we operate have faced rising living costs, with increasing interest rates and price levels. This is a contributing factor as to why salary level has been assessed as a material impact.

Elmera Group strives to offer competitive terms to attract desired talent and expertise. The company has established structured and transparent remuneration processes to ensure fair compensation. It is policy that Elmera Group should offer competitive but not market-leading compensation terms. Wages are set based on collective bargaining agreements, meaning that salaries will not fall below the minimum wage stipulated in the collective agreements. Thus, all employees are compensated according to national regulations and considered adequate wages. A comprehensive salary review is conducted on a biennial basis to identify pay gaps and analyse why they exist. Differences will naturally occur as salaries reflect several factors, such as experience, job category, and responsibilities. However, the analysis aims to discover potential unjustified pay gaps and rectify them.

Collaborating with employee representatives

Elmera actively engage with employee representatives about labour rights. Employee representatives include union representatives, safety representatives and employee-elected Board members. All these groups play an important role in ensuring that employees' voices are heard.

Training and skills development

Our talented employees are integral to Elmera Group's success. To maintain our competitive edge, it is essential that we not only continue to develop our existing expertise but also attract the right competencies both now and in the future. We are committed to this ongoing effort, as reflected in the company's strategic key activities and each unit's sub-strategy. Elmera Group is dedicated to fostering skill development and actively supports initiatives to facilitate this growth. All employees are offered equal opportunities for training and skills development.

We believe in the 70-20-10 model, a framework that emphasises the most effective ways employees acquire knowledge and skills. It is based on the principle that 70 per cent of learning comes from experience, 20 per cent comes from social interactions and 10 per cent from formal learning. Thus, all employees receive daily learning and development through the challenges and responsibilities they assume in their roles, as well as their active contributions to our strategic key initiatives, which we place great emphasis on.

All permanent employees in the Norwegian part of the Group can apply for study support twice a year to cover external studies that enhance competencies. Through our study support scheme, permanent employees can apply for scholarships for further education, including individual courses or full degrees at the bachelor's or master's level. Support is granted one semester at a time. The approval process considers the relevance of the education to the Group, ensuring that the program contributes to the desired competence development.

In 2024, the program received ten applications for the spring semester, of which seven were approved. One applicant withdrew after approval. For the autumn semester, there were thirteen applications, of which four were approved, and one applicant withdrew. The gender distribution among applicants was fourteen women and eight men, with five women and six men receiving study support.

Employees in Finland can apply to the government for study support. NGE determines the approval of study leave itself, which is granted to a very large extent. There are specific eligibility intervals for study leave. Employees with at least three months of service can apply for five days of study leave. Employees with over twelve months of service may be granted up to two years of study leave, which can be taken over a period of five years. There is no formalised study support scheme in place in Sweden.

As of today, we do not have systems in place to provide an overview of the total number of hours dedicated to competence development per year, broken down by gender and job category. We are therefore unable to report on this disclosure requirement.

Diversity and inclusion

We aim to cultivate a workforce with diverse backgrounds and experiences, reflecting the broader society. A structured approach to diversity fosters greater productivity, innovation, improved decision-making, higher employee satisfaction, and reduced turnover. Fostering a safe and inclusive corporate business culture is key to strengthening diversity. We currently have a special emphasis on increasing the representation of women in leadership roles and certain departments. We find it particularly difficult to recruit women to positions within the IT department, as there have been few suitable applicants. Positions related to IT have historically been male-dominated, and we recognise that reversing this trend will take time and require targeted initiatives.

Social benefits

We recognise how important social benefits beyond public provisions are for our employees. Most importantly, Elmera Group is committed to providing financial security for its employees by covering full salary during parental leave and sick leave, including the portion that exceeds public benefits. In Norway, this goes for salaries that exceed six times the national insurance scheme basic amount.

This ensures that employees do not experience financial setbacks when taking time off due to illness or to care for a newborn.

Historically, women have taken the longest periods of parental leave, making them more vulnerable to income loss and career disadvantages. By guaranteeing full salary compensation, we help protect employees from financial strain, support gender equality, and enable a more balanced distribution of caregiving responsibilities.

Similarly, covering full salary during sick leave ensures that employees can focus on recovery without financial concerns. This approach contributes to a healthier and more productive workforce while reinforcing our commitment to employee well-being and job security.

Employees in Sweden follow national regulations and are not guaranteed full salary during sick leave or parental leave.

Protection of personal data

As a leading player in the Norwegian electricity market, in addition to having substantial customer portfolios in Sweden and Finland, Elmera Group possesses large amounts of personal data. Employees trust that their personal data is handled appropriately and responsibly. This trust is fundamental to maintaining a positive relationship between the company and its workforce. Therefore, we have a great responsibility to manage the personal data of our employees, but also customers, and other partners safely and securely. We are committed to safeguarding the individual's rights and maintaining the integrity and confidentiality associated with private information, in line with the Personal Data Act and the General Data Protection Regulation (GDPR). Elmera Group have established procedures and processes to ensure that personal data is used solely in accordance with the legislation.

There are no deviations related to employee privacy were registered in 2024. A total of six privacy-related deviations related to customer relationships have been registered within Elmera Group. Only one case was reported to the Norwegian Data Protection Authority concerning a security breach that, under certain conditions, allowed a customer to view information about other customers in Fjordkraft's app. The scope and cause were identified, and a deviation report was submitted to the Data Protection Authority. All affected customers (24 in total) were informed by phone and received additional information via a follow-up email. The issue was quickly resolved and subsequently closed by the Data Protection Authority without sanctions.

The remaining deviations were also swiftly addressed. They involved very few customers or had little to no impact on them and were therefore not reported to the authorities.

Policies related to own workforce

Human and labour rights are integrated into Elmera Group's corporate governance processes. All parts of the Group, including all employees and those who represent Elmera Group, across all units and countries where we operate, are committed to our code of conduct (CoC) and policies. These are built on national and international standards like ILO's core conventions and OECD's guidelines for responsible business conduct.

The CoC sets out what the Group believes to be acceptable and unacceptable conduct and provides important signals from management to the rest of the company. All employees must sign a declaration each year confirming that they have understood and complied with the CoC. The CoC is approved by the Board of Directors annually.

Elmera Group have policies for corporate governance and HR governance. Furthermore, we will establish a policy for diversity, equity and inclusion in 2025. All policies are approved by the Board of Directors.

Policy for corporate governance

The purpose of the corporate governance policy is to establish a clear division of roles, responsibilities, and authority to ensure that employees fulfil their responsibilities and duties. The policy emphasises the importance of learning and continuous improvement.

Policy for HR governance

The policy for HR governance sets out overall guidelines and principles for HR operations across the Group. Fundamentally, the Group's policies and daily practices in this area shall comply with labour legislation and other relevant regulations.

Leadership Philosophy: All leaders within the Group shall adhere to Elmera Group's leadership philosophy, which includes the practice of Promise-Based Leadership. We follow the principles of Self-Determination Theory, recognising that all individuals need opportunities for development and to demonstrate their competencies, have influence in their roles, and experience a sense of belonging in the workplace and among colleagues.

Collaboration and Best Practices: We are committed to generously and constructively sharing and implementing best practices across the Group's companies. We strive to facilitate strong collaboration, foster a shared culture, and ensure alignment with the Group's and individual companies' strategic direction.

People Performance: Attracting, retaining, and developing competent employees in line with the Group's objectives and policies are critical for value creation. To ensure meaningful dialogue and effective follow-up, routines for resource-oriented conversations (ROS) and employee performance reviews must be followed.

Sustainable Compensation and Reward Systems: Our compensation and reward structures shall motivate employees to achieve the Group's objectives. The salary system is designed to recruit, retain, and develop skilled employees. Salary determination shall consider:

- Performance in relation to stated goals
- Responsibility and commitment
- Knowledge and skills
- Contribution to a positive work environment

Diversity, Respect, and Inclusion: The Elmera Group workplace shall be characterised by diversity, respect, and inclusion, as outlined in the Group's Code of Conduct. Discrimination or harassment in any form will not be tolerated.

Commitment to Ethical Standards: All employees within the Group, including board members of subsidiaries, hired personnel, consultants, agents, and others acting on behalf of Elmera Group, are required to adhere to the Group's Code of Conduct.

Gender Balance: Elmera Group is committed to achieving a balanced gender distribution, with a target range of 40–60% women and men. The representation of women and men in leadership positions should reflect the overall gender distribution within the Group.

This structured approach ensures that Elmera Group fosters a responsible, inclusive, and high-performing work environment aligned with our strategic goals.

Employees by gender		
Women	207	46 %
Men	245	54 %
Total	452	100 %

Employees by country		
Norway	378	84 %
Sweden	23	5 %
Finland	51	11 %
Total	452	100 %

Managers with personnel responsibilities, excl. Executive Management		
Men	41	61 %
Women	26	39 %
Total	67	100 %

Executive Management		
Men	6	60 %
Women	4	40 %
Total	10	100 %

Employee age groups		
Employees, <30 years	106	23 %
Employees, 30-49 years	247	55 %
Employees, 50 years and above	99	22 %
Total	452	100 %

Privacy policy

The privacy policy applies to everyone at Elmera Group. The purpose of the policy is to establish principles, roles, and responsibilities for privacy within the Group. The policy, owned by the CFO, states that the Group shall protect the personal data of employees, customers, suppliers, and other relevant parties in accordance with applicable privacy legislation.

Processes for engaging with own workforce

Elmera Group has established several arenas for dialogue with employees and processes to identify and mitigate any negative impact. These are described below.

Employee engagement surveys

Elmera Group conducts engagement surveys one or two times annually, with responses kept anonymous. Research indicates that emotionally engaged teams are more likely to achieve superior results, including higher efficiency, increased profitability, lower turnover and absenteeism, enhanced customer loyalty, and improved health, safety, and environmental outcomes. Managers are responsible for reviewing the results within their department and implementing measures when necessary. They receive support from their People Business Partner to follow up on the results and implement measures to ensure a positive working environment across all departments.

Whistleblowing channel

There should be a low threshold for reporting concerns that are deemed harmful. Furthermore, everyone is obligated to report issues that are criminal in nature or pose a risk to life and health. Employees should generally address any concerns or complaints about violations of ethical guidelines with their direct supervisor. In situations where this is not appropriate, employees can raise their concerns with safety representatives, union representatives, members of the Board or representatives from the HR department.

Safety inspections

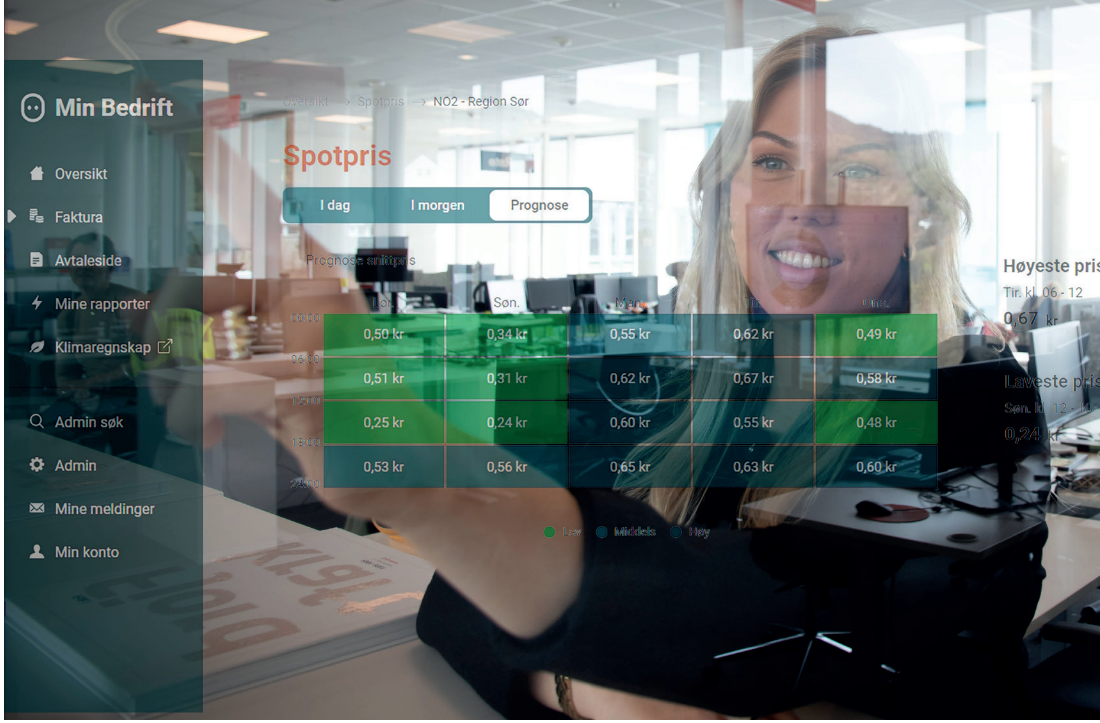
To assess the physical and psychosocial work environment, annual safety inspections are conducted with all departments. During these inspections, employees can provide feedback on aspects of the physical environment, such as noise, lighting, temperature, and equipment, to determine whether improvements are needed. The level of well-being and collaboration is also discussed. Employees can choose to provide feedback within their departments or privately with the safety representative

Targets

Elmera Group has defined targets for gender distribution across the Group and at management levels. We remain committed to ensuring a minimum of 40 per cent gender representation overall in the Group and among managers in Elmera Group.

ESRS S4

CONSUMERS AND END-USERS



By consumers and end users, we refer to all individuals who have purchased or have the potential to purchase a product or service from Elmera Group. We provide electricity-related products and services to end users in the consumer and business markets in Norway, Sweden, and Finland. Additionally, we offer mobile services in the Norwegian consumer market. To ensure that customers continue to choose us as their preferred provider, we must carefully manage and uphold their trust. We are committed to upholding social responsibility in our interactions with customers

Material impacts, risks and opportunities

The business market includes self-employed individuals, housing cooperatives and condominiums, associations and clubs, as well as the agricultural sector.

Through the DMA, we have identified material impacts associated with consumers and end-users. Risks and opportunities were also identified but did not score above the materiality threshold.

Freedom of expression of consumers and end-users

It is essential that customers have the opportunity to provide feedback, as their insights help us improve our products, services, and overall customer experience. Listening to our customers allows us to better understand their needs, address any concerns, and continuously enhance the quality of our offerings. To facilitate this, we prioritise excellent customer service, ensuring that customers can easily reach us through multiple channels. Our dedicated customer service team is trained to provide prompt, professional, and solution-oriented assistance. Beyond addressing inquiries, we take on the role of trusted advisors, guiding customers toward the best solutions for their needs. By proactively offering expert advice and personalised support, we build trust, foster long-term relationships, and maintain our position as a reliable and customer-focused provider.

Our strong commitment to customer service is reflected in numerous industry awards received by our subsidiaries. Gudbrandsdal Energi received second place in the 2024 Norwegian Customer Barometer. Fjordkraft secured a top-three position in the 2024 industry ranking Norwegian Customer service Index. Fjordkraft was also recognised for having the fastest customer service in Norway by Kundeserviceavisen, a Norwegian customer service magasine. Additionally, Nordic Green Energy won the Finnish EPSI survey in 2024, signifying that they have the most satisfied customers in the industry. These achievements highlight our dedication to providing exceptional service and ensuring a positive customer experience.

Access to quality information

Access to clear and reliable information is essential in the electricity industry, particularly because energy markets can be complex and difficult to navigate for many consumers. Electricity is a fundamental necessity, yet pricing structures, contract terms, and market fluctuations are often perceived as confusing. This challenge has become even more pronounced in recent years, as energy prices have reached historically high levels, creating uncertainty for both households and businesses.

By providing transparent, accurate, and easily understandable information, we empower customers to make informed decisions about their energy consumption. This includes helping them compare different pricing models, choose a contract tailored to their needs, provide guidance on energy efficiency measures, self-production options such as solar panels, and how they can actively manage their consumption to reduce their electricity cost. Clear communication also plays a crucial role in building trust between electricity providers and customers, ensuring that consumers feel confident in the choices they make.

As a company, we recognise our responsibility to simplify complex industry topics and provide expert advice in a simple and unambiguous manner. We strive to be good advisors, and this is emphasised in our expectations to our employees and the training they receive.

Responsible marketing

Responsible marketing is essential for building and maintaining the trust that is necessary for long-term success. At Elmera Group, we acknowledge that trust is the foundation of our customer relationships. Therefore, responsible marketing is not just a legal requirement but a core principle that we strive to uphold. We operate in full compliance with national regulations, ensuring that our marketing practices remain transparent, truthful, and aligned with consumer needs.

Policies related to consumers and end-users

Certified through Trygg Strømhandel

Fjordkraft, TrøndelagKraft and Gudbrandsdal Energi are certified members of the certification scheme Trygg Strømhandel. The scheme was initiated by the industry organisations Renewables Norway and DistriktsEnergi and is a voluntary certification scheme for electricity retailers. Certified companies have to adhere to several requirements involving personnel training, marketing, products, sales, billing and customer service. The certification body is DNV, an international quality assurance and risk management company headquartered in Norway.

Procedures for sales marketing of electricity contracts

The procedures applies to marketing in all sales channels that involve the solicitation of electricity contracts in the consumer segment by Fjordkraft, TrøndelagKraft and Gudbrandsdal Energi. The purpose is to outline the roles, responsibilities, and procedures for marketing electricity sales to ensure that consumer customers receive sufficient information to make informed and well-grounded decisions, and that the marketing practices comply with applicable regulations.

Processes for engaging with consumers and end-users

We engage with consumers and end-users through multiple channels, predominately through customer service and our sales channels. Simplicity and clarity are at the core of all our customer interactions. We strive to make every touchpoint seamless and understandable, ensuring that our customers receive the support and information they need efficiently and transparently. We are working continuously to improve and develop the interactions and touchpoints between us and our customers. A key aspect of this approach is harnessing new technology to simplify processes, making it easier for customers to resolve their issues independently. This, in turn, allows us to focus our resources on assisting those who need direct support the most.

Targets

The customer satisfaction scores of our brands are key parameters for Elmera Group. The 2024 target was to achieve a score above 70 for all brands, including Fjordkraft, Gudbrandsdal Energi and Nordic Green Energy. In the EPSI rating for 2024 our brands scored as follows:

Consumer segment:	
Fjordkraft	65,2
Gudbrandsdal Energi	72,3
Nordic Green Energy Finland	78,8
Business segment:	
Fjordkraft	61,9

ESRS G1

BUSINESS CONDUCT

ESRS G1

As a publicly listed company and an industry leader, responsible business conduct is essential to Elmera Group's operations, credibility, and ability to achieve our ambitions. We rely on the trust of our stakeholders to fulfil our societal mission successfully. Comprehensive corporate governance, built on a clear structure with well-defined policies, procedures, and guidelines, is essential for building trust.

Material impacts, risks and opportunities

In the DMA, we have identified material impacts and one material risk. These are described in the following sections.

Corporate culture

Cultivating a strong corporate culture is crucial for building trust, fostering engagement, and ensuring long-term success. A positive and inclusive workplace environment promotes collaboration, innovation, and employee well-being, while also strengthening ethical business practices and organisational resilience. For these reasons, corporate culture was deemed material. Our corporate culture can be defined as "how we do things at Elmera Group". To cultivate the desired corporate culture, the Group has established a comprehensive framework developed over several years. This framework consists of the Code of Conduct, a strategic platform encompassing our vision, purpose, and values, our leadership philosophy, the strategy process and other governing documents that describe the culture we strive to uphold.

To ensure adherence to the framework, all employees must have a clear understanding of its content and the expectations placed upon them. Managers play a crucial role in shaping and reinforcing the desired culture, which is why we conduct leadership development programs for all managers. These programs provide a forum for discussing key challenges, guided by our Leadership Philosophy and strategic platform, ensuring that managers maintain a proactive and conscious approach to our framework.

Annual dilemma training is conducted in all departments, where employees discuss simulated scenarios that challenge the CoC and explore appropriate ways to handle them.

Furthermore, all new employees receive a comprehensive onboarding program that introduces them to our values, principles, and expectations, ensuring they are well-equipped to represent the Group.

Management of relationships with suppliers, including payment practices

Elmera Group is a large buyer with a substantial annual spend. The fact that we have significant financial obligations to our suppliers constitutes impact. Both in terms of the financial impact if we do not fulfil our obligations and the consequences this will impose on the suppliers, but also how we manage our influence on suppliers to create positive change. Elmera Group has a long-standing tradition of setting climate-related requirements for our regular suppliers, as outlined under E1 Climate Change. This section will focus on payment practices.

Contractual payment terms of 30 days are standard in all agreements. There have been no legal proceedings during the reporting period for late payments.

Political engagement and lobbying activities

Elmera Group has always been committed to ensuring fair competition in the electricity industry, as we believe it ultimately benefits the end-users. Therefore, we have maintained a structured and proactive approach to regulatory engagement. This involves ongoing dialogue with relevant supervisory and regulatory authorities to share industry insights and advocate for our perspectives. A series of events, with the Russian invasion of Ukraine as the main catalyst, has caused significant volatility in electricity prices in recent years. The sharp increase in price levels has brought electricity to the forefront of the political agenda, particularly in Norway. This has led to political statements from the Norwegian left-wing parties that completely undermine our role in the value chain and our contributions to society. As a result of the increasing political risk, we have strengthened our political engagement in Norway to provide insights about our industry and clarify our role. We aim to ensure they are well-informed and adequately equipped to make sound decisions for end consumers and society at large. The Group's Chief Strategy Officer is responsible for overseeing these activities. Elmera Group do not provide any financial or in-kind political contributions.

We advocate for predictable and socially responsible electricity support mechanisms that strike a balance between consumer protection and incentives for energy efficiency and self-production. We believe that a well-functioning market with fair competition is essential for efficient price formation and continuous innovation in the energy sector. We adapt to the regulatory framework set by the authorities and continuously develop solutions that benefit our customers within the current regulations. At the same time, we actively engage with policymakers to promote framework conditions that benefit the industry, society, and customers alike. Currently, our focus is on ensuring a properly functioning market with healthy competition and efficient pricing. Additionally, we seek to make energy efficiency measures more attractive, recognising their crucial role in the renewable energy transition. This includes favourable conditions and support schemes for rooftop solar installations. Furthermore, we advocate for a more liquid market for financial contracts, allowing businesses to better hedge against high electricity prices and achieve long-term predictability.

Policies for good business conduct

Elmera Group's corporate governance is built on a structure of governing documents consisting of guidelines, policies and procedures. We currently have a total of 14 policies, several of which are referenced in other sections of the sustainability statement. Here, we will focus on policies and guidelines not described in the previous sections. Policies for sustainability and procurement, referenced under E1 Climate change, and corporate governance, HR governance and data privacy, referenced under S1 Own workforce, are still relevant under G1 Business Conduct.

Policy for internal control and compliance

Internal control refers to the governance and management of the Group, serving as a system to ensure that the board and leadership have effective and sufficient oversight. Compliance involves ensuring adherence to all applicable requirements relevant to Elmera Group. This includes both external obligations, such as laws, regulations, industry standards, licenses, and certifications, as well as internal requirements set by the organisation, including overarching guidelines, policies, procedures, and routines. Additionally, it covers any obligations the company has assumed through contractual agreements.

The purpose of this policy is to establish principles, roles, and responsibilities for internal control and compliance within the Group. The policy, owned by the CFO, applies to the entire Group.

Policy for enterprise risk management

Risk refers to uncertainty and deviation from what is expected, which can be either positive, negative, or both. In other words, risk has both an upside and a downside. At Elmera Group, risk is defined as "the effect of uncertainty related to objectives." At the highest level, this means that risk should be understood as the effect of uncertainty related to Elmera Group's strategic objectives and the board-approved strategy plan. Risk management is a structured process for identifying, assessing, and managing uncertainty that may impact Elmera Group's strategy and the achievement of its objectives. Enterprise Risk Management involves adopting a comprehensive approach across Business Units, support functions, and risk categories to avoid silo thinking and sub-optimisation.

The purpose of this policy is to establish principles for enterprise risk management at Elmera Group, as well as define the roles and responsibilities for risk management within the Group. The policy aims to support the Group in achieving our objectives and the successful execution of our strategy.

Supplier Code of Conduct

Elmera Group has a supplier code of conduct which sets requirements for all who wish to provide services and products or enter into collaboration with one of the Group's companies. As a supplier to Elmera, one is expected to consistently meet the required standards in sustainability, ethics, and commercial terms. Suppliers must comply with all applicable laws and regulations in their home country, as well as those in any country where they operate. They are also expected to act in accordance with relevant international conventions and guidelines established by global organisations, including the UN and OECD. In cases where there are discrepancies between applicable laws, regulations, supplier requirements, or contractual obligations, the supplier must adhere to the strictest requirements.

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To the Board of Directors of Elmera Group ASA

INDEPENDENT AUDITOR'S LIMITED ASSURANCE REPORT ON ELMERA GROUP ASA's CARBON FOOTPRINT REPORTING FOR 2024

We have performed a limited assurance engagement for the Board of Directors of Elmera Group ASA on the Carbon Footprint Reporting Scope 1 and Scope 2 (the "Selected Information") for the reporting period ended 31 December 2024.

Our limited assurance conclusion

Based on our procedures described in this report, and evidence we have obtained, nothing has come to our attention that causes us to believe that the Selected Information for the year ended 31 December 2024, as described below, has not been prepared, in all material respects, in accordance with the Applicable Criteria.

Scope of our work

Elmera Group ASA has engaged us to provide independent Limited assurance in accordance with International Standard on Assurance Engagements 3410 Assurance Engagements on Greenhouse Gas Statements ("ISAE 3410", issued by the International Auditing and Assurance Standards Board ("IAASB") and our agreed terms of engagement.

The Selected Information in scope of our engagement, as presented in the Carbon Footprint Reporting for the year ended 31 December 2024 is as follows:

Selected Information	Applicable Criteria
Greenhouse Gas Accounting for the reporting period ended 31 December 2024, hereunder Scope 1 and Scope 2 GHG Emissions.	Reporting in accordance with Greenhouse Gas (GHG) Protocol Corporate Accounting and Reporting Standard and GHG Protocol Scope 2.

In relation to the Selected Information, as listed in the above table, the Selected Information needs to be read and understood together with the Applicable Criteria.

Inherent limitations of the Selected Information

We obtained limited assurance over the preparation of the Selected Information in accordance with the Applicable Criteria. Inherent limitations exist in all assurance engagements.

Any internal control structure, no matter how effective, cannot eliminate the possibility that fraud, errors or irregularities may occur and remain undetected and because we use selective testing in our engagement, we cannot guarantee that errors or irregularities, if present, will be detected.

Management responsibilities

Management are responsible for:

- Selecting and establishing the Applicable Criteria.
- Preparing, measuring, presenting and reporting the Selected Information in accordance with the Applicable Criteria.
- Designing, implementing, and maintaining internal processes and controls over information relevant to the preparation of the Selected Information to ensure that they are free from material misstatement, including whether due to fraud or error.

Our responsibilities

We are responsible for:

- Planning and performing procedures to obtain sufficient appropriate evidence in order to express an independent limited assurance conclusion on the Selected Information.
- Communicating matters that may be relevant to the Selected Information to the appropriate party including identified or suspected non-compliance with laws and regulations, fraud or suspected fraud, and bias in the preparation of the Selected Information.
- Reporting our conclusion in the form of an independent limited Assurance Report to the Management.

Our independence and quality management

We are independent of the company as required by laws and regulations and the International Ethics Standards Board for Accountants' Code of International Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We apply the International Standard on Quality Management (ISQM) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, and accordingly, maintain a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Key procedures

We are required to plan and perform our work to address the areas where we have identified that a material misstatement of the description of activities undertaken in respect of the Selected Information is likely to arise. The procedures we performed were based on our professional judgment and included, among others, an assessment of the appropriateness of the Applicable Criteria. In carrying out our Limited assurance engagement on the description of activities undertaken in respect of the Selected Information, we performed the following procedures:

- Through inquiries of relevant personnel, we have obtained an understanding of the Company, its environment, processes and information systems relevant to the preparation of the Selected Information sufficient to identify areas where material misstatement in the Selected Information is likely to arise, providing a basis for designing and performing procedures to respond to address these areas and to obtain limited assurance to support a conclusion.

- Through inquiries of relevant personnel, we have obtained an understanding of the internal processes relevant to the Selected Information and data used in preparing the Selected Information, the methodology for gathering qualitative information, and the process for preparing and reporting the Selected Information.
- Performed procedures on a sample basis to assess whether the Selected Information has been collected and reported in accordance with the Applicable Criteria, including comparing to source documentation.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Bergen, 4 April 2025
Deloitte AS

Jill Osa-Svanberg
State Authorised Public Accountant

This document is signed electronically

2.4 Corporate Governance Report

Corporate governance report

1. Implementation and reporting on corporate governance

This corporate governance report is prepared by the Board of Directors of Elmera Group ASA ("Elmera" or the "Company" or the "Group"). The report is designed to cover all sections of the Norwegian Code of Practice for Corporate Governance (the "Code of Practice"). The Code of Practice is available from the Norwegian Corporate Governance Board's website www.nues.no. The Code of Practice is not revised in 2024.

The corporate governance report follows the Code of Practice. The Group's business is described in chapter two. Chapter three contains descriptions of equity and dividends. Chapter four contains descriptions of the equal treatment of shareholders and transactions with close associates. Furthermore shares and negotiability (chapter five), General Meetings (chapter six), the nomination committee (chapter seven), the composition and independence of the corporate assembly and Board of Directors (chapter eight) and the work of the Board of Directors (chapter nine) are also described. Risk management and internal controls are described in chapter ten, followed by a description of the remuneration of the Board of Directors (chapter eleven) and executive personnel (chapter twelve). Finally there are descriptions of information and communication (chapter thirteen), take-overs (chapter fourteen) and the auditor (chapter fifteen). The report reflects the revised Code of Practice from October 2021. Except for a minor deviation in chapter six, there are no deviations from the Code of Practice.

The Board is aware of its responsibility to ensure that the Company conducts its business in accordance with the applicable principles for good corporate governance. It is also responsible for the implementation of internal procedures and regulations aimed at ensuring that the Company and its subsidiaries comply with the Code of Practice.

2. Business

The Company's business, as defined in its artiThe Company's business, as defined in its articles of association, is the sale of electricity and other forms of energy in the retail market, in addition to other related business, including participation in other companies. The articles are available on investor.elmeragroup.no.

Elmera Group ASA is a public limited liability company organised under Norwegian law and subject to the provisions of the Norwegian Public Limited Liability Companies Act.

Our purpose is to create the most attractive electricity retailers in the Nordics. Based on our core values "simplify", "be friendly", and "create value", our goal is for Elmera Group to deliver electricity services to 3 million people, both at home and at work.

Elmera Group aims to create long-term value for its shareholders through revenue from the sale of electricity and other services to both consumers and businesses. We make sure that social and environmental aspects are taken into account for all our products and services, and we aim to conduct our business in the most sustainable way possible.
In order to achieve this goal, we have based our strategy on the following:

- Revenue growth
- Cost efficiency
- New business

The Board of Elmera Group ASA conducts an annual evaluation of the Group's current strategy and goals and adopts a strategy plan for the coming period. Risk is an integral part of the strategy process, and attitudes and limits are defined for each individual category of risk factor. Half-yearly risk reports are produced for the Audit Committee.

Elmera Group has a clear code of conduct that defines what we consider acceptable and unacceptable behaviour, both internally and externally, for all our employees, board members, contracted personnel, consultants, agents and others who act on behalf of the Group. The code of conduct is updated regularly and approved by the Board of Elmera Group ASA on an annual basis. The group also has guidelines for whistle-blowing that define how our employees should report situations that breach our code of conduct, the law, or generally accepted ethical norms.

The Group has for many years set climate neutrality as a condition in all supplier agreements, in line with the EU initiative Climate Neutral Now. However, Climate Neutral Now have changed. Climate neutrality is no longer in the initiative's scope. We have changed our climate pledge accordingly. Our revised climate pledge states that all regular suppli ers must be climate committed. This implies that suppliers are required to deliver climate accounts, make a list of measures to reduce their emissions, and compensate their emissions with carbon offsets. Additionally, companies with approved science-based targets in line with the Science Based Targets initiative are also considered climate committed and accepted as a supplier. All Company's regular suppliers are committed through the supplier contract, or in a separate contract, to our climate commitment.

Deviations from the Code of Practice: None

3. Equity and dividends

Shareholders' equity

At the General Meeting in 2024, the Board was granted the following authorities:

- The authority to increase the Company's share capital by up to NOK 3,430,554 through issuance of a maximum of 11,435,180 new shares each per nominal value of NOK 0.30. The authority can be used to issue shares in connection with potential mergers and acquisitions. The authority covers capital increases in other assets than cash. The authority also covers the right to incur special obligations for the Company, ref. § 10-2 of the Public Limited Companies Act. Subject to the aggregated amount limitation the authority may be used in more than one occasion. The pre-emptive rights of the shareholders under § 10-4 of the Public Limited Companies Act may be set aside. The authority also comprises changes in the articles of association as the share increase will require. The authority will remain valid until the General Meeting in 2025, however it will expire no later than 30 June 2025. As per 31 December 2024 there has not been an issuance of new shares.
- The authority to increase the Company's share capital by a maximum of NOK 378,000 through issuance of a maximum of 1,260,000 new shares each per nominal value of NOK 0.30. The authority can only be used related to the Company's share option programme. Subject to the aggregated amount limitation the authority may be used more than one occasion. The pre-emptive rights of the shareholders under § 10-4 of the Public Limited Companies Act may be set aside. The authority also comprises changes in the articles of association as the share increase will require. The authority will remain valid until the General Meeting in 2025, however it will expire no later than 30 June 2025. As per 31 December 2024 there has not been issued new shares related to the authority.
- The authority to acquire shares in the Company, on one or several occasions, up to a total nominal share value of NOK 1,715,227. The authority may only be used in connection with the Company's bonus programme, in connection with acquisitions, mergers, de-mergers or other transfers of business, or for the purpose of subsequent deletion of shares by reduction of the registered share capital with the General Meetings resolution. The lowest and the highest price that can be paid for the shares according to authorisation are respectively NOK 0.3 and NOK 300 per share. The Board will decide at their own discretion how the shares are acquired or disposed of. The authorisation shall be valid until the Company's ordinary General Meeting in 2025, though no longer than until 30 June 2025. As per 31 December 2024 the Group holds a total of 5,236,021 treasury shares.

At the General Meeting in 2023, the Board was granted the following authorities:

- The authority to increase the Company's share capital by up to NOK 3,430,554 through issuance of a maximum of 11,435,180 new shares each per nominal value of NOK 0.30. The authority can be used to issue shares in connection with potential mergers and acquisitions. The authority covers capital increases in other assets than cash. The authority also covers the right to incur special obligations for the Company, ref. § 10-2 of the Public Limited Companies Act. Subject to the aggregated amount limitation the authority may be used in more than one occasion. The pre-emptive rights of the shareholders under § 10-4 of the Public Limited Companies Act may be set aside. The authority also comprises changes in the articles of association as the share increase will require. The authority will remain valid until the General Meeting in 2024, however it will expire no later than 30 June 2024. As per 31 December 2023 there has not been an issuance of new shares.
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Capital structure

As at 31 December 2024, the Group's total non-current assets amounted to NOK 2,937 million and total current assets to NOK 3,090 million. The Group's total non-current liabilities amounted to NOK 1,618 million, total current liabilities to NOK 2,788 million and shareholders' equity to NOK 1,618 million. The management and the Board regularly evaluate whether the Group's capital structure is appropriate for its objectives, strategy and risk profile. The Board considers this to be satisfactory in relation to its expressed goals, strategy and risk profile.

Dividend policy

Elmera Group's initial target ambition is to distribute minimum 80% of its net income, adjusted for certain cash and non-cash items. In determining the annual dividend level, the Board of Directors will take into consideration, among other things, the expected cash flow, capital expenditure plans, covenant restrictions in its financial loan agreements, financing requirements (including for any mergers and acquisitions activity) and appropriate financial flexibility. There can be no assurance that a dividend will be proposed or declared in any given year. If a dividend is proposed or declared, there can be no assurance that the dividend amount will be as contemplated above.

Deviations from the Code of Practice: None

4. Equal treatment of shareholders and transactions with close associates

Elmera Group ASA has only one class of shares, and each share represents one vote at the General Meeting. Existing shareholders have priority rights to subscribe to shares in the event of a share capital increase.

Any purchase or sale by the Company of its own shares is carried out through the Oslo Stock Exchange or at prices quoted on the Oslo Stock Exchange.

Any transaction between the Company and a close associate will be at arm's length. In the event of a material transaction between the Company and a shareholder, parent company of a shareholder, board member, executive management personnel or any close associates of the aforementioned, which does not form part of the ordinary course of business, the Board will arrange for a third party valuation of the transaction.

Deviations from the Code of Practice: None

5. Shares and negotiability

The Company's shares are listed on the Oslo Stock Exchange. All shares in the Company have equal rights and may be traded freely. Elmera Group's articles of association do not contain any restrictions on the negotiability of its shares.

Deviations from the Code of Practice: None

6. General meetings

Elmera Group ASA was listed on the stock exchange on 21 March 2018. In 2024 the Board has held eight meetings. In addition the Board has held a seminar devoted to strategy.
The Company's annual General Meeting took place on 24 April 2024.

The General Meeting serves as a democratic and effective body for the views of the shareholders and the Board. Elmera Group encourages all its shareholders to attend General Meetings.

The Board has taken the following steps to facilitate this:

- A notice calling the Meeting with comprehensive supplementary information on the resolutions to be considered at the General Meeting, including the recommendations of the Nomination Committee, was made available on Elmera Group's website at least 21 days prior to the date of the General Meeting.
- All shareholders who are registered in the Norwegian Central Securities Depository (VPS) will receive notification of the General Meeting. This includes information on how to vote by proxy and the deadline for registering their intention to attend the General Meeting.
- The registration deadline for attendance by a shareholder has been set as close to the date of the General Meeting as possible.
- Shareholders who are unable to attend the General Meeting in person may vote by proxy.

The annual General Meeting approves the annual financial statements and annual report, the Board of Director's report and any dividend proposed by the Board. The annual General Meeting also approves the remuneration of members of the Board and the Nomination Committee, as well as the external auditor. The meeting agenda may also include authorisation to purchase own shares, increase the share capital, elect members of the Board, the

Nomination Committee or the external auditor, and any other matters listed in the notice of the General Meeting.

Minutes from annual General Meetings will be made available on Elmera Group's website immediately after the General Meeting.

All shares have equal voting rights at General Meetings. Resolutions at General Meetings are normally passed by simple majority (more than 50 per cent). However, Norwegian law requires a qualified majority for certain resolutions, including resolutions to waive preferential rights in connection with any share issue, approvals of mergers or demergers, amendments to the articles of association, or authorities to increase or reduce the share capital. Such matters require the approval of at least two-thirds of the share capital represented at the General Meeting.

Link to the articles of association: https://investor.elmeragroup.no/board-of-directors-and-coporate-governance/articles-of-associations/

Deviations from the Code of Practice: The Code of Practice recommends that the Board and chairman of the Nomination Committee be present at General Meetings. Elmera Group has not deemed it necessary to require all board members to be present at General Meetings. The Chairman of the Board, the Company's external auditor, the chairman of the Nomination Committee, the CEO and other members of management are always present at General Meetings.

7. Nomination committee

Pursuant to the articles of association, the Pursuant to the articles of association, the Company shall have a Nomination Committee that shall consist of one to three members. All current members are independent of the Board of Directors and the Group's executive management. The current members of the Nomination Committee are Ms. Lisbet Nærø (Chair), Mr. Atle Kvamme and Mr. Brede Selseng.

The annual General Meeting elects the members of the Nomination Committee. The members of the Nomination Committee are normally elected for a term of two years.

The Nomination Committee submits its recommendations to the annual General Meeting for the election of board members and the Board's remuneration.

The General Meeting has stipulated guidelines for the duties of the Nomination Committee, which are available from Elmera Group's website. These guidelines were approved at The General Meeting in 2021.

All shareholders are entitled to propose candidates for the Board and the Nomination Committee through the Company's website.

Deviations from the Code of Practice: None

8. Corporate assembly and board of directors: composition and independence

Corporate assembly

As of today Elmera Group has no corporate assembly. An agreement has been reached between the Company and a majority of the employees that the Company will not have a corporate assembly in accordance with the Section 6-35② of the Public Limited Liability Companies.

Composition of the Board

The Board consists of eight members, of whom five are elected by the General Meeting and three are representatives of the employees. More than the minimum required two board members elected by the shareholders are independent of the Company's largest shareholders. Board members can be elected for a period of two years.

The Board must at all times represent sufficient diversity in terms of background, competence and expertise to ensure that it can satisfactorily perform its duties. Elmera Group's Board will always consist of at least 40 per cent women. Value creation for the shareholders of the Company will always be the Board's highest priority, both financially and reputationally speaking.

Independence of the Board

Operating as a collegiate body to promote value creation in the interests of the various stakeholders is key. The Board shall represent all stakeholders and not promote individual interests at the cost of the Company or any of its affiliates. Hence, the majority of the members elected to the Board are independent of the Company's executive management and its main business connections. Four of the members elected to the Board by the General Meeting are independent of the Company's major shareholders. None of the Group's executive management are members of the Board. This is intended to ensure that the interests of the shareholders are always properly represented. Once a board member has been in office for a certain period, an assessment will be made of whether the person can still be regarded as independent of the executive management or not.

The General Meeting elects the Chairman of the Board.

Elmera Group encourages board members to hold shares in the Company to create a commonality of financial interest between themselves and the shareholders. The shares held by board members in 2023-2024 are listed in the notes to the financial statements in the Annual Report 2024.

Board members, including their CVs, are presented in this Annual Report and on the website: https://investor.elmeragroup.no. The Board is of the opinion that it has sufficient expertise and capacity to perform its duties in a satisfactory manner.

Deviations from the Code of Practice: None

9. The work of the board of directors

The Board is responsible of determining the iThe Board is responsible of determining the instructions for their work and instructions for the executive management. The internal division of responsibilities and duties must always be clear. Instructions have been drawn up for the Board's work and these have been approved by the Board. The Board is responsible for supervising the day-to-day management and activities in general. They must also delegate authority and nominate board committees when this is seen as expedient and more efficient. The Board is responsible for ensuring that the Group's activities are soundly organised and for approving all plans and budgets for the activities of the Group.

Attendance from Board members elected by the General Meeting: One representative gave notice of absence at two meetings in 2024, due to parental leave.

Elmera Group has prepared guidelines ensuring that board members and executive management personnel notify the Board in the event that they, directly or indirectly, have a significant interest in any agreement entered into by the Group.

In the event of a matter that is material in nature and in which the Chairman of the Board is, or has been, personally involved, the consideration of this matter is chaired by another board member to ensure impartiality in the decision-making process.

In accordance with the Norwegian Public Companies Act the Board has appointed an Audit Committee. More information about this can be found in Section 15 - Auditor. The majority of the members of this committee shall be independent.

The Board has established a Remuneration Committee. The committee prepare items for consideration by the Board and its authority is limited to making such recommendations.

The Board evaluates its own performance on annual basis and assures itself that its mix of board members possesses the competence and expertise necessary to govern the Company in a professional and appropriate matter. Details of any board committees appointed and/or newly appointed board members is presented in the annual report. No board committees were appointed during the year to consider particular matters other than the Audit Committee and Remuneration Committee.

Deviations from the Code of Practice: None

10. Risk management and internal control

It is the Board's responsibility to ensure that the Group practises proper internal control and has systems for risk management that are appropriate in relation to Elmera Group's activities. The Board carries out annually reviews and approval of the Group's governing principles, including governing principles for risk management and internal control.

The Board has delegated responsibility for monitoring and following up current risk exposure to the executive management. The CEO is responsible for ensuring compliance with the governing principles. The CEO is also responsible for carrying out risk assessments from a Group perspective.

The Group's CFO bears executive responsibility for the management and follow-up of the Group's risk management and internal control.

Risk management and internal control are centrally governed processes, but the responsibility for day-to-day risk-management and control activities is placed with the business- and staff units. Elmera Group uses the principles of the "three-lines model" to organise the Group's governance and help the Board carrying out its governance responsibility. This means responsibility for managing risk is placed in the first line with the business managers as risk owners.

The centralised risk management unit consist of several expert functions (second line roles) within risk management which provide assistance with managing risk, including risk oversight. The unit is the key facilitator of the risk management system and assists the Board with implementing and maintaining the Group's risk management framework to support managing and reporting all types of risk. The centralised risk management unit further coordinates the Group's risk management activities and consolidates the risk reporting.

The third line roles consist of the internal audit which provides independent and objective assurance and advice on the adequacy and effectiveness of governance, risk management and internal controls. The internal Audit reports directly to the Audit Committee.

Governing principles for risk management and internal control

Elmera Group's governing principles and policies define the main principles as well as clarify roles and responsibilities within governance, risk management and internal control. The Group focuses on building a strong risk and internal control culture where every employee is aware of their responsibility to ensure good risk management and internal control.

ISO31000 provides the basis for Elmera Group's risk management framework. This means that risk is to be understood as "the impact of uncertainty related to goals". Generally, this means that risk is to be understood as the effect of uncertainty related to Elmera Group's strategy plan as approved by the Board, while risk at business unit and staff level is to be understood as uncertainty related to the achievement of goals defined in sub-strategies.

Elmera Group practises a general principle that risk is not to be avoided but taken consciously and controlled while optimising it in relation to earnings. Elmera Group takes a systematically approach towards risk and risk management is an integrated part of the Group's operational and strategic management.

Risk management is an integral part of the Group's strategy process and the performance review process.

Internal control in Elmera Group is established at a reasonable and appropriate level, in line with Elmera Group's values and risk appetite.

Risk appetite

Risk appetite describes how much risk Elmera Group is willing to assume to achieve its strategic goals. The Board sets the Group's risk appetite with specific exposure limits and principles within key risk dimensions and carries out annual reviews. The CEO and the business managers in first line are accountable to ensure that risk exposure is in line with the limits and principles provided. Violations of frameworks and principles shall be reported to the Audit Committee.

Risk-based internal control

Elmera Group shall take a risk-based approach towards internal control work to ensure appropriateness and efficiency. This means that the internal control work shall, as far as possible, correspond to the risks identified in connection with the Group's risk management process.

Risk and internal control reporting

Risks that are considered to have a material impact on the Group's strategic goals and strategy are reported at least quarterly to the group executive management and semi-annually the Audit Committee. For those risk categories where specific exposure limits have been set, the report includes how these limits has been utilised.

Each year, the centralised risk management function compiles a report to the executive management and the Audit Committee on the internal control work performed the past year, and a plan for internal control activities to be performed the coming year.

The Group has implemented a contingency plan for handling critical concerns. There has been no such critical concerns in 2024.

Financial reporting

The Board and the executive management are responsible for establishing and maintaining adequate internal control for financial reporting. The internal control of financial reporting is supervised by the CFO. The process is intended to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the Group's financial statements.

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union (EU) and interpretations issued by the IFRS Interpretations Committee (IFRS IC) applicable to companies reporting under IFRS. The financial statements comply with IFRS as issued by the International Accounting Standards Board (IASB).

The Audit Committee monitors financial reporting and its related internal controls, including the application of accounting policies, estimates and judgements.

The Group has a monthly reporting process where the financial results are presented and reviewed in a management report. Extended controls are carried out as part of the quarterly and year-end reporting processes.

The Board is of the opinion that the Group has sufficient expertise to perform proper and efficient financial reporting in accordance with IFRS and the Norwegian Accounting Act..

Deviations from the Code of Practice: None

11. Remuneration of the board of directors

The remuneration paid to Board members is decided annually at the General Meeting, based on a proposal from the Nomination Committee. The remuneration shall reflect the Board's responsibilities, expertise, time commitment and the complexity of the Company's activities. The fee paid to Board members are fixed for the year and dependent on the role the member has on the Board, and is not linked to the Company's performance. The remuneration paid to each Board member is disclosed in the notes to the financial statements in the annual report. The increase in fees from 2023 to 2024 was compensated to Board members entirely with shares in Elmera Group ASA.

Stock options in the Company are not held or issued to the Board of Directors.

Board members and/or companies they are associated with shall ordinarily not take on specific assignments for Elmera Group in addition to fulfilling their responsibilities as a Board member. Any such situations must be disclosed to the full Board, and any remuneration for such additional assignments must be approved by the Board.

Deviations from the Code of Practice: None

12. Remuneration of executive personnel

The Board has established guidelines for the remuneration of the members of the executive management. It is a policy of the Group to offer the executive management competitive remuneration based on current market standards, and group and individual performance. The remuneration consists of a basic salary element combined with a performance-based bonus programme. The performance-based compensation is limited up to a certain percentage of basic salary. The management is covered by the Group's insurance policies and each member is entitled to certain additional benefits, such as a set car allowance. A special statement on the remuneration of executive personnel is prepared for the General Meeting. The CEO and the other members of the executive management may terminate their employment with the Group with 6 months' written notice. The CEO is entitled to severance payment for a period of 12 months following termination of employment.

In accordance with the Public Limited Liability Companies Act, the Accounting Act and the NCGB Code of Practice, the details of the remuneration is disclosed in the notes to the financial statements. The remuneration to be paid shall be understandable and receive the general acceptance of relevant stakeholders.

Deviations from the Code of Practice: None

13. Information and communications

All reporting of financial and other information is based on transparency and takes into account the requirement for the equal treatment of all participants in the securities market. The Board establishes guidelines for the presentation of this information. A financial calendar and shareholder information is published on Elmera Group's web page: investor.elmeragroup.no. All communication with regards to investor relations is published on the company's website, including quarterly reports, public presentations and the payment date for any dividends.

Information shared with the company's shareholders is published on Elmera Group's website at the same time as it is sent to the shareholders.

Deviations from the Code of Practice: None

14. Take-overs

Elmera Group's articles of association do not contain any restrictions on the negotiability of its shares, nor will the Board seek to hinder or obstruct any public bid for the Company's business or shares unless there are particular reasons for doing so.

In the event of a take-over bid, the Board will issue a statement to the shareholders in which they will make a recommendation as to whether shareholders should or should not accept the bid. This statement will include a valuation from an independent expert, including detailed explanations.

Deviations from the Code of Practice: None

15. Auditor

In accordance with Norwegian law, the Board delegates authority to an Audit Committee that pre-approves the external auditor's audit plan. The auditor presents the main features of the audit plan to the Audit Committee each year.

A review of the Group's internal control procedures is presented to the Audit Committee at least once a year and the auditor reports any identified weaknesses and other areas for improvement.

The auditor is invited to participate in meetings held by the Board when annual accounts are being discussed, and attends every meeting held by the Audit Committee. At these meetings the auditor will report on any material changes to the Group's accounting policies and material accounting estimates. The auditor will also report on any material matters in which there has been disagreement between Elmera Group's executive management and the auditor. The auditor must be present and present the auditor's report when the annual report is approved by the General meeting.

The Board must, at least once a year, hold a meeting with the auditor at which neither the CEO nor any other member of the executive management is present.

Guidelines have been established by the Board regarding the use by the Group of the auditor for non-auditing services. These are intended to make the Group's executive management more aware of the auditor's independence.

The remuneration paid to the auditor is reported by the Board at the annual General Meeting. This includes details of the fees paid for the audit itself, as well as any fees paid for other specific assignments. The remuneration paid is also disclosed in the notes to the Group's financial statements.

Deviations from the Code of Practice: None

2.5 Board of Directors

Steinar Sønsteby

Chair of the Board and Chair of the Remuneration Committee

Chair from 21 April 2021
Member since 21 March 2018

Background: Steinar Sønsteby was born in 1962 and lives in Bærum. He was elected to the Board of Directors by the General Meeting on 27 February 2018 with effect on and from the date of Listing. Mr. Sønsteby is currently the Chief Executive Officer of Atea ASA. Mr. Sønsteby is an IT and technology expert and has been instrumental in establishing the IT infrastructure industry in Norway. He has since 1996 held the position of Chief Executive Officer and Chief Operating Officer of entities that have since been combined with Atea ASA, including Merkantildata (Norway and Sweden). Prior to this, Mr. Sønsteby has held several managerial positions, including CEO of Skrivervik Data AS and Section Manager NPC Civil AS. Mr. Sønsteby has extensive M&A and integration experience, having been involved in over 50 acquisitions.

Mr. Sønsteby is Board Member of various entities in the Atea Group.

Education: Mr. Sønsteby holds a Master of Science in Mechanical Engineering from the University of Utah and is a Business Candidate in finance from the Norwegian Business School (BI).

Number of shares in Elmera Group ASA held at year end: 20,599

Per Oluf Solbraa

Board Member and Member of the Remuneration Committee

Member since March 2021

Background: Per Oluf Solbraa was born in 1962 and lives in Sør-Fron in Gudbrandsdalen. He is the CEO of Gudbrandsdal Energi Holding AS and has been deputy Managing Director of Gudbrandsdal Energi Holding AS 2012-2019. From 2005 until 2012 he was an executive director in the municipality of Nord-Fron and has since 1989 held several positions within the administration of the municipality of Nord-Fron. Per Oluf Solbraa was elected as Board Member by the general meeting in 2021.

Mr. Solbraa is a member of the Board of Directors in Gudbrandsdal Energi AS and On Energi AS. He has former experience as member of the Board of Directors in Innlandskraft AS and Eidsiva Marked AS, Gudbrandsdal ski- og fritidssenter AS and a deputy member of the Board of Directors in Sparebank 1 Gudbrandsdal.

Mr. Solbraa holds a master's degree in business administration from the Norwegian University of Life Sciences (NMBU) 1985-1989. He attended the AFF management programme in 2014.

He represents Gudbrandsdal Energi Holding AS and personally holds 5,361 shares in Elmera Group ASA at year end.

Heidi Theresa Ose

Board Member and Member of the Audit Committee
Member since
14 May 2019

Background: Heidi Theresa Ose was born in 1983 and lives in Oslo. She has served as board member of Fjordkraft Holding ASA/Elmera Group ASA since 14 May 2019. Heidi Theresa currently holds the position of CEO of Store Norske Energi AS. Ms. Ose was appointed CEO of Akerhus Energi Sol AS from April 2021. From 2018 to 2021 she worked in SN Power where she held the positions as Director Business Development Asia (2019-2021) and Director of Hydropower Development (2018-2019). Ms. Ose was employed at Sweco Norway in 2009 and has broad experience from hydropower projects in South-America, Africa and Asia. She has been Senior Vice President of Hydropower and Dams in Sweco Norge AS (2017-2018) and Area Manager for Hydropower (2013-2016), Project Manager and Hydropower Planner (2011-2013), Trainee in hydropower (2009-2011). She has worked for Statkraft AS with hydropower in Albania (2008-2009).

Education: Heidi Theresa Ose helds a Master of Science in Energy and Environment from the Norwegian University of Science and Technology (NTNU). She has studied Energy Systems for Developing Countries at Makerere University in Uganda. She has also studied Project Management at Oslo University of Applied Science and Management Competence at Board Level at the Norwegian Business School (BI).

Number of shares in Elmera Group ASA held at year end: 4,458

Live Haukvik

Board Member and Chair of the Audit Committee
Member since 21 March 2018

Background: Live Haukvik was born in 1963 and lives in Tønsberg. Ms. Haukvik was elected to the Board of Directors by the General Meeting on 27 February 2018 with effect on and from the date of Listing. Live Haukvik currently holds the position as CFO in ENRX Group. Ms Haukvik has been Assistant Professor at the University of South-Eastern Norway and is the owner of Haukvik Konsult. She has been COO of Komplett Group 2017-2019. Ms. Haukvik has extensive experience as an executive and director of a diverse range of listed and fast-growing companies. She has been CEO of Goodtech ASA (2000–2005), CFO of Tandberg Data ASA (2006–2007), CFO of Grenland Group ASA (2007–2008) as well as CFO of Komplett Group (2012–2017). She also has experience as partner at Considium Consulting Group from 2008 until 2011 and as supervisor and manager at KPMG.
Ms. Haukvik has been Member of the Board of Directors in Komplett Bank ASA since 2013 and was Chairman of the Board from December 2013 until August 2019. Ms Haukvik has extensive board experience from several blue-chip companies including, amongst others: Eksportfinans, Agasti ASA, Kvaerner ASA, BI Norwegian Business School, SpareBank 1 BV (Buskerud Vestfold).

Education: Ms. Haukvik holds a Master of Finance (liz.rer.pol.) from Université de Fribourg, Switzerland, and a Master of Management, with specialisation in Service Management, Cognitive Psychology and Scenario Building from The Norwegian Business School (BI).

Number of shares in Elmera Group ASA held at year end: 8,293

Anne Marit Steen

Board Member

Member since June 2023

Background: Anne Marit Steen was born in 1961 and lives in Bergen. Anne Marit Steen held the position as CFO in the Eviny Group (formerly BKK) for 8 years, from 2015 to 2023. Prior to that she held the position as Head of finance in DNB Livforsikring from 2008 to 2015. She has 8 years of experience as finance director in GC Rieber, from 2000 to 2008 and has held several positions in GC Rieber Eiendom and the property department of Vital Forsikring.

Ms. Steen has extensive experience within finance. Ms. Steen has been responsible for finance and performance management in Eviny and represented the administration in the Audit Committee. Systems for integrated financial reporting and ESG reporting has been a key focus area over the last years. Ms. Steen has been a member of several board of directors, both within and outside the Eviny group.

Education: Anne Marit Steen holds a Master of Science in Economics and Business Administration from Bodø and an MBA from the Norwegian School of Economics (NHH). She also holds a Master of Science in Construction Engineering from the Norwegian University of Science and Technology (NTNU) and has participated in NHH's board program.

Number of shares in Elmera Group ASA held at year end: 7,958

Frank Økland

Board Member (employee representative) and Member of the Audit Committee

Member since 15 December 2017

Background: Frank Økland was born in 1969 and lives in Bergen. He has served as Board Member of Fjordkraft Holding ASA since 15 December 2017 and as a board member and employee representative of Fjordkraft AS since May 2003 in various periods. Frank Økland currently holds the position as Manager of Market and Partnerships in Elmera Group ASA. Mr. Økland has been a sales manager in the Alliances and Concessionary division of Fjordkraft since 2014 and was a Key Account Manager for major customers from 2006 until 2014. Mr. Økland has held secretarial positions with Fjordkraft from 2000 until 2004, with BKK Kraftsalg from 1996 until 1999 and with Bergen Lysverker AS from 1993 until 1996. He also has work experience from Heffermehl Inkasso AS, Forsvaret, Bergen Kommune and Nordbye Engros AS.

Education: Mr. Økland holds two diplomas, one from the Norwegian School of Information Technology (NITH) in computer science and one from the Norwegian School of Economics (NHH) in mathematics and statistics.

Number of shares in Elmera Group ASA held at year end: 1,533

Magnhild K. B.Uglem

Board Member (employee representative)

Member since June 2023

Background: Magnhild Uglem was born in 1980 and lives in Bergen. She has served as board member and employee representative of Elmera Group ASA since 13th of June 2023. Ms. Uglem has worked as a senior project manager in Elmera Group since January 2020, and has taken on large projects such as IT system implementation projects, M&A initiatives, product development projects and acquisition migration projects. Her previous experience spans from revenue management in the Hotel business to project management in the oil- and gas business.

Education: Ms. Uglem holds a bachelor in management, with specialisation in project management, from BI Norwegian Business School.

Number of shares in Elmera Group ASA held at year end: 1,645

Stian Madsen

Board Member (employee representative)

Member since June 2023

Background: Stian Madsen was born in 1978 and lives in Bergen. He has served as a member of the board since June 13, 2023. Mr. Madsen has worked in Elmera Group since 2019 and currently holds the position as Director of Public and Government Relations.

Prior to joining Elmera Group he has spent several years in financial institutions such as DNB, Vital and Pareto Securities, where he has held various managing positions within the fields of Asset Management, life insurance and banking services.

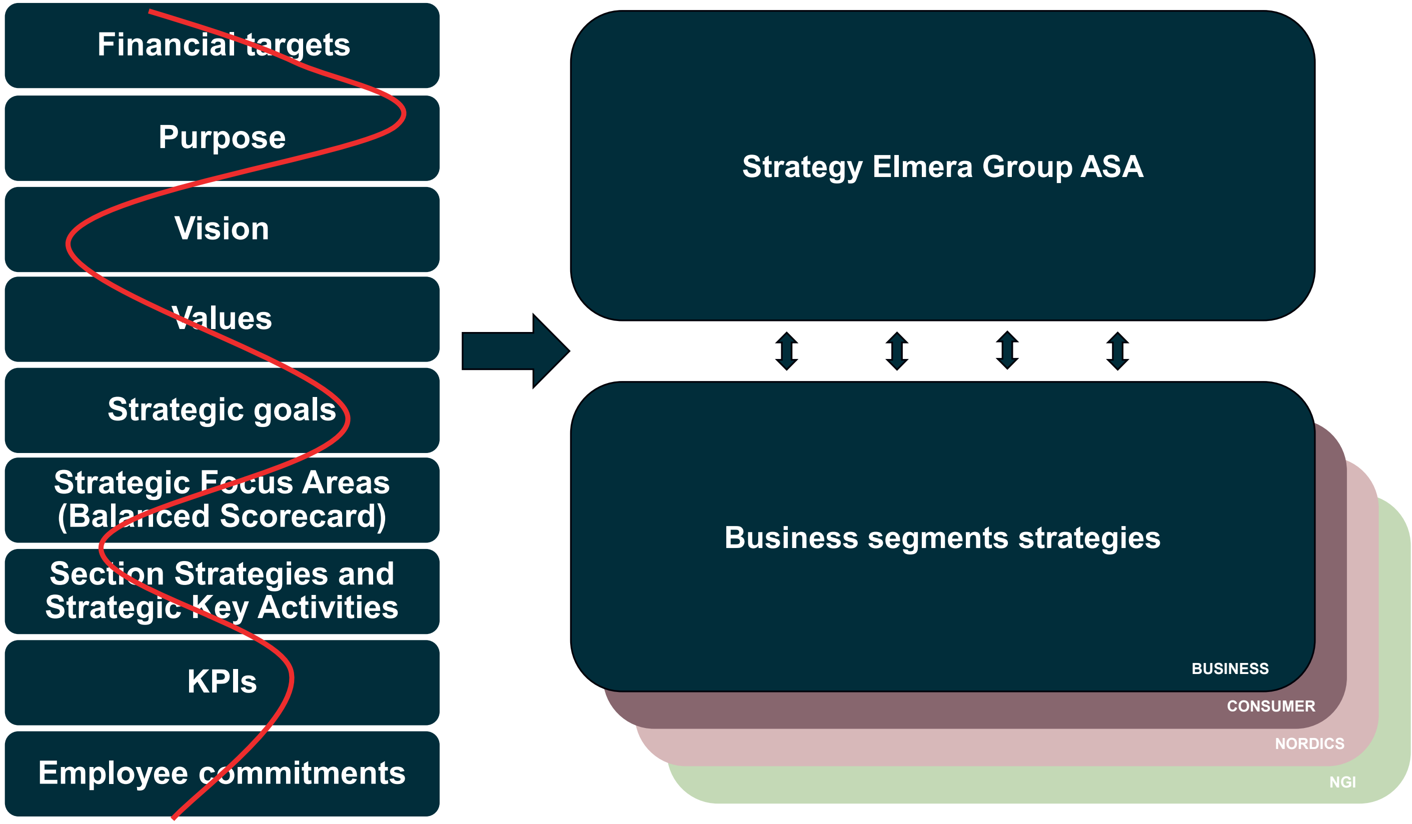
Education: Mr. Madsen holds an MBA from the Norwegian School of Economics (NHH), a master's degree in international finance from Griffith University (AU) and a bachelor's degree in IT-management from BI Norwegian Business School.

Number of shares in Elmera Group ASA held at year end: 3,293

Part 3

3.1 Strategy and strategy planning at Elmera Group

The Elmera Group's strategy process is closely related to our management philosophy, ensuring that the strategy work is broad-based on the collective insight and knowledge of the Group and not an exclusive province of the senior management. An important element of a good strategy is to be prepared for different future scenarios. To enable the Group to foresee, monitor and prepare for different future outcomes, scenario planning is an important part of our strategy work. Elmera's strategy addresses how the Group will optimise and develop its current competitive advantages and earnings, our approach to developing new competitive advantages and business areas, and how we approach partnerships and working with strategic partners.



In our strategy process, we focus both on the Group and the individual companies and brands. The Group strategy needs to be ambitious and set the overall direction.

Our philosophy

Elmera Group's strategy work is based on a high degree of involvement, in which we focus on defining collective ambitions in all areas of the organisation. This process ensures continuity from our overarching strategic choices right down to the individual employees' activities. Strategy work provides us with motivation, direction, and differentiation. The strategy plan also serves as the basis for decisions in our everyday work, providing us with the power to implement changes and to take a long-term perspective. Rapid changes due to digitalisation, market conditions, and regulative changes mean all managers must be strategists for their area. They must be familiar with the best practices and always be looking ahead. The development of sub-strategies and key activities ensures there is a clear focus on strategic challenges and opportunities within all key areas. Our proprietary strategic planning process is a hybrid model where strategy and tactics are merged throughout the organisation. Elmera Group wants to continuously adapt to trends and surroundings. We firmly believe that creating economies of scale will be a critical success factor going forward. We will optimise our business operations to ensure we are always rigged to deliver satisfactory returns to our owners, regardless of the price pressure in the industry.

Scenario planning

The electricity market is evolving rapidly, in part because of the electrification of society and adjustments to the framework conditions. This clearly underlines the importance of having a comprehensive and well-aligned strategy in place; decisions one takes today could be vital for future value propositions and customer relationships. In such circumstances, conventional strategy plans with a 2–3-year perspective are not always sufficient. Scenario planning is an approach that extends beyond this. By isolating selected risk elements and opportunities, we have pointed out some potential outcomes for the power market in 2030.

Working on the 2030 scenario has given the organisation greater confidence and the capacity to follow through and a better understanding of which factors we can and cannot control. In addition, thinking about how we will act in different scenarios means adaptation to new realities can be implemented quickly. We have also acquired a good basis for testing the robustness of our strategy against the various scenarios. By making the driving forces behind the scenarios visible, we can better consider them and adapt accordingly.

In this context, we have established clear "flags" describing which events might trigger the individual scenarios. The events are related to critical uncertainties in the scenario model, and the scenario flags have been evaluated and reported quarterly in 2024. In parallel, we have developed an automated solution that applies data scraping and AI to analyse huge amounts of data from identified sources to monitor relevant developments and how they contribute towards the scenarios. The AI-based scenario analysis will be operationalised in Q1 2025.

Strategic context

The electricity market is highly complex and is influenced by several factors. The strategy process must be designed to comprehend and utilise the contextual factors that surround our operations.

The electricity market was heavily affected by geopolitical conditions in Europe, as the Russian invasion of Ukraine made Russian energy a pawn in a political standstill between Russia and Europe. Russia was at the time of the invasion Europe's largest supplier of gas. A significant reduction in deliveries following the invasion increased energy prices and price volatility in Europe, including Nordic countries. The price level and volatility have decreased in 2024 but remain at a higher level than before the invasion.

Political interventions

The challenging market conditions have led to several political interventions, to ease the economic burden of high electricity prices on households and businesses. The Norwegian government launched an electricity support package for households at the end of 2021. The scheme has been adjusted several times and is prolonged to be in place at least throughout 2025. Initially, the scheme would provide a deduction based on the average monthly market rate for electricity. Since September 2024 financial support has been calculated based on hourly electricity prices, which reduces risk for private households. However, it reduces the incentive to adapt consumption based on the price signal. In 2024 the threshold for support was 91.25 øre/kWh including VAT. From January 2025 the threshold is changed to 93.75 øre/kWh including VAT.

The electricity prices have not gained as much attention in Sweden and Finland as in Norway. This can partly be explained by a much higher share of fixed electricity contracts and an average consumption substantially lower than in Norway. Neither country has active electricity support schemes.

Regulatory changes

The Price Disclosure Act entered into force from November 2022, introducing stricter requirements for electricity suppliers in how they inform their consumer customers. The customer must be notified of any contractual change 30 days in advance, an increase from 14 days prior to the new act. This means that price changes for our variable contracts must be announced 30 days in advance, while the customers can change to another contract at any time. The asymmetric risk distribution, combined with the support scheme for households, continues to hamper the variable product. Consequently, the product has not been offered in the consumer segment since late 2022.

From July 2024 the Norwegian government introduced permanent pricing of mandatory power supplies, replacing a temporary regulation that was put in place in 2022 because of the high electricity prices. Before 2022 the grid companies were allowed to increase the price for mandatory electricity supplies after 6 weeks to incentivise the consumers to choose an electricity supplier. From December 2022 they were not allowed to increase the price after 6 weeks. Now, they are allowed to increase the price, but the price is regulated to 8 øre/kWh excluding VAT, meaning that the regulations intervene with the price formation for elspot contracts.

A 24-hour cooldown period for outgoing sales in the consumer segment was also introduced in Norway from July 2024, meaning customers must wait 24 hours before accepting an electricity contract. The regulation makes outgoing sales more difficult, however, because of a competent sales team and high-quality processes we have come out of the changes strengthened.

Strategic focus areas

Based on the evolvements described above and other insights we have identified three strategic focus areas which we believe will lead to profitable growth going forward.

Revenue growth

We will utilise our experience and track record from the Norwegian electricity market to increase penetration in Sweden and Finland, both in the consumer and business segments. By introducing proven concepts and solutions we will replicate the success of our Norwegian brands.

We have revised our product strategy in the Consumer segment, tailoring it for today's market conditions. As a risk-mitigating measure, we have reduced complexity and enhanced transparency connected to all our products and services.

Cost efficiency
In order to further improve our competitiveness, we have increased our efforts to become more cost-efficient. We focus on scalability in tech and operating platform solutions. We are in the process of uniting all subsidiaries on the Elmera platform, a process we expect to complete in 2025. We will pursue M&A opportunities and capitalise on this scalability.

New Business
We will strengthen the contribution from the NGI segment by capitalising on our partnership with Telia in Fjordkraft Mobil, establish AllRate as a service provider to the grid companies, and by increasing the product coverage from Steddi Payments through our electricity retailers.

We will develop new revenue streams and build assets by utilising our distribution power in new markets. By capitalising on the strengths of two industry leaders in Elmera Group and Solcellespesialisten, we will develop SunPool into a substantial contributor to more local energy production, taking a bigger role in selling and leasing solar panels.

Where do we create value?

Elmera Group works continuously to optimise the value proposals and services we offer to our various customer segments. We are focusing on four segments:

Consumer segment NORWAY

The Consumer segment comprises energy sales to private households across Norway. Fjordkraft has a nationwide presence and a leading market position with the most well-known brand in the Norwegian consumer market. Fjordkraft operates the brand TrøndelagKraft with a regional focus in Trøndelag.

The Elmera Group also operates the brand Gudbrandsdal Energi as a strong fighting brand with a nationwide approach. Gudbrandsdal Energi have been known for having the industry's most satisfied customers, having won the Norwegian customer barometer eleven times and the EPSI rating five times. All Consumer brands are Trygg strømhandel certified by DNV.

Fjordkraft

In the consumer segment, Fjordkraft is the largest and most well-known electricity retail brand in Norway. This is proven by various consumer surveys and combined with a market-leading distribution power throughout shifting environments they were the most chosen electricity retailer in 2024. Fjordkraft offers an attractive range of products and value-added services that match varied consumer preferences combined with an industry-leading loyalty program.

As a market leader in the industry, they know that excellent customer service is a competitive advantage. In 2024, they increased both efficiency and customer satisfaction, supported by reduced complexity and improved digital communication. They also launched generative AI-based chatbots both internally and externally, which have proven to be a great success among both customers and employees. Fjordkraft were nominated as a top 3 in the "Chatbot of the Year" ANFO Customer Service Awards and in the KS Index, "Norway's Best Customer Service" in the electricity category.

In 2024 Fjordkraft have continued their work to systematically improve customer satisfaction. This effort has been organised with a quarterly customer satisfaction day, involving participation and commitment from all business units to execute measures for the benefit of customers. The Customer Satisfaction Index has shown a further increase over the past year, resulting in our highest score since 2021. Furthermore, Fjordkraft's NKB score has a significantly higher positive change from 2022 to 2024 than the industry.

The Fjordkraft cash point program, launched in 2022, has been a success with customers saving up more than 12 million kroner in cash points during 2024. The points can within a time limit of 15 months be used to pay their electricity bill or get a discount on products at Fjordkraft's online Marketplace.

The demand for value-added services is still high, and they continue to offer such services including affinity insurance, guarantees of origin, EV home charger, smart charging and solar panels with sun account, which is a virtual battery where customers can accumulate kWh to use at a later stage. Ensuring focus and customer actions on electricity habits and services within the app are integral parts of every sales conversation, both through internal and external channels.

Their digital ecosystem has a wide range of apps and websites solving specific tasks for Fjordkraft's customers. This includes the Fjordkraft app, fjordkraft.no, TrøndelagKraft app, trøndelagkraft.no, My Page, The Fjordkraft Marketplace and the EV charging app. In 2024 they have continuously improved both the App and My Page providing the consumer with a better user experience.

The digital focus pays off. There has been a significant improvement in App ratings and customer feedback on their digital services in the last two years. The Fjordkraft app was in May 2024 rated 3rd place in Europe in LCP Deltas leaderboard of energy suppliers for their energy insights apps. The benchmark covers more than 250 energy insights apps from around 200 energy retailers across 20 markets in Europe.

The Fjordkraft app allows customers to move in and out of the different interfaces to solve their tasks, whether they want to view their monthly benefits, check their electricity usage, buy products from the marketplace, find their invoices or check the status of their EV-charging. The app has a positive impact on both churn and customer satisfaction, as insights from analytics show that customers using the app have a significantly lower churn rate.

In May 2024 Fjordkraft launched StrømSmart and StrømSmart+ in the Fjordkraft App and in November 2024 they launched the same services in the TrøndelagKraft app. The services represent a key element in focusing on reducing the total cost of the monthly invoice instead of the marginal markup per kilowatt-hour. StrømSmart+ includes the Pulse unit. This unit can be connected to the smart meter in the house and give real-time data of their electricity usage straight into the Fjordkraft or TrøndelagKraft app. Optimising consumption, taking into account both electricity prices and grid rent, reflects attractive potential customer savings and, thus, a value proposition and willingness to pay. Through this win-win solution they encourage the customer to save money and enables Fjordkraft to increase robustness in net revenue.

Fjordkraft is always looking for services that eliminate customer friction and add customer value through innovation and smart technology. During 2024, they have continued their focus on increasing the stability of the app, making it capable of handling the extreme growth in users, to ensure a great user experience. More services will follow, and these services all help customers to a more friction-free daily life. With the Fjordkraft app, they put themself in a great position to develop and launch more attractive products and services as customer demands evolve.

The Fjordkraft Marketplace was launched in early 2021 and is based upon a platform business model. They are offering quality goods from 3rd part vendors and have created an attractive distribution channel for Fjordkraft's partners while maintain their position as an intangible service provider, letting the customers control their hardware through the Fjordkraft app. The demand for household appliances and gadgets that can be connected and controlled has increased along with the adoption of IoT in consumers' homes. The Fjordkraft marketplace will play a strategically significant role in helping customers reduce and optimise their electricity consumption. They will be selling products that can be controlled through the Fjordkraft app. These products can be bundled with electricity and mobile subscriptions, introducing a new approach to selling Fjordkraft's products and services.

TrøndelagKraft

Fjordkraft AS owns 100 per cent of the shares in the electricity retailer TrøndelagKraft AS, which is based in Trondheim. Through Fjordkraft AS, TrøndelagKraft acquired the local competitor Trønderenergi Marked in 2019 and integrated its customers into its operations.

The company primarily targets consumers in the Trøndelag region. Consumers in this region traditionally have a higher preference for locally based suppliers compared to other regions.

The Group leverages synergies within customer service, product management, energy trading, sales, billing, innovation, IT, and app development to operate TrøndelagKraft as a cost-effective local supplier. The company maintains its independent market profile, and marketing materials and campaigns are tailored to the company's target audience.

Gudbrandsdal Energi

In 2024, Gudbrandsdal Energi continued to strengthen its position as a customer-focused energy provider, delivering actual value both to its customers and the broader society. With a strong emphasis on service quality, digital innovation, and energy efficiency, they empowered households and businesses to optimise their energy consumption and reduce costs.

One of the key areas where Gudbrandsdal Energi excelled was customer service. They ensured fast and efficient support, making it easy for customers to get answers, resolve issues, and make informed energy decisions. By offering multiple contact channels and leveraging smart automation, they significantly improved response times while maintaining a personal touch.

The Gudbrandsdal Energi app played an important role in helping customers take advantage of fluctuating electricity and grid prices. With real-time insights, historical data, and predictive analytics, users could adjust their consumption to benefit from lower rates during off-peak hours. The app's intuitive interface and seamless integration with smart PV chargers and water heaters make energy management more accessible than ever.

Recognising the need for greater energy efficiency, they introduced free energy-saving consultations for all customers. By offering tailored advice and practical solutions, Gudbrandsdal Energi helped households and businesses reduce unnecessary consumption and lower their electricity bills.

Additionally, they continued making thermal cameras available for rent at a low cost, enabling customers to identify heat leaks and insulation issues in their homes. This initiative not only helped individual households improve their energy efficiency but also contributed to reducing overall energy waste in the community.

Through these efforts, Gudbrandsdal Energi reinforced its commitment to providing more than electricity—they provided tools, knowledge, and support to help customers make smarter energy choices, ultimately benefiting both their wallets and the environment.

Business segment NORWAY

The business segment consists of the B2B part of our Norwegian brands Fjordkraft, TrøndelagKraft and Gudbrandsdal Energi. We have a strong position in the business segment and a leading brand position through Fjordkraft, which is the best-known electricity retailer brand in Norway with 89 % awareness in the B2B segment and the highest top-of-mind score in the industry.

Approximately 20 Norwegian players are working on a national scale. Fjordkraft, along with two other competitors, are the only ones operating in the entire Business segment, which includes SOHO (small office/home office), SMEs, Large Customers and Public Entities. This is a strength for Fjordkraft, and it contributes to theirr awareness and position as a professional player.

Their biggest competitive advantage is the distribution power and national presence. Their presence does reflect a segmented and a national commitment. Including Gudbrandsdal energi and our activities in the Nordic segment through Nordic Green Energy in Sweden and Finland, they are well positioned to increase their B2B market position in the Nordics.

The Fjordkraft brand will be introduced to the business segment in Sweden Q2 2025 and Finland in Q4 2025.

Business customers have a higher consumption and more complex products to which the customers are willing to pay for. Therefore, Business have a higher net revenue per delivery compared to the Consumer segment. Their Portfolio is highly diversified. They recognise that different customers need different solutions, and are targeting specific segments of the market with a wide range of products designed to meet their needs.

The main product is Spot including Risk Management. Many business customers have a great need for predictable power costs, therefore they choose electricity plans that include risk management. They experience a higher loyalty and satisfaction from the customers that have electricity plans that includes risk management in combination with other value adding services. The Business segment have a very low risk associated with risk management products, because the customers fully own their positions.

Value adding services are becoming more important to differentiate our brands from the competitors and to attract new customers. Through Fjordkraft's online customer portal - Min Bedrift, they offer reports on consumption, comparison of consumption with temperature, cost reports, price forecasts and risk management reports. They also offer live consumption monitoring to our customers so they actively can adjust and monitor their electricity usage to obtain a lower electricity price and a lower fee from their local grid owner.

In collaboration with partners, they have also launched the energy partner concept where they help companies become more energy-efficient, cut costs, and make smart choices for a sustainable future. Tehy map out and assist with implementing a digital management strategy that optimises energy use in buildings.

They offer local "energy as a service" - solutions in the form of solar panels, giving their customers the possibility to implement sustainable energy solutions without the need of a major capital investment. In the portfolio of "climate smart"-products, they also offer systems for energy optimalisation in buildings, charging for electrical cars and solar panels for sale. In late 2022, they launched a new beta-project, using second-life batteries from electrical cars as local storage units for energy.

Fjordkraft has entered into a partnership with CEMAsys to achieve an automated solution for scope 2 climate accounting for larger companies. At a time when climate change and sustainability are at the top of the agenda, the collaboration has resulted in the country's first automated cloud-based solution for scope 2 climate accounting.

Our brands will continue to expand their portfolio with new products that help the customers reduce their energy costs and emissions.

They have transitioned from an electricity supplier to an energy partner with value adding services that reduce our customers emissions. This attracts an even larger share of business customers. As a pan-Nordic retailer, they experience new opportunities for further growth within both our core offering and climate smart services. Elmera Group is well organised and positioned for further growth in the business segment!

Nordic

Through the acquisition of Switch Nordic Green AB in 2020, Elmera Group entered the Swedish and Finnish markets through the Nordic Green Energy brand. The Nordic segment comprises both B2C and B2B. Nordic Green Energy is a challenger in these markets with growth ambitions in both Sweden and Finland. Due to the energy crisis, both markets have changed fundamentally. Nordic Green Energy stopped selling fixed price products early 2022. Instead, spot-based products have been offered and the fixed price volume has decreased, resulting in acceptable levels of profile risk and profile costs.

Nordic Green Energy launched the Elmera Group app and several digital services in Finland in March 2023, with great success. Customers are pleased and a lot of positive media has followed. As a consequence, Nordic Green Energy received third place in the Finnish EPSI rating for 2023 and first place in 2024. Nordic Green has now officially the most satisfied customers in Finland. In Sweden, the consumer segment was recently relaunched with the same services as in Finland and Norway.

In 2025 we will implement the Elmera Group technological platform in both Sweden and Finland, enabling further synergies. This will immediately boost the development of our cross-border B2B activity in the Nordics and over time give a more lean model in all segments.

NGI – (New Growth Initiatives)

The NGI segment includes our mobile service offering, the Alliance concept, AllRate AS, and Steddi Payments AS.

Fjordkraft Mobil continues to challenge the Norwegian mobile market with a strong brand, excellent customer service, and a focus on sustainability through the sale of used mobile phones. They strengthen customer loyalty and satisfaction by offering competitive prices and unique added value for customers who also purchase electricity from Fjordkraft. Customers with both a mobile subscription and electricity delivery report higher satisfaction compared to those with only one product.

In 2024, Fjordkraft Mobil achieved several milestones, including increasing the revenue generated per customer to its highest level ever. They also simplified their subscription portfolio, launched a new website to improve the digital experience, and introduced a chatbot to enhance customer service.

Our Extended Alliance concept was integrated into AllRate AS in 2024. Through this organisational change, AllRate has full responsibility for delivering services to local vertically integrated energy Groups in Norway. Through their structures, they manage both physical power supply for consumption portfolios and the purchase of the companies' production. They also offer price hedging related to physical supply.

The Extended Alliance concept offers operating services within message exchange, account settlement, invoicing and payment collection for alliance partners, capitalising on economies of scale in our IT platform. The platform has been developed to digitalise and simplify account settlement, invoicing, and payment collection processes. Additionally, members of the Extended Alliance who are using AllRate's settlement services are offered the opportunity to use the Elmera app with their own branding. Currently, 16 members of the Extended Alliance offer the Elmera app to its end-users.

AllRate is expanding its technology platform by developing services for grid companies. Until late 2024, the platform had delivered settlement services for electricity, broadband, and district heating. The service is being developed in cooperation with one grid company who has functioned as a pilot customer. Furthermore, AllRate has signed agreements with other suppliers necessary to complete the service offering to grid companies.

Today, there are only two pure providers of customer information systems (CIS) for Norwegian grid companies, and the new solution challenges the status quo. The project, which started in January 2023, aimed to develop a future-oriented and labour-efficient CIS solution based on automation and open APIs. This resulted in the launch of "Nordic Grid Solution – Powered by AllRate, Lime & Cubit" in 2024. This digital ecosystem for grid companies, developed by AllRate in cooperation with partners and pilot customer Vestall, contributes to a 360° customer perspective, automation, simplification, and fewer manual processes for grid companies. The digital ecosystem meets the increasing demands for efficient operations among Norwegian grid companies. The solution has been in operation since November 1 and is functioning well. In December, the grid company Vestall was automatically settled and invoiced through AlRate's solutions. AllRate has begun the process of commercialising the solution and selling it to Norwegian grid companies.

Steddi Payment relaunched the service Predictable Payment in 2024. Predictable Payment is a credit service designed to distribute all electricity costs, including any additional products and grid fees, evenly throughout the year, rather than having the customer pay more during the high consumption months in the winter and less during the summer. This way, customers can still benefit from the fluctuations of the spot market and take advantage of potential savings from using electricity more efficiently, while paying a consistent monthly amount throughout the year. The customer can always check their balance with Steddi, which reflects the difference between what the customer has paid and the total costs of their electricity bills. Predictable Payment is offered through our brands Fjordkraft and TrøndelagKraft. Eventually, customers in Gudbrandsdal Energi will also be able to choose Predictable Payment as an add-on to their electricity contract..

How do we find new sources of growth?

Customer pains are often a good starting point when looking for new opportunities. Solving customer pains is at the centre of our innovation agenda. We want to build an attractive ecosystem of products and services that are solving customer problems that together are adding more value to our customers, and thereby increasing customer loyalty.

Elmera Group have experienced that solar production, smart buildings, and EV charging are vital interest areas for electricity customers in the Nordics. Consequently, it is essential for modern electricity retailers to deliver relevant value propositions in these areas. Elmera Group have developed several new services within these areas over the years, ensuring that our electricity retailers are well-positioned closest to the customer. With an in-house digital ecosystem that continuously works to improve existing services, as well as develop new ones, we will keep delivering customer value.

Identifying opportunities that are commercially viable and can be developed into value-adding products and services is key when it comes to finding new sources of growth. In a world where digitalisation is accelerating and customer needs are changing fast, we have chosen an open innovation approach as we acknowledge that there are many bright opportunities outside the Group. This means that the Group doesn't just rely on our internal knowledge, expertise and resources for innovation, we also actively look for potential collaboration partners outside the Group that can help us identify and develop new growth areas. By choosing partners who are experts in their field and offering them market access through our digital ecosystem and Marketplace, we can deliver on customer needs faster and more efficiently.

The Group is willing and able to invest in promising ideas and start-ups that fit into our ecosystem and strengthen our customer offerings. We are taking a more proactive role in the green transition and are investing in the extended value chain. As an active industrial owner, we will add competence, distribution power, and increased revenue to the companies we choose to invest in. We have made successful spinoffs from within the Group in the past few years through Metzum AS, AllRate AS, Steddi Payments AS and SunPool AS.

Elmera Group established SunPool AS in 2023, together with Solcellespesialisten AS. By capitalising on Elmera Group's distribution power and positioning closest to the end-user, and Solcellespesialisten's experience and expertise from the solar power industry, SunPool will accelerate solar power generation in Norway, contributing towards the governments ambition of 8 TWh of new solar power by 2030.

In September 2024 Elmera Group acquired 33,72 per cent of Kraftanmelding AS, making us the largest shareholder. The investment gives us access to 3 TWh of electricity production and valuable synergies and flexibility, which we will leverage.

At the end of 2024 Elmera Group reached an agreement with Rieber & Søn AS for the sale of our minority share in Metzum AS. The transaction priced the company at 400 MNOK, resulting in cash proceeds of 160 MNOK, showcasing once more our ability to develop and capitalise on assets.

ESG

Elmera Group is a multinational Group consisting of several electricity retailers in the Nordic countries of Norway, Sweden, and Finland. To manage all parts of our organisation well, we are continuously developing our governance model and IT-infrastructure design. This will secure us leveraging synergies and further achieve economies of scale across our Group, while ensuring that our companies continue to understand the uniqueness of their local markets. Thus, we will have a scalable foundation for increased profit and growth across the Nordics in the years to come.

In terms of ESG, our strategy process is designed to make sure the Group is compliant with relevant standards and reporting requirements. All relevant standards are identified and analysed, and the implications of these provide important guidance for the upcoming strategy period. We are currently transitioning our sustainability statement to adjust to the European Sustainability Reporting Standards (ESRS), as required by the Corporate Sustainability Redporting Directive (CSRD) from the EU. Elmera Group is currently subject to CSRD from the fiscal year of 2025. However, the European Commission have made a proposal that could change which companies the reporting requirements will apply to. The sustainability statement for 2024 is structured according to ESRS. We will monitor the processing of the proposal from the Commission while we remain focused on being fully aligned with the reporting requirements when reporting on the fiscal year of 2025.

Part 4

4.1

Board of Directors' Report

Elmera Group ASA and Group

The Group achieved an operating profit (EBIT adjusted) of NOK 569 million in 2024. The equivalent figure for 2023 was NOK 513 million. Net revenue increased from 2023 to 2024 in all segments and adjusted operating expenses were stable year-over-year, in line with the Group's guidance.

Summary of the figures for 2024

The Group's total revenues in 2024 amounted to NOK 12,229 million, compared to NOK 18,921 million in 2023. EBIT adjusted was NOK 569 million, up from NOK 513 million in 2023. The reduction in elspot prices was the main reason for lower total revenues and direct cost of sales in 2024.

In total, the Group had 1,012 thousand electricity deliveries at year-end 2024. This is an increase of 9 thousand electricity deliveries from 2023. The Group's total volume sold amounted to 20.4 TWh, down from 21.5 TWh in 2023.

The financial statements for 2024 have been prepared in accordance with the IFRS accounting standards.

The Group's overall operations

Elmera Group ASA provides consumers, businesses and the wholesale market with electricity, mobile telephony, billing and rating services and electricity related technology solutions. Customers are end users of electricity in the private and business markets, the wholesale market and energy companies in Norway, Sweden and Finland.

The head office of Elmera Group ASA is located in Bergen, Norway.

The Group comprises four electricity retailers, three of which operate in Norway: Fjordkraft AS, TrøndelagKraft AS and Gudbrandsdal Energi AS. In Finland and Sweden, the Group owns the electricity retailer Switch Nordic Green AB, branded Nordic Green Energy.

The subsidiary Elmera Industrial Ownership AS (EIO) owns AllRate AS, Steddi Payments AS, Gudbrandsdal Energi AS, Energismart Norway AS and Elmera Nordic AS, which is the parent company of Switch Nordic Green AB. EIO also holds 50 per cent ownership in SunPool AS and 33,72 per cent of Kraftanmelding AS. In December, a transaction with Rieber & Søn AS was completed for the sale of EIO's 40 per cent share in the software company Metzum AS for a consideration of NOK 160 million.

The subsidiary Fjordkraft AS is Norway's largest electricity retailer and owns TrøndelagKraft AS. Fjordkraft AS also owns 61 per cent of Fjordkraft Mobil AS, while the remaining share is owned by Telia Norge AS.

In 2024, Elmera Group's financial reporting was divided into the following segments:

- Consumer – sale of electricity and related services to private customers in Norway.
- Business – sale of electricity and related services to business customers in Norway.
- Nordic – sale of electricity and related services to private and business customers in Sweden and Finland.
- New Growth Initiatives – purchase and sale of electricity for other energy companies – Kraftalliansen, mobile telephony, sale of solar panels, billing and rating services through AllRate AS, and other products in Norway.

Wholesale market and fundamental conditions

Elhub has been a national neutral data hub in Norway since 2019, and handles all metering data and market processes in the Norwegian power market. Denmark has implemented Datahub. In Finland, Datahub was introduced in 2022. In Sweden, the work on a Datahub has been postponed indefinitely and metering data is provided by individual grid companies.

In 2024, both electricity consumption and power generation in Norway were at the same levels as the previous year. Consumption was 136.8 TWh in 2024, compared to 136.1 TWh in 2023. Power generation in Norway was also at a high level in 2024, with production of 155.3 TWh, compared to 154 TWh the previous year. Statnett's analysis from 2024 indicates that the growth in consumption has not occurred as quickly as anticipated, and there is greater uncertainty surrounding future forecasts. The average system price on the Nordic power exchange was 41.8 øre/kWh in 2024 compared to 64.2 øre/kWh for 2023 and 137.3 øre/kWh for 2022. The system price is a theoretically calculated average price for the Nordic and Baltic countries. Norway and Sweden are divided into respectively five and four different price areas for power flows. The area prices may deviate significantly from the system price, depending on transmission capacity, and production and consumption within the price area. As in previous years, area prices differed significantly in the Nordic power market also in 2025, both short and long term.

In Q4 2024, the system operators in the Nordics introduced Flow Based Market Coupling (FBMC). In short, this means transmission capacities between price areas will be utilized more efficiently, using algorithms for optimization. Counterintuitively, this has led to fewer hours with matching prices in connected price areas. In the first part of 2025, additional changes to the market design will be implemented; a transition from hourly to 15-minute time interval in the imbalance markets. Furthermore, the Day Ahead market will also transition from hourly to 15-minute format in medio June. We expect these changes to lead to more volatile prices in the imbalance market, emphasizing the importance of a precise and robust inhouse physical trading unit.

Elmera Energy

Excellence in physical and financial power trading is a core activity for the group because it provides opportunities for increased revenues and cost synergies. Statkraft Energi AS (SEAS) has provided services related to both physical and financial trading to the group for the past 15 years. From 1 May, 2025 the wholly-owned subsidiary Elmera Energy AS will take over the physical trading and will replace SEAS's role as a trading partner. Elmera Energy will become the balance responsible party (BRP) and will be a direct participant on NordPool. Elmera Energy will continue the relationship with SEAS and will also develop other sources for bilateral sourcing and trading.

Elmera Energy will further facilitate the group's ability to trade at 15-minute intervals and participate in intraday auctions during 2025. Elmera Energy has strengthened its expertise within physical trading, financial trading and control functions, and will provide services to the entire group.

Elmera Energy aims to reduce risk and increase revenues for the commercial units on selected products. Examples of this include trading of hedging contracts, electricity certificates, guarantees of origin, CO2 quotas, as well as participating in consequence and cost analyses for existing and new products related to the physical market. The purpose of the trading activities is to balance sourcing and consumption portfolios, and customers' hedging requirements, and not to take risk on own trading positions in the market.

The business areas

The Consumer, Business and Nordic segments in the Elmera Group sold a total volume of 17.1 (17.9) TWh of electricity in 2024. In addition, a volume of 3.3 (3.6) TWh, reported in the New Growth segment, comes from power procurement and the management of production and yield of power on behalf of the companies in the Alliance segment.

Consumer segment

The Consumer business area comprises the private customers in Fjordkraft AS, TrøndelagKraft AS and Gudbrandsdal Energi AS. For many years, power agreements and power consumption were a low-interest product for most consumers. This has changed since the start of 2022, due to higher electricity prices, as well as heightened national and international awareness of energy supply and prices.

Norwegian households' total consumption decreased marginally from 38 TWh in 2023 to 37.8 TWh in 2024 according to Elhub.

Electricity price affects reputation and satisfaction

The electricity industry's reputation score improved throughout 2023 and 2024, driven by lower electricity prices and a focus on providing good customer information and useful services for electricity customers.

The electricity retailers in the Group are continuously working on various measures to improve the customer experience. In 2023 and 2024, a number of measures were taken to simplify customer communication, clarify the terms and conditions and help customers increase their energy efficiency and reduce their costs. Surveys show that the customer satisfaction increased during the year, with satisfaction at a favourable level. In terms of general reputation among the population, there is still a long way to go to improve this for the industry and some of the Group's retailers.

The Norwegian Customer Barometer is published annually in May and measures customer satisfaction with their own supplier among Norwegian electricity customers. For customers to be characterised as satisfied, the total score must exceed 70. In 2024, Fjordkraft achieved a customer satisfaction score of 66.4 and a loyalty score of 72.1. This is a slight improvement from 2023.

In 2024, Gudbrandsdal Energi secured the second place in their industry and achieved a customer satisfaction score of 73.3 in the Norwegian Customer Barometer. Gudbrandsdal Energi has a long history of being an industry leader in this survey and Norway's most awarded power supplier.

The annual survey published by EPSI Norway in November 2024 also measures Norwegian electricity customers' satisfaction with their own supplier. The survey includes regional and national electricity retailers and shows an industry average of 68.5 points, up by 1.4 points from the previous survey. The supplier with the highest score achieved 74.2 points. Gudbrandsdal Energi was in 2nd place with 72.3 points. Fjordkraft gained 65.2 (65.3) points, and is thereby number 9 on the list of 10 electricity retailers in total.

Customer service awards

In September, Fjordkraft launched its AI-based chatbot to assist customers and to support customer service employees in answering customers. Fjordkraft's chatbot was nominated as one of the top 3 in the 'Chatbot of the Year' category at the Customer Service Awards in Oslo.

Fjordkraft became the winner of the call test performed by 'Kundeserviceavisen' in the electricity sector. Fjordkraft's consistent response times and the accessibility of the customer service throughout the competition secured the top position.

In connection with the awarding of Norway's Best Customer Service and Norway's Best Customer Center 'KS Index,' Fjordkraft was nominated in June as one of the top 3 in the electricity industry category.

The Trygg Strømhandel certification scheme

In 2021, the industry associations Renewable Norway, and Distriktsenergi introduced a voluntary certification scheme for electricity retailers under the auspices of the DNV certification company. The certification scheme is called Trygg Strømhandel. The scheme sets a number of requirements concerning the sale of electricity, and for information and transparency in products and customer communication. The scheme includes auditing and deviation reporting processes, to stimulate continuous improvement.

The Group's electricity companies operating in Norway are all certified and aim to always conduct their business in accordance with the requirements in the scheme. The Group has a compliance officer with ongoing responsibility for monitoring internal follow-up of the certification requirements.

Change in product portfolio

In the beginning of 2023, the Group's Norwegian electricity retailers decided to discontinue the sale of "variable" electricity agreements. Consequently, the share of customers with variable contracts has decreased to below 5 per cent of the portfolio at year-end.

App important to customers

The smartphone app is used for checking electricity prices throughout the day/night, and smart charge electric cars in the cheapest hours of the day/night, as well as other services. The app raises customers' awareness of their own electricity consumption and provides the knowledge customers need to be able to adjust their consumption. With media attention on electricity prices, the number of app users is increasing. The Group aims for 80 per cent of customers to actively interact with the Group's digital interfaces.

The Group's Norwegian electricity customers can monitor prices, electricity price forecasts, and charge automatically when the electricity price is at its lowest. Customers can also check their electricity consumption, monitor production from solar panels on their own roof, control their heat pump, use their customer benefits, check outdoor temperatures, keep track of invoices, receive power saving tips, check their climate footprint and order additional services. For Fjordkraft customers, the same app provides an overview of their mobile phone usage and enables them to order additional services. In 2024, several new app services were launched to provide an overview of the grid tariff costs, and to avoid increased costs associated with payment for the power element in the grid tariff.

In May 2024, the Fjordkraft app received high praise, ranking top three in Europe on the LCP Delta Leaderboard for energy insights apps. This leaderboard evaluates energy suppliers' apps based on several key themes that contribute to a compelling customer experience.

By choosing additional services to the electricity agreement, customers can offset any large variation in their monthly invoice amounts due to the normally significantly higher electricity consumption and prices in the winter season. The service is provided by Steddi Payments AS to Fjordkraft AS and TrøndelagKraft AS.

Business segment

The Group's Business area is the leading player in the Norwegian B2B market and comprises the business customers in Fjordkraft AS, TrøndelagKraft AS and Gudbrandsdal Energi AS. The area also holds operational responsibility for B2B sales in the NGE brand operating in Sweden and Finland, which is financially reported under the Nordic segment.

Like the consumer market, the business market for power agreements and portfolio management of electricity is fragmented, with many providers. The Group's business customers range in size from large companies and energy-intensive enterprises to small and medium-sized local production and service companies. The Group's electricity retailers have a wide distribution network due to a presence and sales offices in Bergen, Hamar, Oslo, Sandefjord, Trondheim, Vinstra, Stockholm and Vasa.

Climate-smart services, expertise and energy monitoring systems for the business sector are offered to major electricity consumers.

Financial instruments and fixed price agreements

Close to 80 per cent of the Group's business contracts have electricity management agreements that reduce the exposure to price fluctuations by ensuring that some elements of the business' consumption volume are financially hedged via the Group's products. The financial power exchange, Nasdaq, provides electricity retailers and customers with the instruments to be able to offer this.

In 2023, the Norwegian government changed the tax calculation model for power production to provide an incentive for large power producers to offer fixed-price agreements to business customers. The agreements were launched in the market in December 2022, are offered via electricity retailers and have a duration of 3, 5 or 7 years. Fjordkraft has intermediated the long-term agreements in cooperation with SEAS. So far, the product has attracted limited interest from the business customers, as many already had electricity agreements with financial price hedging to dampen price fluctuations. At year-end fixed price represented an aggregate committed volume of 1.9 TWh.

Nordic segment

Switch Nordic Green AB (Nordic Green Energy)

Switch Nordic Green AB sells renewable energy and electricity contracts with guarantees of origin (GoOs) under the Nordic Green Energy (NGE) brand name.

In March 2023, the launch of the app for electricity customers in Finland's private market received a lot of attention among customers and from the media. The app was introduced to the Swedish market in April 2024.

The aim is to attract new customers from the customer segment who run electric vehicles. The app was developed on the basis of the platform and interface for the Fjordkraft app. Customers using the app experience good value for their money as electricity customers. Nordic Green Energy was awarded the winner of the EPSI customer satisfaction survey in Finland in the fall of 2024. The 2023 survey resulted in 3rd place among 18 suppliers. The app is assessed to be a major reason for the strong customer satisfaction and loyalty.

Fixed-price agreements without committed volume restrictions have traditionally been the most common electricity agreement for business customers in Sweden and Finland. This entails a high-volume risk for the electricity retailer. Nor does it give any incentive for efficient energy utilisation and energy savings by the customer. Since the first quarter of 2022, the company has taken measures to reduce the volume of this type of agreement and has increased the ratio of electricity agreements that are pegged to the spot price. This has also become a more general trend in the Swedish and Finnish markets.

A Group project is underway to move NGE onto the Elmera Group's IT platform. The project includes PCs and infrastructure, operating environment and system platform, and will prepare for migration of customers first in Finland and then in Sweden during 2025.

New growth initiatives segment

This segment consists of new strategic initiatives and other business areas.

Kraftalliansen (the Power Alliance): Services for other electricity companies

One of the Group's business areas is the operation of an alliance concept comprising several small and medium-sized Norwegian electricity companies that purchase various market, advisory and power trading services from Elmera Group and related companies. The concept also includes the purchase of production from smaller power producers, and the purchase of licensed power, as well as grid losses and the power grid companies' supply obligation. The concept operates under the brand name of «Kraftalliansen" and the companies included represents approximately 200,000 customers. The potential for future growth in service sales is assessed to be strong, both within and outside Norway. At the end of 2024, the Group delivers the app for private electricity customers in separate design for 15 companies, that are not part of Elmera Group.

AllRate AS

AllRate AS offers billing and rating service to electricity, broadband and district heating providers. In 2024 the company has run a pilot towards grid companies offering designated billing and rating services. In December 2024, the company entered into a contract with Vestall.

The billing and rating services handle every process, including metering, settlement, billing, payment collection and message exchange with Elhub. The platform is scalable, with the capacity to handle higher transaction volumes resulting from acquisitions, to support the company's consolidation ambitions.

Steddi Payments AS

Steddi Payments provides services related to payments from private consumers to the Group's electricity retailers. In a rapidly changing electricity market with increased price volatility, customers request predictability with respect to their monthly payments. Steddi Payment's primary service is to provide customers with even billing of electricity over time. Such service deliveries entail a need for different approaches and systems to those used by electricity retailers. The aim is also to provide services to companies outside Elmera Group.

Fjordkraft Mobil AS

Fjordkraft AS and Telia Norge AS joined forces in 2023 to create Fjordkraft Mobil AS. Fjordkraft AS owns 61 per cent and Telia Norge 39 per cent of the company. Fjordkraft AS started its mobile activities to private consumers in 2017 as part of the electricity sales company's operations. Fjordkraft AS continues to provide services and customer services to Fjordkraft Mobil AS.

Fjordkraft Mobil AS is the largest mobile telephony provider without its own telecommunications network. Joint ownership with Telia Norge of Fjordkraft Mobil AS ensures the favourable development of mobile activities. Services to customers and profitability are developing as intended for this cooperation.

PPA for solar business

Through their partners, the Group's electricity retailers can facilitate more rapid establishment of solar panel systems and new heat pump technology in the business market, by offering Power Purchase Agreements (PPA).

Under a PPA between an electricity retailer and owners of commercial properties, the electricity retailer purchases energy from the property company that is generated from solar panels on the roof, or from heat pumps, at an agreed, guaranteed price for a given period of time. This provides a predictable income for the power producer or building owner. In this business model, the customer undertakes to purchase energy from the energy source, and Fjordkraft or Gudbrandsdal Energi, with associated partners, arrange installation, financing and operation. Fjordkraft also offers solar panel installation and a virtual battery solution, the solar account, to private customers.

Organisation

Employees

In overall terms, Elmera Group's wholly owned companies, including operations in Sweden and Finland, had a total of 452 permanent employees at the end of 2024, equivalent to 430.6 FTEs. In Norway, there were 378 permanent employees in total at the end of 2024, equivalent to 362.9 FTEs. At the end of 2024, the parent company Elmera Group ASA had a total of 153 employees and 148.6 FTEs.

At the end of 2024, the Group had a total of 16.6 FTEs covered by staff contracted from manpower agencies. Further details on this and part-time work is described in the 2024 Equality and Diversity Report.

In Norway, the Group is covered by the collective agreements for the Electricity and IT Union, the Norwegian Union of Municipal and General Employees (NUMGE) and NITO. Switch Nordic Green AB in Sweden and Finland is not covered by collective agreements.

The figures for sick leave for the Group's companies was in total 6.6 per cent in 2024 down from 7.6 per cent in 2023. This exceeded the goal of an absence rate below 4.9 per cent. Absence due to illness in Elmera Group

ASA was 3.5 per cent in 2023. Absence due to illness in Fjordkraft amounted to 10.6 per cent and in Gudbrandsdal Energi to 5.3 and in Nordic Green Energy 2.7 per cent.

The general rate of absence due to illness in society has increased after the pandemic. Prevention and follow-up of absences remained an important task in 2024. The reasons for these absences are complex. A wide range of preventive measures have been implemented, and this work will continue.

Also in 2024, two employee surveys were conducted in the Group to investigate how employees experienced their work situation and the extent to which they identified with the Group's and the companies' goals and values. Satisfaction among our employees is high and the employees generally have a strong commitment to their workplace.

Equal opportunities

The purpose of the Norwegian Anti-Discrimination Act is to promote equality, ensure equal opportunities and rights, and prevent discrimination. In Elmera Group, men and women enjoy equal rights, opportunities and pay conditions for the same type of position. The companies and the Group work actively to promote the aims of the Act. The activities encompass recruitment, pay and working conditions, promotion, development opportunities and protection against discrimination or harassment.

A full statement on gender equality is part of the 2024 Equality and Diversity Report.

The ratio for shareholder-elected Board members in Elmera Group is 60 per cent women and 40 per cent men. Including employee-elected members, the proportion of women on the Board totals 50 per cent. Furthermore, the Group's objective is for the ratio of female/male managers to be equivalent to the ratio for the general distribution of women and men among the employees. Elmera's Group management team had a total of ten members at the end of the year, and the distribution between women and men is 40 and 60 per cent, respectively. The distribution between women and men employed by the Group in Norway is 44 per cent and 56 per cent.

Ownership and legal form

The Board of Directors has eight members, of whom five are elected by the shareholders, and three are elected by the employees. As from the annual general meeting on 21 April 2021, Steinar Sønsteby has been Chair of the Board of Directors.

The composition of the Board is in line with the recommendations of the Norwegian Corporate Governance Board (NUES).

A full statement on Corporate Governance and the work of the Board of Directors is part of this Annual Report.

The Board held a total of eight meetings during the year. No Board committees consisting of only a selection of Board members were used during the year, except for the legally required audit committee and remuneration committee. In March 2024, the Board conducted an evaluation of its work.

Elmera Group ASA has taken out Board liability insurance. Coverage applies to members of the Board of Directors, the general manager and other employees with independent management responsibility. The Board liability insurance also concerns the subsidiaries. The insurance covers the insured's liability for damage to assets due to claims against the insured during the insurance period.

For 2024, an executive remuneration report was prepared for submission to the annual general meeting. The report is available on the company's website prior to the annual general meeting: elmeragroup.no

Strategy

Throughout the year, the Board has been regularly engaged in the revision of the Group's strategy plan for the 2025-2027 strategy period. The strategy work was adapted to be ensuring synergies in the Group.

The strategy provides the basis for the Group's collective ambitions, decisions and activities for owners, the Board, managers and employees in the company. All ordinary Board meetings include strategy assessments and discussions.

The strategy plan of the Elmera Group plays an important role in the managers' and employees' planning and everyday work. Managers at several levels help to shape the strategy for their areas of responsibility. Every year, as part of its evaluation and audit process, the Group chooses one priority area from the strategic plan which it subjects to particular scrutiny to test the validity of the assumptions. The company has a well proven strategy process and evaluates annually how to develop and adapt the process.

Over time, the company has developed a good process for involving and building commitment to the strategy plan from the company's middle management and other employees. The company's strategy process is linked to the Group's management philosophy. Since 2004, promise-based management has been an important element of the company's culture and working methods to ensure that the strategy is converted to action in each employee's everyday work.

The Group's strategy concerns defending and maintaining the current competitive advantages and earnings and developing new advantages and business areas. Scenario modelling is an important tool in the strategy work. The company has developed strategy accounts, which it has used for several years to measure and document its capacity for implementing strategic decisions and objectives.

For more information, see the strategy chapter in the Annual Report.

Investor Relations

Elmera Group ASA has been listed on the main list of the Oslo Stock Exchange since 21 March 2018. The share price (ticker ELMRA) increased by 26 per cent in the period from 1 January to 31 December 2024. The main index of the Oslo Stock Exchange rose by 9 per cent in the same period. The company's market capitalisation at year-end was around NOK 4.2 billion.

The company had around 8,000 shareholders at the close of the year. A list of the company's 20 largest shareholders is available at elmeragroup.no

In 2024, the company operated its investor relations activities in line with the strategy adopted for the area.

ESG

The Sustainablility statement is included as a separate chapter of this Annual Report and concerns the initiatives on which the company has been working.

In accordance with the Corporate Sustainability Reporting Directive (CSRD), the company will follow the European Sustainability Reporting Standards (ESRS), which require reporting on social and environmental impacts, as well as sustainability strategies and goals. The ESRS ensures comprehensive and comparable reporting across companies.

The Board and the company have started the preparation for 2025 reporting requirements. A double materiality analysis has been carried out. It involves assessing both how our business impacts the external environment (impact materiality) and how external factors affect our business (financial materiality). This analysis helps us identify the most relevant sustainability issues and risks, forming the foundation for an effective ESG strategy.

Throughout the year, the Board regularly included ESG-related topics as part of its agenda. Climate risk, climate goals and sustainability were included in the Board's discussions and work in connection with the Group's strategy. Elmera Group has chosen four of the UN Sustainable Development Goals as the Group's focus areas.

The Group has low greenhouse gas emissions as a consequence of the companies' activities. Target figures for reductions have been set; see the ESG Report.

Elmera Group will continue to pursue its ambition to play an important business role in achieving the objective set by the Norwegian government for electricity generated from solar panels to amount to 8 TWh by 2030.

The Board believes that companies such as Elmera Group ASA can contribute to the EU sustainability goals to stop climate change and curb global warming. Meanwhile, the company can make the greatest contribution to, and have the biggest impact on, reducing global warming and achieving the EU climate goals by stipulating requirements for its suppliers and, not least, by working to ensure that other companies do the same.

Greenhouse gas accounts

Greenhouse gas accounts for 2024 have been prepared for the Group and all its subsidiaries concerning Scope 1, 2 and 3 emissions. The operations are exclusively office-based and do not include any production processes or premises. The business does not cause emissions to the air or water beyond what is consumed by the company's employees' use of the offices and travel related to their work. Electricity consumed in the company's premises has guarantees of origin (GoOs) from hydroelectric power. This is described in the ESG chapter of the Annual Report, Greenhouse Gas Accounts.

Climate risk assessment

Elmera Group undertakes climate risk assessment as part of the overall risk management and reporting in the Group. The climate risk in relation to the company's ability to implement its strategy is assessed to be low.

See Chapter on Climate Risk in the ESG Report and in the notes to the financial statements.

Ethics and compliance

Elmera Group's Corporate Governance Report is part of the company's Annual Report for 2024. The report is prepared to describe all elements of the Norwegian Code of Practice for Corporate Governance.

As from 1 July 2022, the Transparency Act entered into force in Norway. The Act promotes businesses' respect for fundamental human rights and decent working conditions and ensure access to information for the general public. The Act imposes a disclosure obligation on companies in Norway and a duty to undertake due diligence assessment of suppliers. The company has published its first due diligence assessment in accordance with the Act, available on the webside: elmera.no/corporategovernance. The company is aware of the issues related to suppliers of solar panels with production in China, including the risk of child labour and human rights issues.

The company satisfies the requirements of the eight core conventions of the International Labour Organisation (ILO) regarding the right to organise, prohibitions against discrimination and forced labour, prohibitions against child labour, as well as provisions for preventing corruption, and requires the company's suppliers to do the same.

The Group's ethical guidelines are discussed and addressed by the Board. The Group's ethical guidelines include a duty for employees to notify any censurable conditions, including breaches of internal guidelines, and statutory and regulatory provisions, and procedures for how such information is to be provided.

Finances

Group results

Adjusted operating profit (EBIT adj.) amounted to NOK 569 million in 2024, an increase from NOK 513 million in 2023. Net revenue increased from 2023 to 2024 across all segments, while adjusted operating expenses were stable from 2023 to 2024, in line with the Group's guidance.

In the Consumer segment, adjusted operating profit increased by NOK 80 million from 2023, driven by cost reductions through the Group's cost efficiency program and increased product margins. The Business segment continued its strong track record, reporting an adjusted operating profit of NOK 272 million in 2024, a NOK 4 million increase from 2023. In the Nordic segment, adjusted operating profit decreased by NOK 29 million, driven by increased losses on trade receivables due to the increased bankruptcy trend in Sweden and increased personnel costs related to internal sales resources. New Growth Initiatives reported an adjusted operating profit of NOK 31 million in 2024, an increase of NOK 1 million from 2023.

The operating profit in 2024 was NOK 436 million (NOK 359 million). Profit for the year was 357 million (197 million).

Financial statements

The consolidated financial statements for Elmera Group include the operations of Elmera Group ASA and its subsidiaries Fjordkraft AS, TrøndelagKraft AS, Gudbrandsdal Energi AS, Fjordkraft Mobil AS, Energismart Norge AS, Elmera Industrial Ownership AS, AllRate AS, Steddi Payments AS, Elmera Nordic AS, Elmera Energy AS, Fjordkraft Företag AB and Switch Nordic Green AB. The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU) and the interpretations issued by the IFRS Interpretations Committee (IFRS IC) applicable to companies reporting under IFRS. The consolidated financial statements also comply with IFRS as issued by the International Accounting Standards Board (IASB). The going concern assumption is the basis for the statements, and according to the Board of Directors the financial statements provide a true and fair view of the Elmera Group's assets and liabilities, financial position, and result of operations.

The Group's total revenues in 2024 amounted to NOK 12,229 million, compared to NOK 18,921 million in 2023 and direct cost of sales amounted to NOK 10,453 million in 2023 compared to NOK 17,193 million in 2023. The reduction in elspot prices is the main reason for lower total revenues and direct cost of sales in 2024. Total personnel and other operating expenses amounted to NOK 973 million, compared to NOK 997 million the previous year. The Group's profit before tax was NOK 435 million (2023: NOK 238 million). Tax expenses were NOK 78 million (2023: NOK 41 million). Profit after tax for 2024 was NOK 357 million (2023: NOK 197 million). The 2024 operating revenue (NOK 302 million) and operating expenses (NOK 365 million) of the parent company Elmera Group ASA are significantly increased compared to 2023 (Revenue: NOK 223 million, Operating expenses: NOK 339 million). This is a consequence of the Group's reorganisation in 2024. The 2024 operating revenue in Elmera Group ASA are revenues from providing management-, IT, and other support services to group companies. The parent company's profit before tax was NOK 394 million (2023: NOK 404million). Tax expenses was NOK 49 million (2023: NOK 28 million). Profit after tax for 2024 was NOK 346 million (2023: NOK 376 million). The decrease in profit is primarily due to a decrease in dividends from subsidiaries, which is recognised as Income from investments in subsidiaries.

Allocation of the year's profit

As per IFRS accounting rules, the IFRS financial statements for 2024 show no provisions for dividends on 31 December 2024. The board has proposed a dividend of NOK 3.00 per share to be approved by the General Meeting.

Statement of financial position

The assets in the Elmera Group mainly consist of current assets in the form of trade receivables and derivative financial instruments, and non-current assets in the form of goodwill and intangible assets. Current assets and non-current assets each amount to approximately 50 per cent of the Group's total assets. Due to variations in price and consumption, the value of total assets varies significantly from period to period. Total assets have decreased with NOK 2 308 million in 2024, mainly due to a reduction in trade receivables. In 2024, equity has increased by NOK 137 million from NOK 1,484 million to NOK 1,621 million. The Group's equity ratio has increased from 18 per cent on 31 December 2023 to 27 per cent on 31 December 2024. Total current liabilities have decreased by NOK 2 264 million from 2023. This is largely related to decreased trade and other payables and interest-bearing short term debt. Total non-current liabilities have decreased by NOK 181 million. The main reasons are reductions in derivative financial instruments and onerous contract provisions. In 2024, Elmera Group ASA total assets have increased with NOK 622 million, mainly due to an increase in Receivables from group companies, which comprise group contributions and dividends, and the amounts the Group companies have drawn on the group account system. The parent company is the holder of the group account system, which is connected to the Group's Overdraft facility which have increased with NOK 117 million in 2024. Compared to 2023, Interest-bearing long-term debt has increased with NOK 476 million, liabilities to related parties has decreased with NOK 191 million, and Interest-bearing short-term debt has decreased with NOK 86 million. Elmera Group ASA's equity has increased with NOK 22 million, and the equity ratio has decreased from 54 per cent on 31 December 2023 to 46 per cent on 31 December 2024.

Key figures

In total, the Group had 1 012 electricity deliveries at year-end 2024. This is an increase of 9 thousand electricity deliveries from 2023. The number of mobile subscribers in the Group was 111 thousand. There has been a 2 % decrease in total volume delivered to the Consumer and Business segments, from 15.68 TWh in 2023 to 15.43 TWh in 2024. The Nordic segment delivered 1.64 TWh in 2024. ROE (Return on equity) was 23 per cent in 2024, compared to 15 per cent in 2023.

Cash flow analysis

Due to fluctuations in price and consumption both between years and within a year, the cash flow analysis can vary significantly. Net cash from operating activities has decreased from NOK 1 018 million in 2023 to NOK -3 million in 2024. The decrease was mainly driven by change in trade receivables and trade payables. Net cash from investing activities was NOK 28 million in 2024 compared to -65 million in 2023.

Corporate Finance

The governance of the Elmera Group is based on the Norwegian Code of Practice for Corporate Governance (NUES). See separate chapter in the report, Corporate Governance report, for more about the governance principles and practice.

Financial risk management

The Group classifies the following categories of financial risks:

- Climate risk
- Market risk
- Credit risk
- Liquidity risk

Climate risk

In preparing Elmera Group's annual financial statements, a comprehensive evaluation of climate-related risks was conducted to accurately reflect the Group's financial position and outlook. This evaluation considered the potential impacts of physical risks, such as extreme weather events and shifts in climate patterns, as well as transition risks associated with the global move towards a low-carbon economy.

Physical risk involves costs associated with physical damage due to climate change. Elmera Group has very few assets that could be physically damaged because of climate change. The increased frequency of extreme weather conditions could result in significant damage to grid owners' infrastructure, which could affect Elmera Group's reputation in the event of prolonged power outages. The Group's exposure to physical risk is considered to be low.

Transitional risk involves economic uncertainty related to the transition to a low-emission society, and is divided into four categories: Technology, Market, Policy and Reputation.

As we are transitioning towards a low-emission society, the mix of production sources will change, which again can affect commodity prices. This is further described under "market risk – commodity prices".

Elmera Group is operating in a renewable industry and the demand for electricity is expected to increase going forward. Increased penetration of solar panels among consumers can reduce the customers' consumption of electricity through the electricity retailers, but also represents growth opportunities for the Group, as the Group is both a distribution channel of solar panels and facilitates solutions for i.a. insight and virtual storage of production. This area is an important focus area for the Group in the years to come.

The various aspects of climate risk mentioned above have been assessed for their potential influence on the recognition, measurement, depreciation profiles and impairment considerations of the Group's assets and liabilities, and it was concluded that, as of the current reporting period, climate-related risks do not have material effects on the Group's financial statements.

The Group's ESG-report contains more information about climate risk and how these are managed.

Market risk

Market risk is the risk of losses arising from movements in market prices. The Group is primarily exposed to the market risks of changes in commodity prices, climate risk, interest rates, security prices and foreign currency exchange rates.

Market risk – commodity prices

The commodity price risks related to sales of electricity to end-users are primarily related to market prices for electricity, but also to market prices of el-certificates and guarantees of origination (GoOs).

The market price for electricity (spot price) is the hourly price from the Nordic power exchange Nord Pool Spot. Norway, Sweden, and Finland are geographically divided into different electricity price areas. The spot price is determined by Nord Pool Spot within each of these price areas by the balance between demand and supply.

Different factors have contributed to high price volatility for a sustained period. These include geopolitical conditions and the transition to renewable energy production that bring more unregulated power into the system. The new normal is characterised by higher price volatility than before the energy crisis in 2022.

Production will vary according to weather conditions such as wind and solar and will also affect the demand side through increased temperature. Climate change therefore affects key factors such as price and volume. Climate changes drive regulation and increased reporting requirements, as well as the demand for products such as solar panels and guarantees of origin. The Group's ESG-report contains more information about climate risk and how these are managed.

When selling electricity to end users the Group offers a large scale of different product types with different pricing structures. The product types vary from spot-priced products, where the sales prices are connected to the spot price the Group pays when purchasing the electricity in the spot market, to variable price and fixed price contracts where the sales price is a fixed price for a fixed period. The different product types expose the Group to different risks, including price risk, profile risk, and volume risk. Profile risk arises when using standardised electricity derivatives, where the contractual price is fixed for all hours during the contractual period, to hedge power sales in the retail market where power prices vary from hour to hour throughout the day and week. The majority of end-user-sales in Norway are from spot-priced product types, where there is no price-, profile- or volume risk. Variable price contracts offer the customers a set price with no volume limitation. The price in the variable price products in the consumer segment can be changed with a 30 days' notice period. In the business segment the notice period is seven days. In the Consumer segment, the group has initiated a soft phase-out of these contracts and year-end 2024 this contract type represents less than 5% of the customers in the segment. A portion of end-user sales in the Nordic segment are at fixed price contracts. The volume of fixed price power contracts has decreased during the year due to a phase-out of the product and movement towards spot-based products for new customers. These legacy fixed price contracts were contracts without fixed volume, exposing the Group to both price-, profile-, and volume risks. The Group ended new sales of this type of fixed price contracts in the Nordic segment during the first quarter of 2022. Since then, new sales of fixed price contracts are contracts where the customer carries the price-, profile-, and volume risks. Thus, the Group's exposure to these risks has been significantly decreased since 2022 as the fixed price contracts expires.

Whenever Elmera enters into customer contracts where the electricity sales price is fixed or partially fixed, the related price risk is managed by purchasing financial electricity derivatives for hedging purposes. When hedging the price risk from fixed price contracts without fixed volume, the electricity volume expected to be delivered on the fixed price contracts is estimated. To manage the volume risk in these customer contracts the volume estimates are periodically updated, and the portfolios of hedging derivatives are rebalanced accordingly. The remaining risk exposure is taken into account when pricing these customer contracts.

The Group offers large business customers and Alliance partners to enter into financial power contracts, enabling them to utilise the market for financial trading of electricity to hedge the price risks in (parts of) their electricity purchases and/or sales. Any financial derivative sold to a business customer is hedged back-to-back by purchasing a corresponding financial derivative from a third party, thus any price or volume risk on these financial customer contracts is eliminated.

The Group's financial electricity trade is mainly conducted through agreed bilateral frameworks with Statkraft as the main trade counter party. When selling electricity to end users in Norway and Sweden, the Group is required to purchase and cancel el-certificates. Further, when selling electricity on products including guarantees of origination, the Group is required to purchase and cancel GoOs. To manage risk exposure towards fluctuations in el-certificate and GoO market prices, the Group purchases el-certificates and GoOs, either in the spot market, or by purchasing forward contracts.

Market risk – interest rates
The Group's exposure to interest rate risk arises from the Group's variable rate credit facilities. The long-term loans, the revolving credit facility, the guarantee facility and the overdraft facility, are all variable rate facilities. In addition, interest rate risk is related to short-term trade payables towards Statkraft related to purchase of electricity, and short-term receivables for customers who choose to extend their payment terms. Variable rate credit facilities, trade payables, and trade receivables expose the Group to cash flow interest rate risks. The Group has set out parameters to actively monitor this risk going forward.

Market risk – security prices
The Group is indirectly exposed to security price risk through its defined employee benefit obligations where parts of the pension plan assets are invested in securities. This risk is managed through investment in diversified portfolios managed by external insurance companies.

Market risk – foreign exchange rates
Following the acquisition of Switch Nordic Green AB, the Group increased its exposure to foreign exchange risk (primarily the Swedish Krone and the Euro). The acquisition was financed by a term loan denominated in NOK, and cash in hand.

The Group's operations however still have limited exposure to foreign exchange currency fluctuations, as the vast majority of local revenues, operating expenses and financial expenses are denominated in local currency. Through its agreement with Statkraft, the Group has the opportunity to conduct all of its physical and financial purchase of electricity in local currency.

Credit risk
Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. As of 31 December 2024, the Group's maximum exposure to credit risk without taking into account any collateral held or other credit enhancements, equals the carrying amount of the respective recognised financial assets as stated in the consolidated statement of financial position. Trade receivables consist of a large number of receivables on end-user customers, mainly households and business customers spread across diverse industries in Norway, Sweden and Finland. The Group uses an external credit scoring system to assess the potential customer's credit quality before accepting any new customer. The Group uses publicly available financial information and its own trading records to rate its business customers. In addition to invoicing electricity sales and other services provided to customers, the Group provides re-invoicing to customers in Norway related to grid rent on behalf of the grid owners ("gjennomfakturering"). This contributes to an increase in credit risk as the amount of trade receivables increases with the re-invoiced grid rent. However, the Norwegian power support scheme ("strømstøtteordningen") has significantly reduced the amounts which are re-invoiced, and thus the related credit risk. The power support scheme has been revised by the Norwegian government and extended to include the year 2025. The Group is required to provide letters of credit to the grid owners, guaranteeing their settlement of re-invoiced grid rent. However, the grid owners are not required to reimburse the Group for any re-invoiced grid rent not settled by the customer. The credit risk on bank deposits is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

Derivative financial contracts are traded either bilaterally with third party counterparties (mainly Statkraft), or customers (mainly large business customers and Alliance partners). Credit risk associated with derivative financial contracts with Statkraft (and other third parties) is considered to be limited as these counterparties are highly rated state-owned enterprises. The credit risk related to derivative financial contracts with customers is managed by mainly offering financial contracts to customers with a sufficient credit rating, or by requiring security from the customer in the form of a deposit or a letter of credit. If credit risk related to a derivative financial contract with a customer is considered to be material, this is reflected in the calculation of the fair value of the financial asset.

Liquidity risk

The Group manages liquidity risk by maintaining adequate cash reserves, bank overdraft facilities, guarantee facilities and reserve credit facilities, by continuously monitoring forecasts and actual cash flows, and by matching the maturity profiles of financial assets and liabilities. Electricity purchased under the Group's electricity purchase agreement with Statkraft, which is the Group's most significant purchase agreement, are invoiced monthly in arrear, with 45 credit days.

Outlook

AI in use

In 2025, artificial intelligence has become a crucial factor for the business sector. AI has opened new opportunities for efficiency, improved decision-making, and increased customer satisfaction. At the same time, the technology also brings challenges, such as security risks and ethical dilemmas related to privacy and data management.

In 2025, Elmera has focused on training and motivation around the use of AI. We have implemented AI in several of our projects, which has helped improve our services and increase our competitiveness. The board considers it important to be well-prepared to harness the potential of AI technology, while ensuring that the company and each employee are conscious of managing the associated risks responsibly.

Elmera Energy

The board perceives the development of physical and financial power trading as a positive and strategic advancement for the group. This evolution aligns with the Groups long-term goals and is being closely monitored and with great interest. The transition of physical trading responsibilities to Elmera Energy AS, is seen as a crucial step towards enhancing the groups operational efficiency and market presence.

The board is keenly anticipating the impact of changes in the intraday market and the 15-minute market on market participants, and how these changes will influence cost structures, liquidity, and potential innovation in products. The ability to trade at 15-minute intervals is expected to enhance market efficiency and provide more precise risk management tools, potentially leading to cost reductions and improved financial performance. We believe the Group is well-positioned to capitalise on the opportunities these changes present.

Continued consolidation

The Group did not make any acquisitions in 2024. Assuming that the right opportunities are in place, the Board wishes to continue the Group's consolidation strategy in Norway and the Nordic region in the coming years.

The future

A larger share of renewable energy, electrification, and increasing power demand present significant opportunities and challenges. The transition to more renewable energy is crucial for achieving the EU's ambitious climate goals. Access to reliable and affordable energy is also a key prerequisite for economic growth and development globally. Energy issues also play an important role in international security policy. Our future energy landscape is influenced by climate and energy policies, the need for economic growth, and supply security. Therefore, energy issues are expected to be a very central part of public debate in the coming years.

Elmera Group's companies will continue their efforts to further develop the value propositions adapted to the green transition with products and services that create increased predictability, and opportunities for local energy production, energy saving and energy management.

With its size, resources and expertise, Elmera Group is well-prepared for further development and operation. The Board wishes to thank everyone who works for the Group for their efforts and contributions to this year's results.

The Board of Directors of Elmera Group ASA, Bergen, 4 April 2025.

Steinar Sønsteby Chairman	Magnhild K. B. Uglem Board member	Anne Marit Steen Board member
Per Oluf Solbraa Board member	Stian Madsen Board member	Heidi Theresa Ose Board member
Frank Økland Board member	Live Bertha Haukvik Board member	Rolf Barmen CEO

ELMERA GROUP

4.2 Financial statements Elmera Group

Consolidated statement of profit or loss

NOK in thousands	Note	2024	2023
Revenue	3, 4	12 229 493	18 920 598
Direct cost of sales	3, 5, 18	(10 452 582)	(17 192 526)
Personnel expenses	3, 10, 17, 22	(466 861)	(454 622)
Other operating expenses	3, 11	(506 363)	(542 277)
Depreciation and amortisation	3, 4, 14, 15, 24	(377 887)	(386 519)
Impairment of intangible assets and cost to obtain contracts	15, 18	10 381	14 548
Operating profit		**436 181**	**359 202**
Gain/loss from the disposal of investments in associates and joint ventures	27	138 553	-
Income/loss from investments in associates and joint ventures	27	(1 279)	750
Interest income	6	34 613	32 069
Interest expense lease liability	24	(3 706)	(1 621)
Interest expense	6	(156 770)	(148 268)
Other financial items, net	6, 11	(12 605)	(4 555)
Net financial income/(cost)		**(1 195)**	**(121 625)**
Profit/(loss) before tax		**434 986**	**237 577**
Income tax (expense)/income	12	(77 607)	(41 030)
Profit/(loss) for the year		**357 379**	**196 546**
Profit/(loss) for the period attributable to:			
Non-controlling interest	25	3 434	4 258
Equity holders of Elmera Group ASA		353 945	192 288
Basic earnings per share (in NOK)	13	3,25	1,77
Diluted earnings per share (in NOK)	13	3,19	1,74

Consolidated statement of comprehensive income (loss)

NOK in thousands	Note	2024	2023
Profit/(loss) for the year		**357 379**	**196 546**
Other comprehensive income:			
Items which may be reclassified over profit or loss in subsequent periods:			
Hedging reserves, cash flow hedges (net of tax)	9	(4 937)	57 270
Currency translation differences		17 079	42 923
Total		**12 142**	**100 193**
Items that will not be reclassified to profit or loss:			
Actuarial gain/(loss) on pension obligations (net of tax)	12, 17	6 988	24 504
Total		**6 988**	**24 504**
Total other comprehensive income/(loss) for the year, net of tax		**19 130**	**124 698**
Total comprehensive income/(loss) for the year		**376 509**	**321 244**
Total comprehensive income/(loss) for the period attributable to:			
Non-controlling interest	25	3 434	4 258
Equity holders of Elmera Group ASA		373 075	316 986

Consolidated statement of financial position

NOK in thousands	Note	2024	*Restated* 2023
Non-current assets			
Deferred tax assets	12	38 500	37 466
Right-of-use assets property plant and equipment	24	80 267	57 121
Property, plant and equipment	14	5 913	5 315
Goodwill	15	1 448 071	1 439 389
Intangible assets	15	365 404	454 051
Cost to obtain contracts	4	222 531	265 350
Investments in associates and joint ventures	27	23 572	21 484
Derivative financial instruments and firm commitments	6, 7, 8,9	624 163	878 524
Net plan assets of defined benefit pension plans	17	71 501	30 900
Other non-current financial assets	6	57 018	133 665
Total non-current assets		**2 936 940**	**3 323 265**
Current assets			
Intangible assets	15	1 219	3 854
Inventories		16 537	371
Trade receivables	6, 21	2 338 616	3 989 741
Derivative financial instruments and firm commitments	6, 7, 8,9	535 527	666 196
Other current assets	20	53 813	12 471
Cash and cash equivalents	6	143 974	338 746
Total current assets		**3 089 687**	**5 011 380**
Total assets		**6 026 626**	**8 334 645**
Equity			
Share capital	16	32 735	32 601
Share premium	16	993 294	993 294
Other equity		470 291	337 003
Non-controlling interests	25	124 610	121 175
Total equity		**1 620 929**	**1 484 074**

ELMERA GROUP

Consolidated statement of financial position

NOK in thousands	Note	2024	*Restated* 2023
Non-current liabilities			
Net employee defined benefit plan liabilities	17	81 479	63 921
Interest-bearing long term debt	6	739 687	537 617
Deferred tax liabilitites	12	69 891	82 843
Lease liability- long term	24	63 993	40 945
Derivative financial instruments and firm commitments	6, 7, 8,9	643 520	872 366
Onerous contract provisions	18	1 297	68 383
Other provisions for liabilities		17 898	132 884
Total non-current liabilities		**1 617 765**	**1 798 961**
Current liabilities			
Trade and other payables	6, 21	1 629 699	3 522 350
Overdraft facilities	6	117 381	-
Interest-bearing short term debt	6	85 000	368 700
Current income tax liabilities	12	91 417	82 910
Derivative financial instruments and firm commitments	6, 7, 8, 9	560 051	599 909
Social security and other taxes		104 441	125 608
Lease liability- short term	24	20 647	19 391
Onerous contract provisions	18	1 538	24 879
Other current liabilities	6, 19	177 758	307 862
Total current liabilities		**2 787 933**	**5 051 610**
Total liabilities		**4 405 697**	**6 850 571**
Total equity and liabilities		**6 026 626**	**8 334 645**

The Board of Directors of Elmera Group ASA, Bergen, 4 April 2025.

Steinar Sønsteby
Chairman

Anne Marit Steen
Board member

Frank Økland
Board member

Magnhild K. B. Uglem
Board member

Heidi Theresa Ose
Board member

Live Bertha Haukvik
Board member

Per Oluf Solbraa
Board member

Stian Madsen
Board member

Rolf Barmen
CEO

Consolidated statement of changes in equity

NOK in thousands	Issued capital	Treasury shares	Share premium	Hedging reserves	Foreign currency translation reserve	Retained earnings	Attributable to owners of parent	Non-controlling interests	Total
Balance at 31 December 2022 (As reported)	**34 306**	**(1 715)**	**993 294**	**(55 137)**	**(68 531)**	**337 909**	**1 240 126**	**-**	**1 240 126**
Prior period corrections (see note 1)	-	-	-	-	-	(34 836)	(34 836)	-	(34 836)
Balance at 1 January 2023 (Restated)	**34 306**	**(1 715)**	**993 294**	**(55 137)**	**(68 531)**	**303 073**	**1 205 289**	**-**	**1 205 289**
Profit/(loss) for the year	-	-	-	-	-	192 288	192 288	4 258	196 546
Share-based payment (note 26)	-	-	-	-	-	2 828	2 828	-	2 828
Other comprehensive income/(loss) for the year, net of tax	-	-	-	57 270	42 923	24 504	124 698	-	124 698
Total comprehensive income/(loss) for the period incl. share-based payment	**-**	**-**	**-**	**57 270**	**42 923**	**219 620**	**319 814**	**4 258**	**324 072**
Sale of treasury shares (note 16)	-	11	-	-	-	736	747	-	747
Transactions with non-controlling interests (note 25)	-	-	-	-	-	-	-	116 917	116 917
Dividends paid (note 13)	-	-	-	-	-	(162 951)	(162 951)	-	(162 951)
Transactions with owners	**-**	**11**	**-**	**-**	**-**	**(162 215)**	**(162 204)**	**116 917**	**(45 287)**
Balance at 31 December 2023	**34 306**	**(1 704)**	**993 294**	**2 133**	**(25 608)**	**360 478**	**1 362 899**	**121 175**	**1 484 074**
Balance at 1 January 2024	**34 306**	**(1 704)**	**993 294**	**2 133**	**(25 608)**	**360 478**	**1 362 899**	**121 175**	**1 484 074**
Profit/(loss) for the year	-	-	-	-	-	353 945	353 945	3 434	357 379
Share-based payment (note 26)	-	-	-	-	-	2 502	2 502	-	2 502
Other comprehensive income/(loss) for the year, net of tax	-	-	-	(4 937)	17 079	6 988	19 130	-	19 130
Total comprehensive income/(loss) for the period incl. share-based payment	**-**	**-**	**-**	**(4 937)**	**17 079**	**363 435**	**375 577**	**3 434**	**379 011**
Sale of treasury shares (note 16)	-	133	-	-	-	8 334	8 467	-	8 467
Dividends paid (note 13)	-	-	-	-	-	(250 623)	(250 623)	-	(250 623)
Transactions with owners	**-**	**133**	**-**	**-**	**-**	**(242 289)**	**(242 156)**	**-**	**(242 156)**
Balance at 31 December 2024	**34 306**	**(1 571)**	**993 294**	**(2 804)**	**(8 529)**	**481 624**	**1 496 320**	**124 610**	**1 620 929**

Condensed consolidated statement of cash flows

NOK in thousands	Note	2024	*Restated* 2023
Operating activities			
Profit/(loss) before tax		434 986	237 577
Adjustments for:			
Depreciation	14, 15	161 684	172 280
Depreciation right-of-use assets	24	18 630	20 230
Amortisation of cost to obtain contracts	4	197 573	194 008
Impairment of intangible assets and cost to obtain contracts	15, 18	(10 381)	(14 548)
Interest income	6	(34 613)	(32 069)
Interest expense lease liability	24	3 706	1 621
Interest expense	6	156 770	148 268
Gain/loss from the disposal of investments in associates and joint ventures	27	(138 553)	-
Income/loss from investments in associates and joint ventures	27	1 279	(750)
Change in long-term receivables	6	-	21 686
Share based payment expense	26	2 502	2 828
Change in post-employment liabilities	17	(14 084)	(11 165)
Payments to obtain a contract	4	(142 488)	(140 991)
Changes in working capital (non-cash effect):			
Impairment loss recognised in trade receivables	6	14 815	(10 245)
Provision for onerous contracts	18	(92 914)	(1 048 166)
Change in fair value of derivative financial instruments	6, 7	112 050	1 120 697
Changes in working capital:			
Inventories		(16 166)	90
Trade receivables	6, 21	1 638 483	3 596 368
Purchase of el-certificates, GoOs and Climate Quotas	15	(114 584)	(93 300)
Non-cash effect from cancelling el-certificates, GoOs and Climate Quotas	15	117 219	90 209
Other current assets	20	(41 521)	54 472
Trade and other payables	6, 21	(1 885 636)	(2 696 826)
Other current liabilities	19	(147 733)	(403 565)
Cash generated from operations		**221 023**	**1 208 709**
Interest paid		(176 009)	(172 046)
Interest received		34 613	32 069
Income tax paid	12	(82 237)	(50 336)
Net cash from operating activities		**(2 610)**	**1 018 397**

Consolidated statement of cash flows

NOK in thousands	Note	2024	*Restated* 2023
Investing activities			
Purchase of property, plant and equipment	14	(3 596)	(627)
Purchase of intangible assets	15	(64 823)	(52 124)
Net cash inflow from sale of shares in associates	27	160 000	-
Net cash outflow on investments in associates	27	(24 908)	(6 500)
Net (outflow)/proceeds from other non-current assets	6	(26 703)	(3 716)
Net (outflow)/proceeds from other long-term liabilities		(11 637)	(2 010)
Net cash from investing activities		**28 333**	**(64 977)**
Financing activities			
Proceeds from overdraft facilities	6	117 381	(534 112)
Proceeds from revolving credit facility	6	-	150 000
Repayment of revolving credit facility	6	(275 000)	(150 000)
Dividends paid	13	(250 623)	(162 951)
Sale of treasury shares	16	8 199	747
Proceeds from long term interest-bearing debt	6	850 000	-
Instalments of interest-bearing debt	6	(68 100)	(93 700)
Repayment of long term interest-bearing debt	6	(585 625)	-
Transactions with non-controlling interests	25	-	116 917
Payment of lease liability	24	(17 489)	(20 606)
Net cash from financing activities		**(221 258)**	**(693 705)**
Net change in cash and cash equivalents		**(195 535)**	**259 715**
Cash and cash equivalents at 1 January		338 746	70 548
Effects of exchange rate changes on cash and cash equivalents		763	8 483
Cash and cash equivalents at 31 December		**143 974**	**338 746**

ELMERA GROUP

4.3 Notes Elmera Group

Note 1 Accounting policies

General information

These consolidated financial statements for Elmera Group ASA for the year ended 31 December 2024, was approved by the Board of Directors on 4 April 2025.

Elmera Group ASA and its subsidiaries (together 'the Group', "Elmera" or "the Elmera Group") is a supplier of electrical power in Norway, Sweden and Finland. The company is listed on Oslo Stock Exchange. The Group's core business is the purchase, sale and portfolio management of electrical power to households, private and public companies, and municipalities. The Group is also a provider of mobile phone services to private customers in Norway.

Elmera Group ASA is incorporated and domiciled in Norway. The entity name was changed from Fjordkraft Holding ASA to Elmera Group ASA in 2022. The address of its registered office is Folke Bernadottes Vei 38, 5147 Bergen, Norway.

This note discloses material accounting policy information for the accounting policies adopted in the presentation of these consolidated financial statements to the extent they have not been disclosed in the other notes below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

Compliance with IFRS

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU) and interpretations issued by the IFRS Interpretations Committee (IFRS IC) applicable to companies reporting under IFRS. The consolidated financial statements also comply with IFRS as issued by the International Accounting Standards Board (IASB).

New and amended standards adopted by the Group

The accounting policies adopted are consistent with those of the previous financial year, except for the amendments to IFRS which have been implemented by the Group during the current financial year. Below we have listed the amendments in IFRS which have been applicable for the Group's 2024 financial statements:

- Amendments to IAS 1 – Classification of Liabilities as Current or Non-current Liabilities with Covenants

These amendments have not had a material impact on the Group's consolidated financial statements in the current reporting period.

New standards and interpretations not yet adopted

The Group has not early adopted any accounting standard, interpretation or amendment that has been issued but is not yet effective. The Group will adopt new amendments and interpretations, if relevant, when they become effective.

Below is a list of new amendments and new standards not yet effective:

- Amendments to IAS 21 - The Effects of Changes in Foreign Exchange Rates
- Amendments to IFRS 9, Financial Instruments and IFRS 7, Financial Instruments: Disclosure - Amendments to the Classification and Measurement of Financial Instruments
- IFRS 18 — Presentation and Disclosure in Financial Statements replaces IAS 1

Basis of consolidation

These consolidated financial statements include the accounts of Elmera Group ASA and its subsidiaries (note 25).

Going concern

The Group's consolidated financial statements are prepared on a going concern basis. When assessing this assumption, management has assessed all available information about the future. This comprises information about net cash flows from existing customer contracts and other service contracts, debt service and obligations. After making such assessments, management has a reasonable expectation that the Group has adequate resources to continue its operational existence for the foreseeable future.

Basis of measurement

The consolidated financial statements have been prepared under the historical cost convention, except for financial assets recognised at fair value through profit or loss, fair value through other comprehensive income, derivative financial instruments, and defined

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benefit pension plans, which are measured at fair value. The preparation of consolidated financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving higher degree of judgement or complexity, or areas where the assumptions and estimates are significant to the consolidated financial statements are disclosed in note 2.

Principles of consolidation

Subsidiaries and subsidiaries with non-controlling interests

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

The Group presents non-controlling interests in its consolidated statement of financial position within equity, separately from the equity of the owners of the parent company.

Non-controlling interests are measured and recognised by the Group at fair value on the acquisition date. At each reporting period, the Group attributes the profit or loss and each component of other comprehensive income to the owners of the parent and to the non-controlling interests.

Joint ventures and associates

The Group's investments in joint ventures and associates are accounted for by using the equity method of accounting. Under this method, the investment is initially recognised at cost. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and not tested for impairment individually. The income statement reflects the Group's share of the net result after tax of the associate or joint venture. Any depreciation or amortisation of the Group's excess values are included in the net result from the joint ventures. Any change in other comprehensive income of the associate or joint venture is presented separately in the Group's other comprehensive income.

The financial statements of the associate or joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting principles in line with those of the Group.

The Group determines whether it is necessary to recognise an impairment loss on its investments in joint ventures or associates. At each reporting date, the Group determines whether there is objective evidence that the investments are impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount and the carrying amount of the investment. Any impairment loss is recognised as 'share of profit or loss from joint venture and associates'. The recoverable amount is the higher of value in use and fair value less cost to sell. The entire carrying amount of the investments are tested for impairment as one single asset.

Changes in ownership interests

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset.

Business combinations and goodwill

In order to consider an acquisition as a business combination, the acquired asset or groups of assets must constitute a business (an integrated set of operations and assets conducted and managed for the purpose of providing a return to the investors). The combination consists of inputs and processes applied to these inputs that have the ability to create output.

Acquired businesses are included in the financial statements from the acquisition date. The acquisition date is defined as the date on which the company obtains control of the acquiree, which is generally the date on which the acquirer legally transfers the consideration, acquires the assets and assumes the liabilities of the acquiree. For convenience, the group may designate the acquisition date to the date at the end or the beginning of the month, rather than the actual acquisition date, unless events between this "convenience date" and the actual acquisition date result in material changes in amounts recognised.

Comparative figures are not adjusted for acquired, sold or liquidated businesses. For accounting purposes, the acquisition method is used in connection with the purchase of businesses.

Acquisition cost equals the fair value of the assets used as consideration, including contingent consideration, equity instruments issued and liabilities assumed in connection with the transfer of control. Acquisition cost is measured against the fair value of the acquired assets and liabilities. Identifiable intangible assets are included in connection with acquisitions if they can be separated from other assets or meet the legal contractual criteria. If the acquisition cost at the time of the acquisition exceeds the fair value of the acquired net assets (when the acquiring entity achieves control of the transferring entity), goodwill arises.

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If the fair value of the net identifiable assets acquired exceeds the acquisition cost on the acquisition date, the excess amount is recognised in profit or loss immediately.

Goodwill is not depreciated, but is tested at least annually for impairment. In connection with this, goodwill is allocated to the cash-generating units (CGUs) or groups of CGUs that are expected to benefit from synergy effects of the acquisition. The allocation of goodwill may vary depending on the basis for its initial recognition.

The estimation of fair value and goodwill may be adjusted up to 12 months after the takeover date if new information has emerged about facts and circumstances that existed at the time of the takeover and which, had they been known, would have affected the calculation of the amounts that were included from that date.

Acquisition-related costs, except costs to issue debt or equity securities, are expensed as incurred.

Foreign currency translation

Functional and presentation currency

Items included in the financial statements of each of the Group's entities are presented in the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Norwegian kroner (NOK), which is Elmera Group ASA's functional and presentation currency. The functional currency in all Norwegian subsidiaries in the Group is NOK. The functional currency in the subsidiary Switch Nordic Green is Swedish Kroner (SEK) for its operations in Sweden, and Euro for its branch operating in Finland.

Transactions and balances

Transactions in currencies other than the entity's functional currency (foreign currency) are translated into the functional currency using the exchange rates at the dates of the transactions.

Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in profit or loss. Foreign exchange gains and losses that relate to borrowings are presented in the statement of profit or loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit or loss on a net basis within other financial items.

Non-monetary items that are measured at fair value in a foreign currency are converted to NOK using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are not subsequently revaluated.

Group companies

The results and financial position of foreign operations that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position,
- income and expenses for each statement of profit or loss and statement of comprehensive income are translated at average exchange rates (unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions), and
- all resulting exchange differences are recognised in other comprehensive income and accumulated in a foreign currency translation reserve.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

Revenue recognition

The Group recognises revenue when a customer obtains control of promised goods or services in an amount that reflects the consideration the Group expects to receive in exchange for those goods or services.

The Group applies the following five step method outlined in IFRS15 Revenue from Contracts with Customers, to all revenue streams:

1. identify the contract(s) with a customer;
2. identify the performance obligations in the contract;
3. determine the transaction price;
4. allocate the transaction price to the performance obligations in the contract; and
5. recognise revenue when (or as) the Group satisfies a performance obligation.

The Group only applies the five-step model to contracts when it is probable that the Group will collect the consideration it is entitled to in exchange for the goods or services it transfers to the customer. At contract inception, once the contract is determined to be within the scope of IFRS 15, the Group assesses the goods or services promised within each contract and determines those that are performance obligations, and assesses whether each promised good or service is distinct. The Group then recognises as revenue the amount of the transaction price that is allocated to the respective performance obligation when (or as) the performance obligation is satisfied. For a complete discussion of accounting for revenue, see Note 4 - Revenue Recognition.

A proportion of the final settlement of the Group's sale of electrical power is made after the Group has finalised its annual financial statements. Revenues related to sale of electricity are estimated based on the volumes

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that have been physically delivered during the period. The physically delivered volume is apportioned in accordance with consumption forecasts for each customer group and price plan. The model is rooted in historical information however there is a degree of estimation uncertainty attached to the volume apportioned to the various price segments that requires judgment by management when assessing.

Income tax

Income tax

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the balance sheet date. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited in other comprehensive income, in which case the deferred tax is also dealt with in other comprehensive income.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

Current tax and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Cash and cash equivalents

The cash flow statement is prepared using the indirect method. For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Trade receivables, loans and other receivables

Trade receivables, loans and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. See note 6 and 8 for further information about the Group's accounting for trade receivables, loans, other receivables and credit risk.

Financial assets

1. Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on

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the business model in which the investment is held. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

See note 6 and 8 for details about each type of financial asset.

The Group reclassifies debt investments when and only when its business model for managing those assets change.

2. Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are recognised in profit or loss.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories in IFRS 9. The Group only applies the following measurement category for debt instruments:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

3. Impairment

The Group assesses on a forward looking basis the expected credit losses associated with its debt instruments at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 6 and 8 details how the Group determines whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

4. Derecognition

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group retains substantially all the risks and rewards of the ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

At derecognition the difference between the asset's carrying amount (including any cumulative gain or loss that previously has been recognised in other comprehensive income and accumulated in equity) and the sum of the consideration received is recognised in profit or loss.

Energy contracts and hedging activities

Energy contracts that are entered into and continue to be held for the purpose of the receipt or delivery of the power in accordance with the Group's expected purchase or sale are accounted for as "own use" contracts. These contracts do not qualify for recognition in the statement of financial position in accordance with IFRS 9 but are accounted for as revenue from contracts with customers in accordance with IFRS 15 or as cost of sales.

Energy contracts that are electricity derivatives and qualify for recognition in the statement of financial position in accordance with IFRS 9, are measured at fair value through profit and loss (unless they are designated as hedging instruments - see below). This includes the following types of energy contracts:

- Physical power sales contracts which are considered as readily convertible to cash and are not entered into for own use.
- Financial contracts to purchase and sell energy-related products classified as derivatives.
- Embedded derivatives are separated and treated as derivatives when the risks and characteristics of the derivative are not closely related to the host contract, and the host contract is not measured at fair value.

Electricity derivatives

All of the Group's financial electricity derivatives are either financial customer contracts, or purchased for the purpose of hedging physical or financial customer contracts. Hence electricity derivatives are only used for economic hedging purposes and not as speculative investments. However, where derivatives do not meet the hedge accounting criterias, they are classified as 'held for trading' for accounting purposes and are accounted for at fair value through profit or loss.

Derivatives are presented as current assets or liabilities to the extent they are expected to be settled within 12 months after the end of the reporting period. Changes in the fair value of any derivative instrument that does not qualify for hedge accounting are recognised immediately in profit or loss and are included in

- Revenue - when the derivative instrument is a financial customer contract, or
- Direct cost of sales - when the derivative instrument is purchased for the purpose of hedging physical or financial customer contracts.

See note 6, 7, 8 and 9 for details about each type of derivatives.

Derivatives are initially recognised at fair value on the date a derivative contract is

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entered into and are subsequently re-measured to their fair value at the end of each reporting period. The accounting for subsequent changes in fair value depends on whether the derivative is designated as a hedging instrument and, if so, the nature of the item being hedged. The group designates certain derivatives as hedges of a particular risk associated with the cash flows of recognised assets and liabilities and highly probable forecast power purchase transactions (cash flow hedges).

Cash flow hedges that qualify for hedge accounting

The Group uses forward contracts to hedge forecast power purchase transactions. The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in the cash flow hedge reserve within equity. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, within Direct cost of sales.

Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments, to ensure that an economic relationship exists between the hedged item and hedging instrument.

The gains or losses relating to the effective portion of the change in fair value of the entire forward contract are recognised in the cash flow hedge reserve within equity. Amounts accumulated in equity are reclassified in the periods when the hedged item affects profit or loss. When a hedging instrument expires, or is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, any cumulative deferred gain or loss and deferred costs of hedging in equity at that time remains in equity until the forecast transaction occurs. When the forecast transaction is no longer expected to occur, the cumulative gain or loss and deferred costs of hedging that were reported in equity are immediately reclassified to profit or loss.

The fair values of derivative financial instruments designated in hedge relationships, and movements in the hedging reserve in shareholders' equity are shown in note 9.

Fair value hedges that qualify for hedge accounting

The Group designates certain derivatives as fair value hedges of power price risk associated with certain firm commitments. The firm commitments which are the hedged items are fixed price power purchase contracts, where the price is fixed for the delivery of a fixed volume in a fixed delivery period in a designated price area. The hedging instruments are fixed price power sales contracts classified as financial electricity derivatives. The objective of the economic hedging arrangements is to hedge the exposure to changes in the fair value of the fixed price purchase contracts. The hedge ratio is 1:1 as the critical terms of the hedged items and the hedging instruments are identical. The fair value hedges are expected to be highly effective.

In a fair value hedge the value change in unrealised gains or losses of the hedging instrument will meet the corresponding change in value of the hedged item and it is presented on the same line item in the statement of profit or loss. Ineffectiveness is recognised in profit or loss. Accumulated unrealised gains or losses on the hedged items are recognised as firm commitments in the line item Derivative financial instruments and firm commitments in the statement of financial position.

El-certificate foward contracts

The sale of electricity to end users in Norway and Sweden gives rise to an el-certificate cancellation liability. The Group enters into forward contracts to purchase el-certificates to be remitted to the government as settlement for the el-certificate cancellation liability. As a result, the Group's contracts to purchase and sell electricity, and to purchase and remit el-certificates is delivered in quantities that will be used or sold in the Groups' normal course of business. Hence, the contracts have been accounted for under the "own use" exemption, are considered executory contracts, and are recognised in the consolidated financial statements when the underlying purchase or sale has occurred.

Property, plant and equipment

Property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

The depreciation methods and periods used by the Group are disclosed in note 14.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period with the effect of any changes in estimate accounted for on a prospective basis.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the consolidated statement of profit or loss.

Leases

Right-of-use assets and lease liabilities arising from a lease are initially measured on a present value basis.

Lease liabilities

Lease liabilities include the net present value of the following lease payments:

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- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- amounts expected to be payable by the group under residual value guarantees
- the exercise price of a purchase option if the group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the group exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.
To determine the incremental borrowing rate, the Group:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Group, which does not have recent third party financing, and
- makes adjustments specific to the lease, eg term, country, currency and security.

The Group is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset. Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period in order to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life. The group has chosen not to revalue the right-of-use buildings held by the group.

Short-term leases and leases of low value assets

Payments associated with short-term leases and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT-equipment and small items of office furniture.

Intangible assets

1) Intangible assets acquired separately

1. El-certificates and Guarantees of Origination (GoOs)

Holdings of el-certificates and GoOs are recognised as intangible assets in accordance with IAS 38 - Intangible Assets and measured using the cost model. The el-certificates have an infinite life and are acquired to be used to settle the el-certificate cancellation liability by remitting the respective numbers of certificates to the government (refer to accounting policy 'Provision of El-certificate cancellation liability').

2. Software

Costs associated with maintaining software programs are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognised as intangible assets if, and only if all of the following conditions have been demonstrated:

- it is technically feasible to complete the software so that it will be available for use
- management intends to complete the software and use or sell it
- there is an ability to use or sell the software
- it can be demonstrated how the software will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the software are available, and
- the expenditure attributable to the software during its development can be reliably measured.

Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is ready for use.

3. Customer portfolios

Customer portfolios are recognised at fair value in the consolidated statement of financial position at the time of acquisition. The customer portfolios have a limited useful economic life and are recognised at cost less deductions for accumulated depreciation. Depreciation is calculated using a straight-line method where estimated useful life is based on the expected customer churn rate. Fixed price elements of customer contracts are recorded as separate assets.

Note 1
Accounting policies

4. Fixed price customer contracts
When customer portfolios are acquired the fixed price elements of the customer contracts in the customer portfolios acquired are recognised as separate assets. Unless the fixed price element of customer contracts meets the definition of a derivative financial instrument (and recognised accordingly), they are recognised as intangible assets at fair value at the time of acquisition. The fixed price customer contracts have defined contract periods and are recognised at cost less deductions for accumulated depreciation. Depreciations follow a pattern that reflects how the acquisition value of the contracts are distributed over the remaining contract periods.

5. Tradenames
Tradenames acquired in a business combination are recognised at fair value at the acquisition date. Tradenames that due to contractual agreements have a finite useful life are subsequently carried at cost less accumulated amortisation and impairment losses. Tradenames that have an indefinite useful life are not amortised but is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Tradenames are included in Other intangible assets in note 16.

6. Goodwill
Goodwill is reported as an indefinite life intangible asset at cost less accumulated impairment losses. Cost of Goodwill acquired through business combinations is measured as residual amount after allocation of purchase price to identifiable assets at fair value. All intangible assets with indefinite useful lives are tested for impairment at least once every year. Single assets can be tested more often in case there are indications of impairment.

2) Internally generated intangible assets

1. Software
Internal development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognised as intangible assets if, and only if all of the following conditions have been demonstrated:

- it is technically feasible to complete the software so that it will be available for use
- management intends to complete the software and use or sell it
- there is an ability to use or sell the software
- it can be demonstrated how the software will generate probable future economic benefits
- adequate technical, financial and other resources to complete the development and to use or sell the software are available, and
- the expenditure attributable to the software during its development can be reliably measured.

Directly attributable costs that are capitalised as part of software includes directly related employee costs.

Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is ready for use.

Research expenditures as well as development expenditures that do not meet the criterias above are recognised as expenses within other operating expenses in the consolidated statement of profit or loss, as incurred. Development costs previously recognised as expenses are not recognised as an asset in a subsequent period.

Refer to note 15 for details about amortisation methods and periods used by the Group for intangible assets.

Impairment of tangible and intangible assets

At each balance sheet date, the Group reviews whether there are indication that the carrying amount of the Group's tangible and intangible assets have suffered an impairment loss.

Tangible and intangible assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount.

The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use (the net present value of a cash flow or other benefits that the asset is expected to contribute to the generation of, through its use by the Group).

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units).

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

Trade and other payables

These amounts represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Borrowings and credit facilities

Borrowings are initially recognised at fair value,

Note 1
Accounting policies

net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method.

Borrowings are derecognised when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non cash assets transferred or liabilities assumed, is recognised in consolidated statement of profit or loss within the line Other financial items, net.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

Transactions costs incurred when establishing bank overdraft facilities, revolving credit facilities, and guarantee facilities are capitalised and amortised on a straight line basis over the period from establishing the facilities to the termination date. These capitalised transaction costs are included in Other non-current financial assets in the Statement of financial position.

Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Group will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Group has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under it. Onerous contract provisions are presented as non-current in the statement of financial position when the onerous contracts are not intended to be settled within 12 months of the reporting date.

Provision for El-certificate cancellation liability

The Group's electricity retailer operations in Norway and Sweden are subject to the Norwegian-Swedish El-certificate scheme, which requires the group to purchase and cancel a fixed annual quota of El-certificates for every MWh of power sold to end users in Norway and Sweden.

The annual quotas are determined by the Norwegian and Swedish governments before the relevant year starts. All el-certificates necessary to meet the Group's certificate obligation are either purchased in the spot market, or by entering into forward contracts.

Provisions for the el-certificate cancellation liabilities are estimated based on actual delivered volume required to be covered by el-certificates. The Group accounts for these provisions using the net liability approach. There is no specific guidance on such schemes under IFRS; however, the net liability approach is one of the commonly used approaches adopted. Hence, the part of the cancellation liability that is covered by the Group's holdings of el-certificates is measured at the cost of acquired el-certificates, the part covered by forward contracts is measured at contractual price of el-certificates, while any liability in excess of those amounts is recognised at fair value of the el-certificates that are required to be purchased (applicable when level of el-certificates acquired directly or through forward contracts are not sufficient to offset estimated number of certificates to be handed over to the government).

The cancellation liability is presented within other current liabilities and any el-certificates on hand at year end are presented as part of Intangible assets. The corresponding cost is recorded as part of Direct cost of sales as it is considered an incremental cost of power purchased.

Employee benefits

Pension schemes and pension obligations

The Group operates various post-employment schemes, including both defined benefit and defined contribution pension plans.

Defined benefit pension plans

Defined benefit schemes entitles employee members to defined future benefits. These benefits are normally dependent on the number of years of service, the salary level at retirement age and the portion of benefits that are paid by the national insurance. The defined benefit pension obligations may be covered by plan assets invested through an insurance company (funded plan).

The liability or asset recognised in the consolidated statement of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of any plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the

Note 1
Accounting policies

estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in Pension expenses which is part of Personnel expenses in the statement of profit or loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the consolidated statement of changes in equity and in the statement of financial position.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service costs.

Defined contribution plans

Defined contribution plans are post-employment benefit plans under which an entity pays fixed defined contributions into a separate entity (a fund). The entity has no further payment obligations once the contributions have been paid. The contributions are recognised in Pension expenses which is part of Personnel expenses in the statement of profit or loss when they are due.

Share-based compensation

Employee share options at Elmera Group represents rights for employees to buy shares in the company at a future date at a predetermined exercise price. To exercise the option, the employee must remain an employee of the Company or an affiliated company at the end of the vesting period.

The fair value of the employee services received in exchange for the allotment of options is recognised as an expense over the vesting period based on the fair value of the options. On each balance date, the Group revises its estimates of the number of options that are expected to be exercisable. Any adjustments will be recognised in the income statement and corresponding adjustment to equity over the remaining vesting period. The proceeds received net of any directly attributable transaction costs are credited to share capital and share premium when the options are exercised.

Treasury shares

Own equity instruments which are reacquired (treasury shares) are deducted from equity. No gain or loss is recognised in the income statement on the purchase, sale, issue, or cancellation of the Company's own equity instruments.

Dividends

Provision is made for the amount of any dividend declared, appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

Earnings per share

1. Basic earnings per share:

Basic earnings per share is calculated by dividing:

- the profit attributable to owners of the company, excluding any costs of servicing equity other than ordinary shares
- by the weighted average number of ordinary shares in issue during the financial year, adjusted for bonus elements in ordinary shares issued during the year and excluding treasury shares (note 14)

2. Diluted earnings per share:

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares, and
- the weighted average number of additional ordinary shares that would have been outstanding assuming the conversion of all dilutive potential ordinary shares.

Government grants

Companies within the Group may be entitled to claim refunds / grants for investments in qualifying assets or in relation to qualifying expenditure (e.g. the Research & Development tax incentive scheme "SkatteFUNN").

Government grants are not recognised until there is a reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received. Government grants are recognised in the consolidated statement of profit and loss on a systematic basis over the periods in which the Group recognises the corresponding expenses for which the grants are intended to compensate. Specifically, government grants whose primary condition is that the Group should purchase, construct or otherwise acquire non-current assets are recognised by deducting the grant from the carrying amount of the asset. The grant is recognised in the Consolidated statement of profit or loss over the life of the depreciable asset as a reduced depreciation expense.

Government grants that are receivable as compensation for expenses or losses already incurred with no future related costs to be incurred by the Group are recognised in the Consolidated statement of profit or loss in the period in which they become receivable.

Rounding of amounts

All amounts disclosed in the consolidated financial statements and notes have been rounded off to the nearest thousand currency units unless otherwise stated.

Comparable figures and reclassifications

The consolidated statements of profit or loss,

Note 1
Accounting policies

comprehensive income, financial position, equity, cash flow and notes provide comparable information in respect of the previous period. The following changes have been made in comparative figures at 31 December 2023:

Prior period adjustment of power purchase

Through an error in the back-office implementation of a power purchase agreement between Statkraft Energi AS (Statkraft) and the Group's subsidiary Switch Nordic Green AB (SNG), Statkraft consistently failed to invoice a bilateral trade volume relating to a customer of SNG in Finland in the period from 2019 to 2024. The invoices from Statkraft are used to reconciliate cost of goods sold, and consequently, the cost of goods sold in the period 2019 to 2024 has been understated. A significant proportion of the amount relates to the period 2019 to 2022 and consequently the Equity balance and Trade and other payables as of 1 January 2023 have been restated with NOKt 34 836. Comparative figures in the statement of financial position have been updated accordingly.

The remaining balance of NOKt 13 004 has been recognised as Direct cost of sales in the statement of profit and loss in 2024.

Presentation of accrued power purchase from Statkraft Energi AS

Part of the accrued power purchase from Statkraft Energi AS has in previous reporting been reported in Other current liabilities in the statement of financial position. From the Q3 2024 quarterly report and going forward all accrued power purchases from Statkraft Energi AS has be reported as Trade payables. Comparative figures have been reclassified to align with current presentation, increasing Trade and other payables / decreasing Other current liabilities with NOKt 241 283 at 31 December 2023. Comparative figures in the statement of cash flow and note 19 have been updated accordingly.

Note 2 Significant accounting judgements, estimates and assumptions

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Group's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be wrong. Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the entity and that are believed to be reasonable under the circumstances.

The areas involving significant estimates or judgements are:

1) Onerous contract provisions

At each reporting date, management assesses if there are contracts in which the unavoidable costs of meeting the Group's obligations under the contract exceed the economic benefits expected to be received in accordance with IAS 37.

The Group has certain portfolios of fixed price power contracts with end user customers, mainly in the Nordic segment, in which the volume is not fixed. These customer contracts do not qualify to be recognised as financial instruments. The price risk in these fixed price customer contracts are hedged with financial electricity derivatives which however are recognised as financial instruments. When hedging the price risk from these fixed price contracts, the electricity volume expected to be delivered on the fixed price contracts is estimated. To manage the volume risk in customer contracts without fixed volume the volume estimates are periodically updated, and the portfolios of hedging derivatives are rebalanced accordingly. The remaining risk exposure is taken into account when pricing these customer contracts. Please see note 8 for more information regarding the Group's different product types and related market risks.

Fixed price customer contracts are assessed as onerous contracts if the estimated unavoidable costs of purchasing the estimated power volumes to be delivered on these contracts exceed the fixed price to be received from the customers. The hedged forward power prices in the corresponding portfolios of derivative hedge contracts are however not taken into consideration when estimating the unavoidable costs as hedge accounting is not applied. Please see note 18 for details of the movement in provisions for onerous contracts.

2) Impairment of goodwill and intangible assets

Goodwill and intangible assets with indefinite useful lives are tested for impairment at least once every year. Single assets can be tested more often in case there are indications of impairment. The recoverable amounts of the cash-generating units are determined based on value in use calculations. The cash-generating units equal the reportable segments. Value in use is calculated using the discounted cash-flow model and based on a five-year forecast made by Group management. Management has projected cash flows based on financial forecasts and strategy plans.

The preparation of the forecast requires a number of key assumptions such as growth in net revenue and operating expenditure. The cash flow for the fifth year is used as the base for the sixth year and onwards in perpetuity. The discount rates used are, amongst other things, based on risk-free 10-year government bond rate, observed market risk premium, industry-specific risk premium and the Group's cost of debt. For the calculation of the in-perpetuity value, Gordon's growth model is used. According to Gordon's model, the terminal value of a growing cash flow is calculated as the starting cash flow divided by cost of capital less the growth rate. Please see note 15 for more details regarding impairment testing of goodwill at year end.

3) Recognition of deferred tax asset for tax losses carried forward

Deferred tax assets include an amount which relates to carried-forward tax losses of the subsidiary Switch Nordic Green AB. The subsidiary has incurred substantial accumulated tax losses in its operations in both Sweden and Finland in periods prior to when the Group acquired this entity in November 2020. The Group has concluded that a portion of the deferred assets will be recoverable using the estimated future taxable income based on the approved business plans and budgets for the subsidiary. The majority of tax losses carried forward are losses in Sweden which can be carried forward indefinitely and have no expiry date. The tax losses in Finland expires after ten years. Please see note 12 for more details regarding deferred tax asset recognised in the Statement of financial position.

4) Defined benefit occupational pension scheme

The Group has a defined benefit pension scheme for employees born before 1963, and a defined contribution pension scheme for employees born from 1963.

The cost of the defined benefit pension

Note 2
Significant accounting judgements, estimates and assumptions

scheme and the present value of the pension obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at the reporting date. Please see note 17 for details of the assumptions used in the actuarial valuation of defined benefit pension obligations, and a sensitivity analysis for significant financial assumptions.

5) Gross vs. net presentation

When evaluating the classification and presentation of revenue transactions with customers, management make judgement to what extent the Group in fact controls the specific goods and services before it is transferred to the customers. In making the judgement, management applies indicators set out in IFRS 15, of which key indicators are:

- is the Group primarily responsible for fulfilling the promise to provide the specified goods or services,
- does the Group have inventory risks before or after transferring goods or services to the customer,
- does the Group have discretion in establishing prices for the specific goods or services.

Following the detailed evaluation of these criteria, management is satisfied that the classification and presentation of revenue from sale of our various products and services are appropriate.

6) Determining the amortisation rate of cost to obtain contracts with customers

In determining which sales commissions represents incremental costs to obtain a contract, management evaluates the various type of sale commissions. A determining factor is to what extent the costs have led to a new contract being signed by the customer. Management also make judgment in determining the amortisation rate that provides the best match for the economic benefits the Group derives from these new contracts. A detailed analysis has been carried out to identify how long the various customers remain with the signed contract before cancelling the contract. Following the detailed review and evaluation of the historical behavior of these customers, management is satisfied that the amortisation method used provides the best allocation of these costs.

Note 3 Segment information

Disaggregation of revenue from contracts with customers

Operating segments are reported in a manner consistent with the internal financial reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors. The Board of Directors examines the Group's performance from a type of services perspective. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements.

The Group's reportable segments under IFRS 8 - "Operating Segments" are therefore as follows:

- Consumer segment - Sale of electrical power and related services to private consumers in Norway
- Business segment - Sale of electrical power and related services to business consumers in Norway
- Nordic segment - Sale of electrical power and related services to consumers in Finland and Sweden.

Information reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance is focused on the category of customer for each type of activity. No operating segments have been aggregated in arriving at the reportable segments of the Group. The principal categories of customers are direct sales to private consumers, business consumers and alliance partners.

The segment profit measure is adjusted operating profit which is defined as operating profit earned by each segment without the allocation of: acquisition related costs and other one-off items, estimate deviations from previous periods, unallocated revised net revenue, unrealised gains and losses on derivatives, impairment of intangible assets and cost to obtain contracts, depreciation of acquisitions, and change in provisions for onerous contracts. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance. The accounting policies of the reportable segments are the same as the Group's accounting policies.

All of the Group's revenue is from external parties and is from activities currently carried out in Norway, Sweden and Finland. There are no customers representing more than 10% of revenue.

The tables below is an analysis of the Group's revenue and profit by reportable segment. New growth initiatives comprise of other business activities (sale of EV chargers, PV panels, mobile services, power sale and related services to Alliance partners and payment solutions and strategic expenditures) which are not considered separate operating segments.

Note 3
Segment information

2024

NOK in thousands	Consumer	Business	Nordic	Total reportable segments	New growth initiatives	Total
Revenue adjusted**	5 462 173	4 837 978	1 363 536	11 663 688	340 566	12 004 254
Direct cost of sales adjusted	(4 618 743)	(4 280 536)	(1 135 982)	(10 035 262)	(176 283)	(10 211 545)
Net revenue adjusted	**843 430**	**557 442**	**227 554**	**1 628 426**	**164 283**	**1 792 709**
Personnel and other operating expenses adjusted	(434 149)	(255 021)	(146 727)	(835 897)	(124 046)	(959 943)
Depreciation and amortisation adjusted	(149 771)	(30 207)	(74 892)	(254 870)	(8 883)	(263 753)
Total operating expenses adjusted	**(583 920)**	**(285 228)**	**(221 619)**	**(1 090 767)**	**(132 929)**	**(1 223 696)**
Operating profit adjusted	**259 510**	**272 214**	**5 935**	**537 659**	**31 354**	**569 013**
Other one- off items***						(13 278)
Unallocated revised net revenue						(12 615)
Depreciation of acquisitions *						(114 134)
Estimate deviations						16 136
Unrealised gains and losses on derivatives						(112 232)
Change in provisions for onerous contracts						92 914
Impairment of intangible assets and cost to obtain contracts						10 381
Operating profit (EBIT)						**436 181**

*Depreciation of acquisitions consists of depreciations of customer portfolios acquired seperately and recognised as intangible assets, and depreciations of customer portfolios and other intangible assets recognised as part of a business combination.

NOK in thousands	**2024**
TrønderEnergi Marked acquisition	(3 374)
Oppdal Everk Kraftomsetning acquisition	(965)
Vesterålskraft Strøm acquisition	(907)
Innlandskraft acquisition	(59 604)
Troms Kraft Strøm acquisition	(36 299)
Other customer acquisitions	(12 985)
Depreciation of acquisitions	**(114 134)**

** Refer to note 4 for a reconciliation of revenue from segments to reported revenue in the Consolidated statement of profit or loss.
*** Other one-off items consist of additional costs related to the migration of subsidiaries to the Group's IT platform and insourcing of the power trading function.

Note 3
Segment information

2023

NOK in thousands	Consumer	Business	Nordic	Total reportable segments	New growth initiatives	Total
Revenue adjusted**	7 409 534	7 706 514	1 873 940	16 989 988	332 907	17 322 895
Direct cost of sales adjusted	(6 588 585)	(7 157 803)	(1 667 498)	(15 413 886)	(176 011)	(15 589 897)
Net revenue adjusted	**820 949**	**548 711**	**206 442**	**1 576 102**	**156 896**	**1 732 998**
Personnel and other operating expenses adjusted	(468 820)	(251 824)	(114 829)	(835 473)	(120 915)	(956 388)
Depreciation and amortisation adjusted	(172 370)	(28 575)	(56 546)	(257 491)	(5 948)	(263 439)
Total operating expenses adjusted	**(641 190)**	**(280 399)**	**(171 375)**	**(1 092 964)**	**(126 863)**	**(1 219 827)**
Operating profit adjusted	**179 759**	**268 312**	**35 067**	**483 138**	**30 033**	**513 171**
Other one- off items						(6 434)
Depreciation of acquisitions *						(123 080)
Estimate deviations						(1 924)
Unrealised gains and losses on derivatives						(1 085 244)
Change in provisions for onerous contracts						1 048 166
Impairment of intangible assets and cost to obtain contracts						14 548
Operating profit (EBIT)						**359 202**

*Depreciation of acquisitions consists of depreciations of customer portfolios acquired seperately and recognised as intangible assets, and depreciations of customer portfolios and other intangible assets recognised as part of a business combination.

NOK in thousands	2023
TrønderEnergi Marked acquisition	(4 927)
Oppdal Everk Kraftomsetning acquisition	(1 275)
Vesterålskraft Strøm acquisition	(1 093)
Innlandskraft acquisition	(66 907)
Troms Kraft Strøm acquisition	(35 620)
Other customer acquisitions	(13 258)
Depreciation of acquisitions	**(123 080)**

** Refer to note 4 for a reconciliation of revenue from segments to reported revenue in the Consolidated statement of profit or loss.

Note 4 Revenue recognition

The following table summarises revenue from contracts with customers:

Revenue from segments

Over time:

NOK in thousands	**2024**	**2023**
Revenue - Consumer segment	5 436 686	7 340 946
Revenue - Business segment	4 785 337	7 650 047
Revenue - Nordic	1 357 623	1 873 940
Revenue - New growth initiatives	331 980	311 425
Total	**11 911 627**	**17 176 358**
At a point in time:		
Revenue - Consumer segment	25 487	68 588
Revenue - Business segment	52 642	56 467
Revenue - Nordic	5 913	-
Revenue - New growth initiatives	8 586	21 482
Total	**92 627**	**146 537**
Total revenue from segments	**12 004 254**	**17 322 895**

Other revenue

Over time:

NOK in thousands		
Estimate deviations	3 715	8 965
Unrealised gains and losses on derivative customer contracts	221 525	1 554 634
Total other revenue recognised over time	**225 240**	**1 563 599**
At a point in time:		
Other revenue - Nordic Segment*	-	34 104
Total other revenue recognised at a point in time	**-**	**34 104**
Total other revenue	**225 240**	**1 597 703**
Total revenue	**12 229 493**	**18 920 598**

* Other revenue - Nordic Segment is related to customers in the Nordic segment that have breached their agreement with Nordic Green Energy, where Nordic Green Energy is entitled to a termination fee.

Note 4
Revenue recognition

Sale of electricity

The Group supplies electricity to both private and corporate end-user customers pursuant to agreed upon rates. Services are billed on a rate/kWh for the total volume consumed per month. Pursuant to the terms of the agreement, the Group has the right to invoice the customer in an amount that directly corresponds with the value to the customer of the Group's performance to date, accordingly the Company recognises revenue based on the amount billable to the customer.

Electricity Procurement Services

The Group has contracts with 'alliance partner' customers to jointly procure electricity from Statkraft AS in Norway. Services are billed on a rate per kWh of electricity procured on behalf of the alliance partner. The rate stipulated in the contract with alliance partners is based on the market price for electricity in the Norway electricity wholesale market plus a fixed markup. The Group is the agent in this transaction as it does not have control over the electricity being procured on behalf of the 'alliance' customers and accordingly recognises revenue, over time, equal to the amount of the markup billed to the alliance partners.

In addition, the Group provides certain additional services, namely procurement of el-certificates, electricity purchase contracts and derivative forward contracts and options contracts on behalf of the alliance partner, all related to the electricity management strategy of the alliance partners. Services related to procurement of electricity and related instruments are billed on a rate per kWh of volume of electricity under contract. The rate stipulated in the contract with alliance partners is based on the market price for electricity and respective instruments in the Norway electricity wholesale market plus a fixed markup. Similar to procurement above, the Group is the agent in these transactions as it does not have control over the electricity being purchased and instruments being purchased on behalf of the 'alliance 'customers. Accordingly the Group recognises revenue, over time as these services are delivered, equal to the amount of the markup billed to the alliance partners.

The Group also provides invoicing, revenue reporting, collection and closely related services for some of the alliance partners. The fees depend on the type of service and can be fixed monthly, fixed annually and / or fixed fees per transactions. With respect to these deliveries the Group is not an agent and revenue is recognised, over time or at a point in time corresponding to the Group's performance obligations for respective services.

Subscription – mobile phone services

The Group offers mobile phone subscriptions to private consumers, and charges a fixed price per month for use of text messaging, call and data services. The customers pay a monthly fixed amount on each subscription and any unused data can be rolled over to the next month. The data that is rolled over can not exceed the total data amount indicated in the customers subscriptions. The customer is invoiced monthly in advance for the fixed amount, while any consumption not included in the fixed monthly price is invoiced in arrears. Data usage is accounted for as a separate performance obligation and fixed monthly fee is allocated to data services based on estimated expected cost plus margin.

Customers that have a contract for delivery of electricity with the Group, are also provided with a discount on their mobile phone subscription. In accordance with IFRS 15.82, the monthly discount is allocated exclusively to mobile phone services on a stand-alone selling price basis, as the same discount is also offered to other customers on a regular basis.

Revenue from messaging and call services are recognised in the month they are billed, reflecting the consumer's consummation of the services as the customer receives a fixed amount to use each month and cannot transfer unused amounts to the next period. Revenue from data is recognised over time reflecting the actual use of data by the customer. To the extent the customer do not use all of the data in a given period, the Group recognises a liability, unearned revenue, which is released to revenue as and when the customer consummate this data.

Other Services

Other services revenue consist primarily of revenues from:

- Insurance sales;
- Subscription revenue - tools; and
- Other miscellaneous products and services.

As it relates to insurance sales, the most significant judgment is determining whether the Group is the principal or agent for insurance sales made by the Group. The reported revenues from these transactions are made on a net basis because the performance obligation is to facilitate a transaction between the third party insurance company and end users, for which the Group earns a commission for connecting the customer with the insurance company and a markup for the invoicing and collection on behalf to the insurance company. Consequently, the portion of the gross amount billed to end users for premium that is remitted to the insurance company is not reflected as revenues.

Note 4
Revenue recognition

The Group charges a fixed fee for access to tools and these contracts are typically on a month-to-month basis (with no specified minimum term). Accordingly the Group recognises revenue for the monthly amount billable to the customer.

Contracts with Multiple Performance Obligations

The Group periodically enters into contracts, or multiple contracts at or near the same time, with its customers in which a customer may purchase a combination of Electricity services and other services, such as procurement solutions or professional services. These contracts include multiple promises that the Group evaluates to determine if the promises are separate performance obligations. Once the Group determines the performance obligations, the Group determines the transaction price, which includes estimating the amount of variable consideration to be included in the transaction price, if any. The Group then allocates the transaction price to each performance obligation in the contract based on a relative stand-alone selling price method or using the variable consideration allocation exception if the required criteria are met. The corresponding revenues are recognised as the related performance obligations are satisfied as discussed in the revenue categories above.

Cost to obtain Contracts

The Group capitalises commission expenses paid to external sales personnel that are incremental to obtaining customer contracts. The judgments made in determining the amount of costs incurred include whether the commissions are in fact incremental and would not have occurred absent the customer contract. Costs to obtain a contract are amortised over the expected period of benefit that has been determined to be approximately 36 months, presented as part of Depreciation and amortisation. These costs are periodically reviewed for impairment.

The following table summarises assets recognised from the cost to obtain a contract:

NOK in thousands	**2024**	**2023**
Balance as at 1 January	265 350	295 980
Additions	142 488	140 991
Amortisation during the year	(197 573)	(194 008)
Impairment*	10 381	14 548
Currency translation differences	1 886	7 840
Balance as at 31 December	**222 531**	**265 350**

*See note 18 for more details regarding impairment of cost to obtain contracts.

Contract Balances

The Group receives payments from its customers based on billing schedules established in each contract. Up-front payments and fees are recorded as deferred revenue upon receipt or when due, and may require deferral of revenue recognition to a future period until the Group performs its obligations under these arrangements. Amounts are recorded as accounts receivable when the Group's right to consideration is unconditional (when the customer obtains control of promised goods or services).

The Group does not assess whether a contract has a significant financing component if the expectation at contract inception is such that the period between payment by the customer and the transfer of the promised goods or services to the customer will be one year or less.

Note 4
Revenue recognition

The following tables present changes in the Group's contract assets and liabilities during the year ended 31 December, 2023 and 2024:

Contract assets

NOK in thousands	2024	2023
Balance as at 1 January	2 629 723	5 829 272
Revenue recognised from performance obligations satisfied in previous periods	3 715	8 965
New contract assets during the period less transfer to receivables	(1 106 753)	(3 230 575)
Currency and other effects	3 329	22 061
Balance as at 31 December	**1 530 015**	**2 629 723**

Contract liabilities

NOK in thousands	2024	2023
Balance as at 1 January	27 354	31 978
Revenue recognised that was included in opening balance	(27 354)	(31 978)
New contract liabilities less transfer to revenue	54 101	27 354
Balance as at 31 December	**54 101**	**27 354**

Transaction Price Allocated to Future Performance Obligations

IFRS 15 requires that the Group disclose the aggregate amount of transaction price that is allocated to performance obligations that have not yet been satisfied as 31 December 2024 and 31 December 2023. The guidance provides certain practical expedients that limit this requirement. Majority of the Groups contracts meet either of the following practical expedients provided by IFRS 15 and accordingly the Group has applied this practical expedient.

1. The performance obligation is part of a contract that has an original expected duration of one year or less.
2. The entity recognises revenue from its satisfaction of the performance obligations in the amount billable to the customer in accordance with paragraph B16 of IFRS 15.

Concentrations of Credit Risk

The Group does not have any customers that comprised more than 10% of the Group's revenue for year ended 31 December 2024 and 31 December 2023.

As of 31 December 2024 and 31 December 2023 the Group does not have significant customers that comprises more than 10% of accounts receivable.

Note 5 Direct cost of sales

NOK in thousands	2024	2023
Purchase of electrical power and el certificates	10 036 382	15 420 220
Other direct cost of sales	175 540	180 595
Change in provisions for onerous contracts	(92 914)	(1 048 166)
Unrealised gains and losses on derivative hedge contracts	333 574	2 639 877
Total direct cost of sales	**10 452 582**	**17 192 526**

Note 6 Financial assets and financial liabilities

The Group holds the following financial instruments:

Financial assets

NOK in thousands	Notes	2024	2023
Financial assets at amortised cost			
Trade receivables *	6(a)	808 601	1 360 019
Other non-current financial assets	6(a)	57 018	133 665
Cash and cash equivalents	6(d)	143 974	338 746
Derivative financial instruments and firm commitments			
Derivative financial instruments at fair value through profit or loss	7,8	1 081 473	1 281 063
Firm commitments	7,8	78 216	263 657
Total financial assets		**2 169 283**	**3 377 150**

* Excludes contract assets.

Financial liabilities

NOK in thousands	Notes	2024	2023
Liabilities at amortised cost			
Trade and other payables	6(b)	1 629 699	3 246 231
Overdraft facilities	6(c)	117 381	-
Interest-bearing short term debt	6(c)	85 000	368 700
Interest-bearing long term debt	6(c)	739 687	537 617
Lease liability- long term	24	63 993	40 945
Lease liability- short term	24	20 647	19 391
Derivative financial instruments and firm commitments			
Derivative financial instruments at fair value through OCI	7,8,9	3 594	(2 735)
Derivative financial instruments at fair value through profit or loss	7,8	978 569	1 366 362
Firm commitments	7,8	221 408	108 648
Total financial liabilities		**3 859 978**	**5 685 159**

Note 6
Financial assets and financial liabilities

Offsetting financial assets and financial liabilities:

Financial assets and liabilities are offset and the net amount is reported in the statement of financial position where Elmera currently has a legally enforceable right to offset the recognised amounts, and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. When offsetting financial assets and liabilities, the unit of account applied is the individual identifiable cash flows of the financial instruments. The unit of account for offsetting Electricity derivatives is thus monthly settlements of such derivatives.

The following table presents the recognised financial instruments that are offset.

2024
Financial assets

NOK in thousands	Gross amount	Gross amount set off	Net amount
Derivative financial instruments and firm commitments			
Electricity derivatives	1 164 225	(82 752)	1 081 473
Firm commitments	5 425	72 792	78 216
Total derivative financial assets and firm commitments	**1 169 650**	**(9 960)**	**1 159 689**

Financial liabilities

NOK in thousands	Gross amount	Gross amount set off	Net amount
Derivative financial instruments and firm commitments			
Electricity derivatives	1 064 915	(82 752)	982 163
Firm commitments	148 616	72 792	221 408
Total derivative financial liabilities and firm commitments	**1 213 531**	**(9 960)**	**1 203 571**

Financial Statement Impact:
The Group's financial instruments resulted in the following income, expenses and gains and losses recognised in the statement of profit or loss:

NOK in thousands	Notes	2024	2023
Interest from assets held at amortised cost		34 613	32 069
Interest expense from liabilites at amortised cost		(156 770)	(148 268)
Net impairment expense recognised on trade receivables*	6(a)	42 222	34 613
Unrealised gains and losses on derivative financial instruments **	4,5	(112 050)	(1 085 244)
Total net foreign exchange gains(losses) recognised in other financial items	11(b)	2 185	2 185
Total financial income and expense		**(189 799)**	**(1 164 645)**

* Impairment expense on trade receivables is recognised as "Other operating expenses" in the Consolidated statement of profit or loss.
** Unrealised gains and losses on derivative financial instruments are recognised in a) Revenue - when the derivative instrument is a financial customer contract (see note 4), or b) Direct cost of sales - when the derivative instrument is purchased for the purpose of hedging physical or financial customer contracts (see note 5).

6(a) Trade receivables and Other non-current financial assets

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If collection of the amounts is expected in one year or less they are classified as current assets. Trade receivables are generally due for settlement within 30 days. No interest is charged on outstanding trade receivables, unless it is past due date.

The Group always measures the loss allowance for trade receivables at an amount equal to lifetime expected credit loss (ECL). For customers in the business segment, the expected credit losses on trade receivables are estimated using a provision matrix by grouping trade receivables based on reference to past default experience for the group of customers. For customers in the consumer segment, the expected credit losses on trade receivables are estimated by an individual assessment of each specific customer performed by the Group's Debt Collection Service provider. The customer's current financial position, adjusted for factors that are specific to the customers', general economic conditions of the industry in which the customers operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date, are all factors that are taken into account when measuring ECL.

There has been no changes in the estimation techniques or significant assumptions made during the year.

The Group writes off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings, or when the trade receivables are over one years past due, whichever occurs earlier. The trade receivables that have been written off are still subject to collection processes.

The following table details the risk profile of trade receivables based on the Group's provision matrix.

2024					**Loss allowance provision - Days past due**			
NOK in thousands	**Current**	**31-60 days**	**61-90 days**	**91-120 days**	**121-180 days**	**More than 180 days**	**Total**	**Gross nominal amount**
Trade receivables - Power sales - Consumer customers	771	204	173	108	434	7 157	8 846	141 171
Trade receivables - Power sales - Business customers	1 488	1 732	2 144	781	4 164	35 874	46 183	720 659
Trade receivables - Mobile sales - Consumer customers	-	-	33	25	37	464	559	2 006
Total Loss allowance provision	**2 259**	**1 936**	**2 350**	**914**	**4 635**	**43 495**	**55 589**	**863 837**

2023					**Loss allowance provision - Days past due**			
NOK in thousands	**Current**	**31-60 days**	**61-90 days**	**91-120 days**	**121-180 days**	**More than 180 days**	**Total**	**Gross nominal amount**
Trade receivables - Power sales - Consumer customers	2 514	252	100	592	197	7 116	10 772	216 335
Trade receivables - Power sales - Business customers	1 128	123	1 220	6 891	1 113	18 482	28 957	1 181 583
Trade receivables - Mobile sales - Consumer customers	-	-	38	34	48	97	217	2 047
Total Loss allowance provision	**3 642**	**374**	**1 359**	**7 517**	**1 358**	**25 695**	**39 947**	**1 399 965**

6(a)
Trade receivables and Other non-current financial assets

The following table shows the movement in lifetime ECL that has been recognised for trade receivables in accordance with the simplified approach set out in IFRS:

NOK in thousands	**2024**	**2023**
Opening balance, 1 January	39 947	49 408
Loss allowance recognised in profit or loss for the period	14 815	(10 245)
Currency translation difference	474	784
At 31 December	**55 235**	**39 947**

During the year, the following gains/(losses) were recognised in profit or loss in other expenses in relation to impaired receivables:

NOK in thousands	**2024**	**2023**
Receivables written off	41 888	53 174
Movement in provision for impairment	14 815	(10 245)
Received payment on previously written off receiavbles	(14 481)	(8 316)
Net impairment expense recognised on trade receivables	**42 222**	**34 613**

Other non-current financial assets

The other non-current financial assets in the consolidated statement of financial position comprise of the following:

NOK in thousands	**2024**	**2023**
Loans to employees*	5 423	10 837
Capitalised transaction costs**	28 996	2 504
Other	22 599	120 324
Total	**57 018**	**133 665**

* Loans to employees include next year's installments. Instalments in 2025 amount to NOKt 634.
** Transaction costs related to establishing the RCF, the guarantee facility and the overdraft facility, see more details in note 6(c).

6(b) Trade and other payables

Current liabilities

NOK in thousands	2024	2023
Trade and other payables	1 629 699	3 246 231

Trade and other payables are unsecured and are usually paid within 30 days of recognition.

The Group's main supplier is Statkraft Energi AS. Of the total Trade and other payables at 31 December 2024 the outstanding balance with Statkraft Energi AS was NOKt 1 241 798 (31 December 2023: NOKt 2 712 546). The payment terms of the Group's power purchase agreement with Statkraft Energi AS are 45-days with agreed intention to pay before due date in order to reduce credit exposure and interest cost. In addition, the agreement in Norway includes a right for the Group to postpone payments for an additional 15 days if prices exceed an agreed upon price level. The power purchases under this agreement are invoiced monthly in arrear and are interest bearing. The agreement expires on 30 April 2025.
From 1 May 2025 the Group will insource physical trading which will replace Statkraft Energi AS's role as a trading partner. The Group will still conduct power purchase from Statkraft Energi AS through a new bilateral agreement in addition to Nordpool and other bilateral partners.

Fair value of trade and other payables
The carrying amount of trade and other payables are considered to be the same as their fair values due to their short-term nature.

6(c) Credit facilities

NOK in thousands	Effective interest rate	2024	2023
Term loan	NIBOR 3 months + 2,25 %	828 750	632 475
Revolving credit facility	NIBOR 3 months + 2,25 %	-	275 000
Total principal amounts		**828 750**	**907 475**

Credit facilities agreement
Elmera Group ASA entered into a new credit facilities agreement on 23 September 2024. The credit facilities agreement is facilitated by DNB Bank ASA, acting as the agent for a syndicate comprising DNB Bank, Danske Bank, Swedbank and Sparebanken Vest. Upon completing the new credit facilities agreement, the Group fully repaid the Term Loan and the Revolving Credit Facility.

The new facilities agreement includes the following facilities;

- a NOKt 850 000 term loan facility
- a NOKt 5 200 000 revolving credit facility
- a NOKt 2 000 000 guarantee facility

The Term Loan - NOKt 850 000
The Group drew NOKt 850 000 upon the Term Loan Facility at commencement date for the purpose of refinancing existing debt. The termination date of the loan is in September 2027, with an option to extend the termination date by two periods of twelve months. The Term Loan is to be repaid in quarterly repayments of 2,5 % of the original amount of the Term Loan, with the remainder being repaid in full on the termination date. The reference interest rate is NIBOR.
The loan instalments of NOKt 85 000 that are due within the next twelve months are reported as short term interest-bearing debt in the statement of financial position.

The Revolving Credit Facility - NOKt 5 200 000
The undrawn Revolving Credit Facility is available up until one month before the termination date. The termination date is in September 2027, with an option to extend the termination date by two periods of twelve months. Any repaid drawings on the facility are available for re-drawing. Part of the Revolving Credit Facility can be carved out as ancillary facility. The Group has carved out an overdraft facility of NOKt 1 500 000, see section below.

As of 31 December 2024, the Group has not drawn upon the remaining Revolving Credit Facility.

6(c)
Credit facilities

The Overdraft Facility - NOKt 1 500 000
The Group has carved out an Overdraft Facility from the Revolving Credit Facility, which is available one year from the agreement date in September 2024. The Overdraft Facility will be renewed for another year unless the Group requests otherwise.

At 31 December 2024 a total of NOKt 117 381 is drawn upon the Overdraft Facility.

The Guarantee Facility - NOKt 2 000 000
The purpose of the Guarantee Facility is the issuance of guarantees and letters of credit for the general corporate and working capital purpose of the Group, hereunder gurantees related to re-invoicing agreements with grid owners, property rental agreements etc. The termination date of the Guarantee Facility is in September 2027, with an option to extend the termination date by two periods of twelve months.

At 31 December 2024 guarantees of total NOKt 1 960 276 are issued under the Guarantee Facility.

Security
The Group's trade receivables have been pledged as security for all credit facilities under the new facilities agreement.

Transactions costs
Transactions costs related to the establishment of the new Term Loan Facility amount to a total of NOKt 4 053 and are recognised as part of amortised cost of the Term loan. Transaction costs related to the establishment of the Revolving Credit Facility and the Guarantee Facility amount to a total of NOKt 30 244 and are amortised on a straight line basis. The amortisation period runs from the date of the new credit facilities agreement until the termination date.

Financial covenants
Under the new Credit Facility Agreement, the following covenants apply:

- The Drawn RCF Debt Percentage[1] does not exceed 80 per cent at any time;
- Leverage[2] at all times is less than 2.00:1; and
- Liquidity[3] at all times shall be at least NOK 500,000,000.

The Group is in compliance with the covenants at the end of this reporting period.

1) Drawn RCF Debt Percentage is defined as the Drawn RCF Debt as a percentage of the Adjusted Accounts Receivables at that time. Adjusted Accounts Receivables is defined as Accounts Receivables and Accrued Receivables of the Group relating to electricity sales, deducted for loss provisions according to the Group's procedures. VAT is added in the part of Accounts Receivables that have been delivered but not invoiced.
2) Leverage is defined as the ratio of Total Long-Term Interest- Bearing Debt to Adjusted EBITDA. Adjusted EBITDA is defined as reported EBITDA less any interest cost under the Revolving Facility and the Statkraft Agreement accrued during the Relevant Period.
3) Liquidity is defined as the aggregate of any undrawn and available Revolving Facility Commitments and any Cash and Cash Equivalents.

6(c)
Credit facilities

Liabilities from financing activities

NOK in thousands	Interest-bearing long term debt	Interest-bearing short term debt*	Lease liability	Overdraft facilities	Total
Balance at 1 January 2023	**629 169**	**368 700**	**69 761**	**534 112**	**1 601 741**
Cash flows	(93 700)	-	(20 606)	(534 112)	(648 418)
New leases	-	-	11 077	-	11 077
Foreign exchange adjustments	-	-	105	-	105
Other changes	2 149	-	-	-	2 149
Balance at 31 December 2023	**537 617**	**368 700**	**60 336**	**-**	**966 653**
Balance at 1 January 2024	**537 617**	**368 700**	**60 336**	**-**	**966 653**
Cash flows	196 275	(275 000)	(17 489)	117 381	21 167
New leases	-	-	41 867	-	41 867
Foreign exchange adjustments	-	-	(74)	-	(74)
Other changes	5 795	(8 700)	-	-	(2 905)
Balance at 31 December 2024	**739 687**	**85 000**	**84 640**	**117 381**	**1 026 707**

** Includes instalments on term loans due within 12 months (NOKt 85 000)*

6(d) Cash and cash equivalents

Current assets

NOK in thousands	2024	2023
Cash at bank and in hand	143 974	338 746
Total	**143 974**	**338 746**

The above figures equals the amount of cash shown in the statement of cash flows at the end of the financial year.

Classification as cash equivalents
Term deposits are presented as cash equivalents if they have a maturity of three months or less from the date of acquisition and are repayable with 24 hours notice with no loss of interest.

Restricted cash
Please refer to note 23 for information about restricted cash.

Note 7 Fair value measurement of financial instruments

This note explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standards. An explanation of each level follows underneath the table.

Recurring fair value measurements At 31 December 2024

NOK in thousands	Level 1	Level 2	Level 3	Total
Financial assets				
Derivative financial instruments	-	1 082 016	77 673	1 159 689
Total financial assets at fair value	**-**	**1 082 016**	**77 673**	**1 159 689**
Financial liabilities				
Derivative financial instruments	-	1 125 730	77 841	1 203 571
Total financial liabilities at fair value	**-**	**1 125 730**	**77 841**	**1 203 571**

Recurring fair value measurements At 31 December 2023

NOK in thousands	Level 1	Level 2	Level 3	Total
Financial assets				
Derivative financial instruments	-	1 433 738	110 982	1 544 720
Total financial assets at fair value	**-**	**1 433 738**	**110 982**	**1 544 720**
Financial liabilities				
Derivative financial instruments	-	1 358 890	113 384	1 472 275
Total financial liabilities at fair value	**-**	**1 358 890**	**113 384**	**1 472 275**

Note 7
Fair value measurement of financial instruments

There were no transfers between level 1 and 2 for recurring fair value measurements during the period. The Group's policy is to recognise transfers into and transfers out of fair value hierarchy levels at the end of the reporting period.

Level 1: The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and trading and available-for-sale securities) is based on quoted market prices at the end of the reporting period. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and relies as little as possible on entity-specific estimates. If all significant inputs required to fair value of an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs to a fair value valuation are not based on observable market data, the instrument is included in level 3.

Valuation techniques used to determine fair values

Specific valuation techniques used to value derivative financial instruments, in majority electricity derivatives, include present value of future cash flows based on forward power prices from Nasdaq Commodities at the balance sheet date. In the case of material long-term contracts, the cash flows are discounted at a discount rate calculated by using interest rates on Government bonds with matching maturities, added a risk premium of 0,2 percentage points. Valuation method is used for bilateral forward contracts and option contracts associated with purchase and sale of electricity. Key inputs to the valuation are expected power prices (Nordic system price and area prices in the power price areas in Norway, Sweden and Finland), contract prices and discount rates.

Level 3 inputs consist of expected power prices for delivery periods without an observable market price:

- Nordic system price for delivery periods beyond the next 10 calendar years,
- Area prices for price areas in Norway for delivery periods beyond the next 3 calendar years,
- Area prices for price areas in Sweden and Finland for delivery periods beyond the next 4 calendar years.

The Group does not hold electricity derivatives with maturities beyond the next 10 calendar years at 31 December 2024, hence all level 3 derivatives are long term area price contracts.

Note 7
Fair value measurement of financial instruments

Assets and liabilities measured at fair value based on level 3

At 31 December 2024

NOK in thousands	Assets	Liabilities	Total, net
Opening balance 1 January 2024	110 982	113 384	(2 402)
Transferred to level 2	(29 339)	(31 741)	2 402
Additions or derecognitions	-	-	-
Unrealised changes in value recognised in profit or loss	(3 970)	(3 803)	(167)
Closing balance 31 December 2024	**77 673**	**77 841**	**(167)**

Net realised gain (+) / loss (-) recognised in profit and loss 2024 **-**

Sensitivity analysis of factors classified to level 3

NOK in thousands	10 % reduction	10 % increase
Net effect from power prices	(73)	73

Fair value of other financial instruments
The Group also has financial instruments which are not measured at fair value in the statement of financial position. For the majority of these instruments, the fair values are not materially different to their carrying amounts, since the interest receivable/payable is either close to current market rates or the instruments are short-term in nature. A significant difference between fair value and carrying amout at 31 December 2024 has not been identified.

Note 8 Financial risk management objectives

The Group classifies the following categories of financial risks:

- Climate risk
- Market risk
- Credit risk
- Liquidity risk

Climate risk

In preparing Elmera Group's annual financial statements, a comprehensive evaluation of climate-related risks was conducted to accurately reflect the Group's financial position and outlook. This evaluation considered the potential impacts of physical risks, such as extreme weather events and shifts in climate patterns, as well as transition risks associated with the global move towards a low-carbon economy.

Physical risk involves costs associated with physical damage due to climate change. Elmera Group has very few assets that could be physically damaged as a consequence of climate change. The increased frequency of extreme weather conditions could result in significant damage to grid owners' infrastructure, which could affect Elmera Group's reputation in the event of prolonged power outages. The Group's exposure to physical risk is considered to be low.

Transitional risk involves economic uncertainty related to the transition to a low-emission society, and is divided into four categories: Technology, Market, Policy and Reputation.

As we are transitioning towards a low-emission society, the mix of production sources will change, which again can affect commodity prices. This is further described under "market risk – commodity prices".

Elmera Group is operating in a renewable industry and the demand for electricity is expected to increase going forward. Increased penetration of solar panels among consumers can reduce the customers' consumption of electricity through the electricity retailers, but also represents growth opportunities for the Group, as the Group is both a distribution channel of solar panels and facilitates solutions for i.a. insight and virtual storage of production. This area is an important focus area for the Group in the years to come.

The various aspects of climate risk mentioned above have been assessed for their potential influence on the recognition, measurement, depreciation profiles and impairment considerations of the Group's assets and liabilities, and it was concluded that, as of the current reporting period, climate-related risks do not have material effects on the Group's financial statements.

The Group's ESG-report contains more information about climate risk and how these are managed.

Market risk

Market risk is the risk of losses arising from movements in market prices. The Group is primarily exposed to the market risks of changes in commodity prices, climate risk, interest rates, security prices and foreign currency exchange rates.

Market risk – commodity prices

The commodity price risks related to sales of electricity to end-users are primarily related to market prices for electricity, but also to market prices of el-certificates and guarantees of origination (GoOs).

The market price for electricity (spot price) is the hourly price from the Nordic power exchange Nord Pool Spot. The group is selling electricity in all 10 price areas in Norway, Sweden and Finland. The spot price is determined by Nord Pool Spot within each of these price areas by the balance between demand and supply.

Different factors have contributed to high price volatility for a sustained period. These include geopolitical conditions and the transition to renewable energy production that bring more unregulated power into the system. The new normal is characterised by higher price volatility than before the energy crisis in 2022.

Production will vary according to weather conditions such as wind and solar and will also affect the demand side through increased temperature. Climate change therefore affects key factors such as price and volume. Climate changes drive regulation and increased reporting requirements, as well as the demand for products such as solar panels and guarantees of origin. The Group's ESG-report contains more information about climate risk and how these are managed.

When selling electricity to end users the Group offers a large scale of different product types with different pricing structures. The product types vary from spot-priced products to variable price and fixed price contracts where the sales price is set for the duration of contract.

The different product types expose the Group to different risks, including price risk, profile risk, and volume risk. Profile risk arises when using standardised electricity derivatives, where the contractual price is fixed for all hours during the contractual period, to hedge power sales in the retail market where power prices vary from hour to hour throughout the day and week.

The majority of end-user-sales in Norway are from spot-priced product types, where there is no price-, profile- or volume risk. Variable price contracts offer the customers the predictability of a fixed price without a fixed volume. The price in the variable price products in the consumer segment can be changed with a 30 days' notice period. In the business segment the notice period is seven

Note 8
Financial risk management objectives

days. In the Consumer segment, the Group is going through a soft phase-out of these contracts and year-end 2024 this contract type represents less than 5 % of the customers in the segment.

A portion of end-user sales in the Nordic segment are at fixed price contracts. The volume of fixed price power contracts has decreased during the year due to a phase-out of the product and movement towards spot-based products for new customers. These legacy fixed price contracts were contracts without fixed volume, exposing the Group to both price-, profile-, and volume risks. The Group ended new sales of this type of fixed price contracts in the Nordic segment during the first quarter of 2022 and is still in a phase-out period. Since then, new sales of fixed price contracts are contracts where the customer carries the price-, profile-, and volume risks.

The Group offers large business customers and Alliance partners to enter into financial power contracts, enabling them to utilise the market for financial trading of electricity to hedge the price risks in (parts of) their electricity purchases and/or sales. Any financial derivative sold to a business customer is hedged back-to-back by purchasing a corresponding financial derivative from a third party, thus any price or volume risk on these financial customer contracts is eliminated. The Group's financial electricity trade is mainly conducted through agreed bilateral frameworks.

When selling electricity to end users in Norway and Sweden, the Group is required to purchase el-certificates. Further, when selling electricity on products including guarantees of origination, the Group is required to purchase GoOs. To manage risk exposure towards fluctuations in el-certificate and GoO market prices, the Group purchases el-certificates and GoOs, either in the spot market, or by purchasing forward contracts. The forward contracts are contracts with physical delivery, accounted for as own-use contracts, hence they are not recognised in the statement of financial position.

Market risk – interest rates

The Group's exposure to interest rate risk arises from variable rate credit facilities. The long term loans, the revolving credit facility, the guarantee facility and the overdraft facility described in note 6(c), are all variable rate facilities. In addition, interest rate risk is related to short-term trade payables towards Statkraft related to purchase of electricity, and short-term receivables for customers who choose to extend their payment terms. Variable rate credit facilities, trade payables, and trade receivables expose the Group to cash flow interest rate risks. The Group has set out parameters to actively monitor this risk going forward.

Market risk – security prices

The Group is indirectly exposed to security price risk through its defined employee benefit obligations where parts of the pension plan assets are invested in securities. This risk is managed through investment in diversified portfolios managed by external insurance companies. For further disclosure on fair value of plan assets and risk exposure related to employee benefit obligations, please refer to note 17.

Market risk – foreign exchange rates

Following the acquisition of Switch Nordic Green AB, the Group increased its exposure to foreign exchange risk (primarily the Swedish Krone and the Euro). The acquisition was financed by a term loan denominated in NOK, and cash in hand.

The Group's operations however still have limited exposure to foreign exchange currency fluctuations, as the vast majority of local revenues, operating expenses and financial expenses are denominated in local currency. Through its agreement with Statkraft, the Group has the opportunity to conduct all of its physical and financial purchase of electricity in local currency.

Derivatives

All financial electricity derivatives are either financial customer contracts, or purchased for the purpose of hedging physical or financial customer contracts. Hence derivatives are only used for economic hedging purposes and not as speculative investments. However, where derivatives do not meet the hedge accounting criteria, they are classified as 'held for trading' for accounting purposes and are accounted for at fair value through profit or loss. Derivatives are presented as current assets or liabilities to the extent they are expected to be settled within 12 months after the end of the reporting period. The Group's accounting policy for hedges are set out in note 9.

Note 8
Financial risk management objectives

The group has the following derivative financial instruments:

NOK in thousands	2024	2023
Derivative financial assets and firm commitments		
Designated as hedging instruments for accounting purposes		
Electricity derivatives - Customer contracts	228 357	118 924
Classified as held for trading for accounting purpose		
Electricity derivatives - Hedge contracts	159 244	444 722
Electricity derivatives - Customer contracts	693 872	717 417
Hedged item in fair value hedge		
Firm commitments	78 216	263 657
Total derivative financial assets and firm commitments	**1 159 689**	**1 544 720**
Derivative financial liabilities and firm commitments		
Designated as hedging instruments for accounting purposes		
Electricity derivatives - Hedge contracts	3 594	(2 735)
Electricity derivatives - Customer contracts	85 166	273 933
Classified as held for trading for accounting purpose		
Electricity derivatives - Hedge contracts	451 050	401 027
Electricity derivatives - Customer contracts	442 353	691 402
Hedged item in fair value hedge		
Firm commitments	221 408	108 648
Total derivative financial liabilities and firm commitments	**1 203 571**	**1 472 275**

Note 8
Financial risk management objectives

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. As of 31 December 2024, the Group's maximum exposure to credit risk without taking into account any collateral held or other credit enhancements, equals the carrying amount of the respective recognised financial assets as stated in the consolidated statement of financial position, see note 6.

Trade receivables consist of a large number of receivables on end-user customers, mainly households and business customers spread across diverse industries in Norway, Sweden and Finland. The Group uses external credit scoring systems to assess the potential customer's credit quality before accepting any new customer. The Group uses publicly available financial information and its own trading records to rate its business customers. Refer to note 6 for details of concentration of credit risk related to trade receivables.

In addition to invoicing electricity sales and other services provided to customers, the Group provides re-invoicing to customers in Norway related to grid rent on behalf of the grid owners ("gjennomfakturering"). This contributes to an increase in credit risk as the amount of trade receivables increases with the re-invoiced grid rent. However, the Norwegian power support scheme ("strømstøtteordningen") has to some extent reduced the amounts which are re-invoiced, and thus the related credit risk. The power support scheme has been revised by the Norwegian government and extended to include the year 2025. The Group is required to provide letters of credit to the grid owners, guaranteeing their settlement of re-invoiced grid rent. However, the grid owners are not required to reimburse the Group for any re-invoiced grid rent not settled by the customer.

The credit risk on bank deposits is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

Derivative financial contracts are traded either bilaterally with third party counterparties (mainly Statkraft), or customers (mainly large business customers and Alliance partners). Credit risk associated with derivative financial contracts with Statkraft (and other third parties) is considered to be limited as these counterparties are highly rated state-owned enterprises. The credit risk related to derivative financial contracts with customers is managed by mainly offering financial contracts to customers with a sufficient credit rating, or by requiring security from the customer in the form of a deposit or a letter of credit. If credit risk related to a derivative financial contract with a customer is considered to be material, this is reflected in the calculation of the fair value of the financial asset.

Liquidity risk

The Group manages liquidity risk by maintaining adequate cash reserves, bank overdraft facilities, guarantee facilities and reserve credit facilities, by continuously monitoring forecasts and actual cash flows, and by matching the maturity profiles of financial assets and liabilities. Electricity purchased under the Group's electricity purchase agreement with Statkraft, which is the Group's most significant purchase agreement, are invoiced monthly in arrear, with 45 credit days.

Details of additional undrawn facilities that the Group has at its disposal to further reduce liquidity risk are set out in note 6(c), Credit facilities.

Note 8
Financial risk management objectives

Liquidity risk tables
The following tables detail the Group's remaining contractual maturity for its non-derivative- and derivative financial liabilities. The tables have been drawn based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. All electricity derivatives are settled monthly in arrear.

Contractual maturities of non-derivative financial liabilities

31 December 2024

NOK in thousands	Less than 1 month	1-3 months	3 months to 1 year	1-5 years	5+ years	Total	Carrying amount
Trade and other payables*	1 629 699	-	-	-	-	1 629 699	1 629 699
Overdraft facilities	-	-	117 381	-	-	117 381	117 381
Interest-bearing short term debt**	-	21 250	63 750	-	-	85 000	85 000
Interest-bearing long term debt	-	-	-	743 750	-	743 750	739 687
Leasing liabilities	-	5 253	15 760	62 620	13 034	96 667	84 640
Total	**1 629 699**	**26 503**	**196 891**	**806 370**	**13 034**	**2 672 497**	**2 656 407**

* Ordinary trade and other payables are not interest bearing. However included in Trade and other payables are interest bearing trade payables related to the Group's electricity purchase agreement with Statkraft, the Group's main supplier of electrical power. This agreement allows for 45 credit days, of which the outstanding balance is interest-bearing from day 1. The Group also has the right to postpone the payments by an additional 15 days if prices exceed an agreed upon price level. The agreement expires on 30 April 2025. From 1 May 2025 the Group will insource physical trading which will replace Statkraft Energi AS's role as a trading partner. The Group will still conduct power purchase from Statkraft Energi AS through a new bilateral agreement in addition to Nordpool and other bilateral partners. At 31 December 2024, the interest bearing balance with Statkraft was NOKt 1 241 798 (31 December 2023 was NOKt 2 712 546).

** Interest-bearing short term debt includes the amounts of the term loan that are due within the next 12 months.

Contractual maturities of derivative financial liabilities

31 December 2024

NOK in thousands	Less than 1 month	1-3 months	3 months to 1 year	1-5 years	5+ years	Total	Carrying amount
Electricity derivatives - Hedge contracts	-	28 838	190 349	242 716	279	462 182	454 645
Electricity derivatives - Customer contracts	-	64 814	165 238	306 691	12 297	549 040	527 519
Firm commitments	-	-	111 483	120 067	4 213	235 763	221 408
Total	**-**	**93 652**	**467 070**	**669 474**	**16 789**	**1 246 985**	**1 203 571**

Note 9 Hedge accounting

Cash flow hedges of forecast power purchase transactions

The Group designates certain derivatives as hedges of a particular risk associated with the cash flows of highly probable forecast power purchase transactions (cash flow hedges).

Elmera Group sells retail electricity-contracts with different pricing structures. All electricity purchases are however made in the spot market. The majority of the customers have contracts where the price is based on spot market prices. The Group also offers fixed price contracts for a defined period, and variable price contracts with or without price ceiling.

In Norway, the price in the variable price products in the consumer segment can be changed with a 30 days notice period. In the business segment the notice period is seven days. The Group seeks to reduce price variability for a percentage of the future power purchases in Norway. This supports the commercial goal to reduce the number of price changes for the variable price products, and at the same time acknowledge the risk that the Group might not be fully able to follow the price curve in a market with reduced prices.

Due to increased volume of hedging activities for future power purchases, the Group implemented hedge accounting in 2021. Hedge accounting only applies to contracts entered into in accordance with the Groups risk management policy. Elmera uses different derivatives to reduce variability in future power purchases, depending on availability in the market. The Group has prepared formal hedge documentation for area price forward contracts and for combinations of system price forward contracts and EPAD forward contracts, that are all part of the same risk management strategy.

The Norwegian group entities purchase electricity in all five Norwegian price areas.

For all price areas the hedged item is defined as the first units of electricity purchased every hour, not already designated as a hedged item in another hedge. Since only a limited portion of the total purchase volume is hedged, actual purchase volume will be significantly higher than the hourly volume of the derivatives. Because of this there will not be any timing differences causing ineffectiveness.

Fair value hedge

The Group designates certain fixed price power sales contracts as fair value hedges of power price risk associated with certain firm commitments.

The fixed price power sales contracts which are the hedging instruments are customer contracts which contain terms that the customer will be financially settled for the difference between the agreed price and the spot price in the event of under-consumption. The contracts also include a choice of net cash settlement. As the contracts fails the own-use criteria under IFRS 9 the contracts are presented at fair value in the balance sheet in accordance with IFRS 9.

The firm commitments which are the hedged items are fixed price power purchase contracts, where the price is fixed for the delivery of a fixed volume in a fixed delivery period in a designated price area. These contracts do not qualify for recognition in the statement of financial position in accordance with IFRS 9 as they are entered into and continue to be held for the purpose of the receipt of power in accordance with the Group's expected purchase and should be accounted for as "own use" contracts. They do however meet the definition of a firm commitment and can be designated as hedged items in a fair value hedge according to IFRS 9.6.3

The objective of the economic hedging arrangements is to hedge the exposure to changes in the fair value of the fixed price purchase contracts.

The hedge ratio is 1:1 as the critical terms of the hedged items and the hedging instruments are identical. Credit risk associated with these contracts is considered immaterial. The fair value hedges are expected to be highly effective and there was no significant impact on the statement of profit or loss resulting from hedge ineffectiveness during the year.

In a fair value hedge the value change in unrealised gains or losses of the hedging instrument will meet the corresponding change in value of the hedged item and it is presented on the same line item in the statement of profit or loss. Ineffectiveness is recognised in profit or loss. Accumulated unrealised gains or losses on the hedged items are recognised as firm commitments in the line item Derivative financial instruments and firm commitments in the statement of financial position.

Note 9
Hedge accounting

The accounting implications of hedge accounting for the period are summarised in the tables below.

Cash flow hedges - Change in fair value of hedging instruments where hedge accounting is applied

NOK in thousands	2024	2023
Cash flow hedge of highly probable power purchase:		
Ineffective portion, recognised in P&L, total	-	5
Effective portion, recognised in OCI, total	(6 329)	73 424
Change in fair value - Cash flow hedges	**(6 329)**	**73 429**
Effective portion, recognised in OCI, net of tax (22 %)	(4 937)	57 270

Ineffective portion of changes in fair value of designated hedging instruments are recognised to Direct cost of sales in the statement of profit or loss. Effective portion of realised gains and losses on hedging instruments are reclassified from OCI and recognised to Direct cost of sales in the period they are realised.

Cash flow hedges - Fair value of hedging instruments where hedge accounting is applied
Cash flow hedge of highly probable power purchase in Norwegian price areas.

	Fair value of hedge instrument	Effective portion of change in fair value, recog-nised in OCI	Effective portion of change in fair value, recog-nised in OCI, net of tax	Ineffectiveness recognised in P&L	Hedged volume, subsequent quarter, in MWh	Hedged volume beyond subsequent quarter, in MWh
31 December 2024						
South Norway (NO1, NO2, NO5)	(835)	(835)	(651)	-	25 562	-
Trondheim (NO3)	(2 468)	(2 468)	(1 925)	-	21 206	-
Tromsø (NO4)	(291)	(291)	(227)	-	2 222	-
31 December 2024 - Total	**(3 594)**	**(3 594)**	**(2 804)**	**-**	**48 991**	**-**
31 December 2023						
South Norway (NO1, NO2, NO5)	270	270	211	-	21 641	-
Trondheim (NO3)	2 309	2 309	1 801	-	20 554	-
Tromsø (NO4)	156	156	122	-	2 137	-
31 December 2023 - Total	**2 735**	**2 735**	**2 133**	**-**	**44 332**	**-**

Note 9
Hedge accounting

Cash flow hedges - Hedging reserves

The table below shows a reconciliation of the hedging reserve in other comprehensive income related to cash flow hedges of forecast power purchase transactions.

NOK in thousands	2024	2023
Opening balance 1 January	2 133	(55 137)
Effective portion of unrealised change in fair value of hedging instruments	(22 330)	(68 642)
Realised (gains) and losses reclassified to profit or loss	16 001	142 064
Deferred tax	1 392	(16 153)
Closing balance 31 December	**(2 804)**	**2 133**

Note 9
Hedge accounting

Fair value hedges

NOK in thousands	Item in Statement of financial position	Nominal amounts, hedged volume in MWh	Carrying amount at end of period	Accumulated fair value adjustment of the hedged items at end of period	Changes in fair value used for calculating hedge ineffectiveness
2024					
Hedged items:					
Fixed price purchase contracts (Firm commitments)	Derivative financial instruments and firm commitments (assets)	736 937	78 216	78 216	(185 441)
	Derivative financial instruments and firm commitments (liabilities)	1 129 247	(221 408)	(221 408)	(112 760)
Hedging instruments:					
Fixed price sales contracts (Electricity derivatives)	Derivative financial instruments and firm commitments (assets)	1 167 046	228 357	-	109 433
	Derivative financial instruments and firm commitments (liabilities)	699 137	(85 166)	-	188 767
2023					
Hedged items:					
Fixed price purchase contracts (Firm commitments)	Derivative financial instruments and firm commitments (assets)	1 407 953	263 657	263 657	263 657
	Derivative financial instruments and firm commitments (liabilities)	958 610	(108 648)	(108 648)	(108 648)
Hedging instruments:					
Fixed price sales contracts (Electricity derivatives)	Derivative financial instruments and firm commitments (assets)	942 889	118 924	-	118 924
	Derivative financial instruments and firm commitments (liabilities)	1 423 674	(273 933)	-	(273 933)

Fair value hedges - contractual maturities of hedged volumes in hedging instruments

Hedged volumes in MWh	0 - 3 months	3 - 12 months	1 - 5 years	5 + years	Total
31 December 2024 Fixed price sales contracts (Electricity derivatives)	159 898	536 385	1 166 036	3 865	1 866 184
31 December 2023 Fixed price sales contracts (Electricity derivatives)	141 613	484 567	1 591 371	149 010	2 366 561

Note 10 Personnel expenses

NOK in thousands	2024	2023
Salaries	362 292	348 669
Social security	59 636	55 354
Pension expenses	42 891	38 854
Other benefits	16 875	13 950
Gross personnel expenses	**481 695**	**456 828**
- Capitalised R&D costs	(14 834)	(2 206)
Total personnel expenses	**466 861**	**454 622**
Number of full-time equivalents (FTEs) as of 31 December	**431**	**434**

For information regarding pension schemes please refer to note 17.
For information regarding management option program please refer to note 26.
For information regarding remuneration to executive management and Board of Directors please refer to note 22.

Note 11 Other operating expenses and other financial items

11(a) Other operating expenses

Other operating expenses

NOK in thousands	**2024**	**2023**
Sales and marketing costs	86 293	90 132
IT cost	139 304	146 469
Purchase of third- party services and external personnel	59 934	82 877
Net impairment expense on trade receivables and other losses	42 318	32 007
Professional fees *	109 534	123 962
Other operating costs	68 980	66 830
Total other operating expenses	**506 363**	**542 277**

* Includes legal fees, auditor, consultants.

Auditor's remuneration

NOK in thousands	**2024**	**2023**
Statutory audit - Deloitte	4 707	5 264
Other assurance services - Deloitte	583	396
Other non-assurance services - Deloitte	34	133
Total	**5 324**	**5 794**

11(b) Other financial items, net

NOK in thousands	**2024**	**2023**
Foreign exchange gain/(losses)	(283)	7 686
Other financial expenses	(12 323)	(12 241)
Total other financial items, net	**(12 605)**	**(4 555)**

Note 12 Income tax

Specification of tax expense recognised in statement of profit or loss

NOK in thousands	2024	2023
Tax payable on profit for the year	92 044	82 874
Adjustments to prior years tax payable	-	17
Adjustments to prior years deferred tax expense (income)	13	-
Change in deferred tax/(tax asset) from origination and reversal of temporary differences	(14 451)	(41 860)
Tax expense recognised in statement of profit or loss	**77 607**	**41 030**

Specification of current income tax liabilities

NOK in thousands	2024	2023
Tax payable on profit for the year	92 044	82 874
Tax payable on changes to profit for the previous year	-	(4)
Government grants (SkatteFUNN)	(495)	-
Adjustments prior years tax payable	(132)	41
Current income tax liabilities recognised in balance sheet	**91 417**	**82 910**

Reconciliation of statutory tax rate to effective tax rate:

NOK in thousands	2024	2023
Profit before tax	434 986	237 577
Income tax at statutory tax rate (22%)	**95 697**	**52 267**
Tax expense recognised in statement of profit or loss	77 607	41 030
Difference	**18 090**	**11 236**
Permanent differences	(27 552)	216
Change in deferred tax/(tax asset) from change in valuation allowance for deferred tax assets	9 462	(11 508)
Adjustments prior years tax payable	-	55
Difference	**(18 090)**	**(11 236)**

Note 12
Income tax

Specification of basis for deferred tax

NOK in thousands	2024 Norway	2024 Sweden & Finland	2024 Total	2023 Total
Fixed assets/intangible assets	153 273	114 327	267 600	360 340
Receivables	(20 029)	-	(20 029)	(26 291)
Pension liabilities	(3 283)	-	(3 283)	(22 958)
Cost to obtain contracts	99 999	-	99 999	132 963
Provisions for onerous contracts	-	(2 836)	(2 836)	(93 263)
Other current liabilities	(3 378)	-	(3 378)	(2 544)
Derivative financial instruments	(105)	(34 394)	(34 499)	72 100
Leasing liabilities	(4 296)	(77)	(4 373)	(3 215)
Other	31 941	-	31 941	17 138
Losses carried forward	(8 308)	(2 224 397)	(2 232 706)	(2 103 597)
Temporary differences	**245 814**	**(2 147 376)**	**(1 901 562)**	**(1 669 328)**
Tax rate	22%	20,6% / 20%		
Deferred tax/(tax asset)	54 079	(441 958)	(387 879)	(339 762)
Valuation allowance for deferred tax assets*	-	419 270	419 270	385 139
Deferred tax asset recognised in statement of financial position	**-**	**38 500**	**38 500**	**37 466**
Deferred tax recognised in statement of financial position	**54 079**	**15 812**	**69 891**	**82 843**
Net position	*(54 079)*	*22 687*	*(31 392)*	*(45 377)*

*** Valuation allowance for deferred tax asset**
There are significant tax losses carried forward in the entities in Sweden and Finland which were acquired as part of the Troms Kraft Strøm AS acquisition in 2020. A deferred tax asset related to the portion of these tax losses carried forward which are expected to be utilised by net taxable profit in the acquired businesses in Sweden (NOKt 24 902) and Finland (NOKt 13 598), was recognised as part of the purchase price allocation when accounting for the business combination. The deferred tax asset related to the remaining tax losses carried forward are not recognised in the statement of financial position at year end 2024.

Of the unrecognised deferred tax assets, NOKt 403 666 relates to losses carried forward in Sweden and NOKt 15 604 relates to losses carried forward in Finland. Tax losses in Finland may be carried forward for ten subsequent years. The tax losses carried forward in Finland are from the period between 2014 and 2024. Utilisation of the tax losses in Sweden is without time limitation.

Note 12

Income tax

Changes in deferred tax balances

2024 NOK in thousands	**1 January 2024**	**Changes recognised in statement of profit or loss**	**Changes recognised in other comprehensive income**	**31 December 2024**
Fixed assets/intangible assets	64 978	(16 366)	920	49 532
Receivables	(5 784)	1 378	-	(4 406)
Pension liabilities	(5 051)	2 358	1 971	(722)
Cost to obtain contracts	29 252	(7 252)	-	22 000
Provisions for onerous contracts	(838)	838	-	-
Other current liabilities	(560)	(183)	-	(743)
Derivative financial instruments	476	894	(1 392)	(23)
Leasing liabilities	(706)	(239)	-	(945)
Other assets	3 770	3 257	-	7 027
Losses carried forward	(40 160)	866	(1 034)	(40 327)
Total	**45 377**	**(14 451)**	**465**	**31 392**

2023 NOK in thousands	**1 January 2023**	**Changes recognised in statement of profit or loss**	**Changes recognised in other comprehensive income**	**31 December 2023**
Fixed assets/intangible assets	82 756	(19 136)	1 359	64 978
Receivables	(7 396)	1 612	-	(5 784)
Pension liabilities	(13 681)	1 718	6 911	(5 051)
Cost to obtain contracts	42 332	(13 080)	-	29 252
Provisions for onerous contracts	(10 770)	9 932	-	(838)
Other current liabilities	(1 125)	566	-	(560)
Derivative financial instruments	7 559	(23 237)	16 153	476
Leasing liabilities	(777)	70	-	(706)
Other assets	1 391	2 379	-	3 770
Losses carried forward	(35 000)	(2 685)	(2 476)	(40 160)
Total	**65 290**	**(41 860)**	**21 948**	**45 377**

Pillar Two

The OECD/G20 Inclusive Framework on BEPS addresses tax challenges from the digitalisation of the global economy. The Pillar Two model rules apply to multinational enterprises (MNEs) with annual revenue exceeding EUR 750 million, ensuring that a minimum 15% tax rate is paid in each jurisdiction where they operate.

Pillar Two introduces four key mechanisms:

- Qualified Domestic Minimum Top-up Tax (QDMTT)
- Income Inclusion Rule (IIR)
- Under Taxed Payments/Profits Rule (UTPR)
- Subject to Tax Rule (treaty-based, applying to certain cross-border transactions)

On 23 May 2023, the IASB amended IAS 12, clarifying its application to Pillar Two income taxes and introducing:

- A temporary exception to recognising and disclosing deferred tax assets and liabilities related to Pillar Two taxes.
- New disclosure requirements for entities affected by these rules.

The Group is within the scope of the OECD Pillar Two rules and applies the IAS 12 exception. The legislation became effective on 1 January 2024, making the Group liable for top-up taxes where the GloBE effective tax rate in a jurisdiction falls below 15%. However, based on the 2023 country-by-country reporting and 2024 financial data, the Group estimates that the effective tax rates in all jurisdictions where it operates exceed 15%.

The Group continues to monitor global Pillar Two developments to assess potential future impacts on its operations, financial position, and cash flows as more jurisdictions implement these rules.

Note 13 Earnings per share

Earnings per share is calculated as profit/loss allocated to shareholders for the year divided by the weighted average number of outstanding shares.

Basic earnings per share

	2024	2023
Profit/(loss) attributable to equity holders of the Group (NOK in thousands)	353 945	192 288
Total comprehensive income attributable to equity holders of the Group (NOK in thousands)	373 075	316 986
Weighted average number of ordinary shares outstanding	109 001 782	108 623 439
Earnings per share in NOK	**3,25**	**1,77**
Total comprehensive income per share in NOK	**3,42**	**2,92**
Share options (see note 26)	1 859 669	1 932 336
Diluted earnings per share in NOK	**3,19**	**1,74**
Dividend per share in NOK	**2,30**	**1,50**

Note 14 Property, plant and equipment

2024

NOK in thousands	Fixtures and equipment	Computer equipment	Construction in progress	Total
Accumulated cost 1 January 2024	19 589	30 495	-	50 085
Additions	-	10	3 586	3 596
Transferred from construction in progress	891	-	(891)	-
Currency translation difference	36	23	6	65
Accumulated cost 31 December 2024	**20 517**	**30 528**	**2 701**	**53 746**
Accumulated depreciation 1 January 2024	(16 279)	(28 488)	-	(44 769)
Depreciation for the year	(1 482)	(1 526)	-	(3 009)
Currency translation difference	(27)	(28)	-	(55)
Accumulated depreciation 31 December 2024	**(17 788)**	**(30 042)**	**-**	**(47 832)**
Carrying amount 31 December 2024	**2 729**	**486**	**2 701**	**5 913**

2023

NOK in thousands	Fixtures and equipment	Computer equipment	Construction in progress	Total
Accumulated cost 1 January 2023	19 313	29 813	90	49 216
Additions	-	566	62	627
Transferred from construction in progress	152	-	(152)	-
Currency translation difference	125	117	-	241
Accumulated cost 31 December 2023	**19 589**	**30 495**	**-**	**50 085**
Accumulated depreciation 1 January 2023	(14 226)	(26 790)	-	(41 017)
Depreciation for the year	(1 959)	(1 604)	-	(3 563)
Currency translation difference	(94)	(95)	-	(189)
Accumulated depreciation 31 December 2023	**(16 279)**	**(28 488)**	**-**	**(44 769)**
Carrying amount 31 December 2023	**3 310**	**2 006**	**-**	**5 315**

Useful life	8 years (or lease term if shorter)	3 years
Depreciation method	Straight line	Straight line

The Group has no stranded assets.

ELMERA GROUP

Note 15
Intangible assets

Non-current intangible assets

2024

NOK in thousands	Software and development projects	Construction in progress	Customer portfolios	Fixed price customer contracts*	Other intangible assets	Totalt non-current intangible assets excl. Goodwill	Goodwill	Total non-current intangible assets
Accumulated cost 1 January 2024	430 845	13 668	815 892	18 443	147 541	1 426 389	1 439 389	2 865 777
Additions - Purchase	1 364	54 003	-	-	-	55 367	-	55 367
Additions - Internally generated	7 716	2 659	-	-	-	10 374	-	10 374
Transferred from construction in progress	43 766	(43 766)	-	-	-	-	-	-
Government grants	-	(918)	-	-	-	(918)	-	(918)
Disposals**	-	-	-	(7 260)	-	(7 260)	-	(7 260)
Currency translation differences	328	(1 178)	9 582	422	1 396	10 550	8 683	19 233
Accumulated cost 31 December 2024	**484 019**	**24 468**	**825 474**	**11 605**	**148 936**	**1 494 502**	**1 448 071**	**2 942 574**
Accumulated depreciation 1 January 2024	(315 468)	-	(567 037)	(946)	(48 667)	(932 118)	-	(932 118)
Depreciation for the year	(44 424)	-	(106 826)	-	(7 427)	(158 677)	-	(158 677)
Disposals**	-	-	-	343	-	343	-	343
Currency translation differences	(158)	-	(4 764)	(17)	-	(4 938)	-	(4 938)
Accumulated depreciation 31 December 2024	**(360 049)**	**-**	**(678 627)**	**(620)**	**(56 094)**	**(1 095 390)**	**-**	**(1 095 390)**
Accumulated impairment 1 January 2024	(22 724)	-	-	(17 497)	-	(40 221)	-	(40 221)
Impairment for the year	-	-	-	-	-	-	-	-
Disposals**	-	-	-	6 917	-	6 917	-	6 917
Currency translation differences	-	-	-	(405)	-	(405)	-	(405)
Accumulated impairment 31 December 2024	**(22 724)**	**-**	**-**	**(10 985)**	**-**	**(33 709)**	**-**	**(33 709)**
Carrying amount 31 December 2024	**101 246**	**24 468**	**146 848**	**-**	**92 842**	**365 404**	**1 448 071**	**1 813 475**
Useful life	3 years		2-12 years	Up to 5 years	3 years			
Depreciation method	Straight line		Other/straight line	Other*	Straight line			

* Refer note 18 for more information regarding depreciation and impairment of fixed price customer contracts.
** Disposals are related to fixed price customer contracts being fully delivered.

Note 15
Intangible assets

Non-current intangible assets

2023

NOK in thousands	Software and development projects	Construction in progress	Customer portfolios	Fixed price customer contracts**	Other intangible assets	Totalt non-current intangible assets excl. Goodwill	Goodwill	Total non-current intangible assets
Accumulated cost 1 January 2023	382 472	9 446	799 668	36 676	145 888	1 374 151	1 418 775	2 792 926
Additions - Purchase	8 174	41 471	274	-	-	49 919	-	49 919
Additions - Internally generated	1 605	601	-	-	-	2 206	-	2 206
Transferred from construction in progress	37 983	(37 983)	-	-	-	-	-	-
Disposals***	-	-	-	(20 830)	-	(20 830)	-	(20 830)
Currency translation differences	612	132	15 950	2 596	1 652	20 943	20 613	41 556
Accumulated cost 31 December 2023	**430 845**	**13 668**	**815 892**	**18 443**	**147 541**	**1 426 389**	**1 439 389**	**2 865 777**
Accumulated depreciation 1 January 2023	(269 527)	-	(445 660)	(2 085)	(41 240)	(758 512)	-	(758 512)
Depreciation for the year	(45 560)	-	(115 731)	-	(7 427)	(168 717)	-	(168 717)
Disposals***	-	-	-	1 286	-	1 286	-	1 286
Currency translation differences	(382)	-	(5 646)	(147)	-	(6 175)	-	(6 175)
Accumulated depreciation 31 December 2023	**(315 468)**	**-**	**(567 037)**	**(946)**	**(48 667)**	**(932 118)**	**-**	**(932 118)**
Accumulated impairment 1 January 2023	(22 724)	-	-	(34 591)	-	(57 315)	-	(57 315)
Impairment for the year	-	-	-	-	-	-	-	-
Disposals***	-	-	-	19 544	-	19 544	-	19 544
Currency translation differences	-	-	-	(2 450)	-	(2 450)	-	(2 450)
Accumulated impairment 31 December 2023	**(22 724)**	**-**	**-**	**(17 497)**	**-**	**(40 221)**	**-**	**(40 221)**
Carrying amount 31 December 2023	**92 654**	**13 668**	**248 855**	**-**	**98 874**	**454 051**	**1 439 389**	**1 893 440**
Useful life	3 years		2-12 years	Up to 5 years	3 years			
Depreciation method	Straight line		Other*/ straight line	Other**	Straight line			

* Depreciations of customer portfolios has previously been calculated on basis of expected churn-profile of the customer portfolio. From 2023 the Group changed the deprectiation method on the majority of customer portfolios to a straight-line method as changing market conditions have made it difficult to estimate a churn-based depreciation pattern reliably. The effect of the change is an increased depreciation of approximately NOKt 25 900 in 2023. The effect on future periods is an increase in depreciation in 2024 and 2025 of approximately NOKt 41 000 and NOKt 30 800 respectively and a corresponding reduction in depreciation from 2026 and onwards.
** Refer note 18 for more information regarding depreciation and impairment of fixed price customer contracts.
*** Disposals are related to fixed price customer contracts being fully delivered.

Note 15 Intangible assets

Impairment of Goodwill and intangible assets with indefinite useful life

The Group has performed an impairment test of Goodwill and intangible assets with indefinite useful life as of 31 December 2024 in accordance with IAS 36, using the methods outlined in note 2. Goodwill as at 31 December 2024, has a total carrying value of NOKt 1 448 071 and intangible assets with indefinite useful life has a total carrying value of NOKt 87 272.

The allocation, for impairment-testing purposes, on cash-generating units of the significant amounts is shown in the table below:

	2024		2023	
NOK in thousands	Goodwill	Intangible assets with indefinite useful life	Goodwill	Intangible assets with indefinite useful life
Consumer segment	771 012	42 017	771 012	42 017
Business segment	353 235	19 250	353 235	19 250
Nordic segment	323 823	26 005	315 141	25 157
Total	**1 448 071**	**87 272**	**1 439 389**	**86 424**

Intangible assets with indefinite useful life are tradenames acquired as part of business combinations, which are included in Other intangible assets in the tables above.

The key assumptions on which management has based its determination of the recoverable amount are Weighted Average Cost of Capital (WACC), net revenue growth and operating expenditure growth.

Key assumptions – Consumer and Business segments
When calculating value in use for both Consumer and Business segments the weighted average cost of capital used was 11,79 % (2023: 10,8 %) and estimated growth rate in the terminal year was set at nominal 0,5 % (2023: 0,5 %).

For goodwill and intangible assets with indefinite useful life allocated to the Consumer and Business segments, the calculated recoverable amount significantly exceeds the carrying amount, and reasonably possible changes in key assumptions would not lead to impairment of the assets.

Key assumptions – Nordic segment
For the Nordic segment, country specific weighted average cost of capital used was 12,1 % for both Sweden and Finland (2023: 11,5 %).
Estimated growth rate in the terminal year was set at nominal 1,0 % (2023: 1,0 %).

Compound annual growth rate for net revenue was set at 5,9 % (2023: 11,8 %) and compound annual growth rate for operating expenditure was set at 6,7 % (2023: 5,3 %) in the five-year forecast.

For goodwill and intangible assets with indefinite useful life allocated to the Nordic segment, the calculated recoverable amount exceeds the carrying amount by NOKt 119 626.
An increase in WACC by 2,8 percentage points, a reduction in compound annual growth rate for net revenue of 2,1 percentage points or an increase compound annual growth rate for operating expenditure of 3,5 percentage points would decrease the recoverable amount below the carrying amount.

The key assumptions used in the estimates are associated with some uncertainty, however the headroom in the impairment test is significant.

Note 15 Intangible assets

Research and development
Development projects focus on preparing the company for future changes in the framework conditions, streamlining processes and future growth.
The work mainly concerns customer-related system projects. Of total R&D expenditure of NOKt 65 713, NOKt 16 623 has been expensed as other operating expenses and NOKt 49 091 has been recognised as R&D assets

It is expected that future earnings of ongoing R&D will correspond to expenses incurred.

Government grants
The Group has been awarded two government grants (SkatteFUNN) in 2024 which are carried forward in 2025.
One of the grants relates to a project regarding development of a plattform for local power production, storage and distribution.
The other grant relates to a project regarding development of fully automatic multi-load management in the private market.
The total grants of NOK 807 thousand will be booked as a reduction of the cost price of the related assets when approved.

Current intangible assets

2024

NOK in thousands	El-certificates	Guarantees of origination	Carbon credits	Total current intangible assets
Accumulated cost 1 January 2024	23	2 900	931	3 854
Additions - Purchase	4 584	105 789	4 212	114 584
Disposals*	(4 582)	(108 157)	(4 480)	(117 219)
Accumulated cost 31 December 2024	**26**	**530**	**663**	**1 219**
Carrying amount 31 December 2024	**26**	**530**	**663**	**1 219**

2023

NOK in thousands	El-certificates	Guarantees of origination	Total current intangible assets	Total current intangible assets
Accumulated cost 1 January 2023	54	301	408	763
Additions - Purchase	8 166	77 972	7 162	93 300
Disposals*	(8 198)	(75 372)	(6 639)	(90 209)
Accumulated cost 31 December 2023	**23**	**2 900**	**931**	**3 854**
Carrying amount 31 December 2023	**23**	**2 900**	**931**	**3 854**

* Disposals of El-certificates refers to amount of certificates being handed over to the government to offset el-certificate cancellation liability.
Disposals of Guarantees of origination (GoO) refers to amount of certificates redeemed as evidence of the origin of electricity generated from renewable energy sources.

Note 16 Share capital

Shareholders at 31 December 2024

	Number of shares	Nominal	Nominal value	Voting rights	Ownership
Folketrygdfondet	10 156 341	0,30	3 046 902	9,31 %	8,88 %
Gudbrandsdal Energi Holding AS	7 682 161	0,30	2 304 648	7,04 %	6,72 %
Verdipapirfondet Alfred Berg Gambak	4 596 010	0,30	1 378 803	4,21 %	4,02 %
Vpf DNB Am Norske Aksjer	4 262 927	0,30	1 278 878	3,91 %	3,73 %
Verdipapirfondet DNB SMB	3 593 322	0,30	1 077 997	3,29 %	3,14 %
J.P. Morgan SE	3 539 181	0,30	1 061 754	3,24 %	3,09 %
Verdipapirfondet Holberg Norge	3 400 000	0,30	1 020 000	3,12 %	2,97 %
Landkreditt Utbytte	2 745 000	0,30	823 500	2,52 %	2,40 %
Verdipapirfondet Sparebank 1 Utbytte	2 341 902	0,30	702 571	2,15 %	2,05 %
J.P. Morgan SE	2 286 552	0,30	685 966	2,10 %	2,00 %
Verdipapirfondet Storebrand Norge	2 114 441	0,30	634 332	1,94 %	1,85 %
HSBC Bank PLC	1 968 946	0,30	590 684	1,80 %	1,72 %
Fjarde AP-Fonden	1 900 000	0,30	570 000	1,74 %	1,66 %
Varde Norge AS	1 815 000	0,30	544 500	1,66 %	1,59 %
VJ Invest AS	1 789 431	0,30	536 829	1,64 %	1,56 %
Verdipapirfondet Sparebank 1 Norge Verdi	1 678 424	0,30	503 527	1,54 %	1,47 %
Vevlen Gård AS	1 450 000	0,30	435 000	1,33 %	1,27 %
Catilina Invest AS	1 414 483	0,30	424 345	1,30 %	1,24 %
Verdipapirfondet KLP AksjeNorge	1 215 476	0,30	364 643	1,11 %	1,06 %
The Bank of New York Mellon SA/NV	1 128 568	0,30	338 570	1,03 %	0,99 %
Others	48 037 614	0,30	14 411 284	44,02 %	42,01 %
Total outstanding shares	**109 115 779**		**32 734 734**	**100 %**	**95 %**
Treasury shares	5 236 021	0,30	1 570 806	0,00 %	4,58 %
Total shares in issue	**114 351 800**		**34 305 540**	**100 %**	**100 %**

Share capital and share premium

NOK in thousands	Share capital	Share premium	Total
31 December 2024	32 735	993 294	1 026 029
31 December 2023	32 601	993 294	1 025 896

Fully paid ordinary shares which have a par value of NOK 0.30 carry one vote per share and carry a right to dividends (except for treasury shares). All outstanding shares have equal voting rights and the right to receive dividend. For computation of earning per share and diluted earning per share see Note 13.

Treasury shares
In the second quarter of 2022 the Group initiated a share buyback program where a total of 5 717 590 shares were purchased, corresponding to 5 % of the share capital, for a total amount of NOKt 132 827.
The program's purpose is to: (i) fulfil obligations arising as a result of the Group's share option program, and (ii) to redeem (i.e. cancel) shares by way of a share capital decrease in the Company, subject to approval from the general meeting.
In 2024 a total of 444 168 treasury shares, corresponding to 0,39 % of the share capital, have been sold for a total amount of NOKt 8 467 .
The sales were initiated to fulfill obligations arising from the Group's share option program, and fees paid in shares to board members.

Note 16
Share capital

Shares and options owned/controlled by members of the Board of Directors, CEO and other members of the Executive Management (including related parties):

31 December 2024	Number of shares	Number of options
Rolf Barmen (President and Chief Executive Officer (CEO))	80 052	210 000
Henning Nordgulen (Executive Vice President (EVP) Finance (CFO))	60 000	50 000
Roger Finnanger (Executive Vice President (EVP) Business)	3 378	140 000
Arnstein Flaskerud (Executive Vice President (EVP) Strategy, Innovation, Sustainability and M&A)	50 760	140 000
Solfrid K. Aase (Executive Vice President (EVP) Alliance)	11 156	120 000
Solfrid Fluge Andersen (Executive Vice President (EVP) Power markets and energy supply)	5 171	120 000
Per Heiberg-Andersen (Executive Vice President (EVP) Nordic)	5 000	113 334
Magnar Øyhovden (Chief Executive Officer (CEO), Fjordkraft AS)	54 600	60 000
Jeanne K. Tjomsland (Executive Vice President (EVP) People, Culture and Communications)	26 028	96 667
Kari Marvik (Executive Vice President (EVP) IT (CIO))	-	30 000
Steinar Sønsteby (Chair of the Board)	20 599	-
Live Bertha Haukvik (Member of the board)	8 293	-
Heidi Theresa Ose (Member of the board)	4 458	-
Per Oluf Solbraa (Member of the board)	5 361	-
Anne Marit Steen (Member of the board)	7 958	-
Frank Økland (Member of the board, Employee representative)	1 533	-
Magnhild Uglem (Member of the board, Employee representative)	1 645	-
Stian Madsen (Member of the board, Employee representative)	3 293	-
Lisbet Nærø (Chair of the Nomination committee)	-	-
Atle Kvamme (Member of the Nomination committee)	-	-
Brede Selseng (Member of the Nomination committee)	-	-
Total	**349 285**	**1 080 001**

Terms and details for the management option program are outlined in note 26.

Note 17 Pension liabilities

Description of the pension schemes

Elmera Group's pension schemes have been established in accordance with local laws, and include both defined contribution plans and defined benefit plans. The pension schemes offered in the Norwegian companies in the Group are in line with the Act on Mandatory Occupational Pensions (Lov om obligatorisk tjenestepensjon).

Defined benefit plans

Defined benefit plans entitles members to defined future benefits. These are mainly dependent on the number of years of service, the salary level at retirement age and the size of benefits paid by the national insurance. Liabilities in defined benefit plans that are funded are covered through an insurance company.

The liability or asset recognised in the consolidated statement of financial position in respect of a defined benefit pension plan is the present value of the defined benefit obligation at the end of the reporting period, less the fair value of plan assets if the plan is funded. The defined benefit obligation is calculated annually by independent actuaries.

Defined contribution plans

Defined contribution plans are post-employment benefit plans under which an entity pays fixed defined contributions into a separate entity (a fund).

Pension schemes in the Norwegian group entities

Until the end of 2019 the Norwegian Group entities had a single defined benefit pension scheme in BKK Pensjonskasse covering all employees. As of 1.1.2020 all employees born in 1963 and later was transferred to a defined contribution pension scheme. Employees born before 1963 maintained their membership in defined benefit pension scheme, which at the same time was closed for new members. Members who were enrolled in the defined contribution pension plan received a paid-up policy for earned entitlements for the time they have earned rights in the defined benefit pension scheme if they had at least three years of service. When the group acquired the Innlandskraft-Group in 2020, the Group also took over the pension schemes for the employees in the companies Eidsiva Marked AS and Gudbrandsdal Energi AS. Eidsiva Marked AS was merged into Fjordkraft AS in 2021.

Defined contribution plan covering employees in Elmera Group ASA, Fjordkraft AS and Fjordkraft Mobil AS

At the end of 2024 the Group companies Elmera Group ASA, Fjordkraft AS and Fjordkraft Mobil AS have a defined contribution pension scheme covering a total of 343 active members and 4 pensioners. The contribution rates for the defined contribution plan are set to 5 per cent of salaries between 0 and 7,1 times G (where G is the National Insurance scheme basic amount, NOKt 124 in 2024), and 15 per cent of salaries between 7,1 and 12 times G.

The defined-contribution pension scheme also includes disability pension, spouse's pension and children's pension. In addition, Elmera has chosen to introduce the contractual pension agreement (CPA) scheme for private sector for those members who are enrolled in the defined contribution pension scheme. The agreement entitles members to benefits from the age of 62 until they are eligible for a national insurance pension when reaching the age of 67.

In addition to the above mentioned defined contribution plan (and if applicable the defined benefit pension plan described below), Senior Management are members of a defined contribution plan, enititeling them to additional annual contribution for salary exceeding 12 G.

Defined contribution plan covering employees in Gudbrandsdal Energi AS

The subsidiary Gudbrandsdal Energi AS have defined contribution pension schemes which at the end of 2024 are covering 23 active members. The contribution rates for the defined contribution plans are 6 per cent of salaries between 0 and 7,1 times G (where G is the National Insurance scheme basic amount, NOKt 124 in 2024), and 25,1 per cent of salaries between 7,1 and 12 times G. The pension schemes includes retirement pension, disability pension, spouse's pension and children's pension.

Defined benefit plans in BKK Pensjonskasse

At the end of 2024 the defined benefit pension scheme in BKK Pensjonskasse covers 9 active members, 84 pensioners and 558 deferred vested members. These numbers include employees previously employed by Eidsiva Marked AS (which were merged into Fjordkraft AS in 2021), whom have been transferred from KLP to BKK Pensjonskasse in 2022. This defined benefit pension scheme includes retirement pension, contractual pension agreement (CPA), disability pension, spouse's pension and children's pension. The scheme complies largely with the regulations enshrined in the Act on the Government Pension Fund. The liabilities are

Note 17
Pension liabilities

covered through the insurance company BKK Pensjonskasse.

The contractual pension agreement (CPA) for members of the defined benefit scheme covers a total of 8 active members and no pensioners. The agreement entitles staff to benefits from the age of 62 until they are eligible for a national insurance pension when reaching the age of 67. The CPA is an unfunded pension plan.

For those members who were transferred from the defined benefit scheme to the new defined contribution pension scheme at the beginning of 2020, an additional defined benefit plan was established to provide supplementary retirement pension to employees with a long employment time and a high age whom had their expected retirement pension reduced when being transferred out of the defined benefit scheme. This plan aims to counteract some of the effects that the introduction of life expectancy adjustment has had for public occupational pension schemes. The scheme applies to a closed group of employees. The supplementary allowance was set with final effect at the end of 2019, and the supplement constitutes a fixed percentage of the individual's pension basis up to the age of 66 years. This scheme will only provide benefits if the employees are at least 67 years old at retirement. The scheme covers a total of 26 active members and 0 pensioners at the end of 2024.

Defined benefit plans in KLP

The defined benefit plans in KLP is covering employees in Gudbrandsdal Energi AS. These defined benefit plans were closed to new members from July 2016. These funded schemes are public occupational pension schemes that ensures the pensioner 66% of final salary upon 30 years of service. Retirement age is 67 years. At the end of 2024 the defined benefit pension schemes still covers 1 active member, 2 pensioners and 9 deferred vested members. The pension schemes includes retirement pension, disability pension, spouse's pension and children's pension. The liabilities are covered through the insurance company KLP. The defined benefit plan covering employees previously employed by Eidsiva Marked AS (which were merged into Fjordkraft AS in 2021), have been transferred from KLP to BKK Pensjonskasse in 2022.

Pension schemes in Switch Nordic Green AB

The following pension schemes are applicable for the employees in SNG, who are either employed in Sweden or at the branch in Finland.

Defined contribution plans

Employees at SNG in Sweden are members of a defined contribution plan which at the end of 2024 covers a total of 23 active members. The contribution rates for the defined contribution plan are set to 5 per cent of salaries up until 7,5 times the Swedish Inkomstbasbelopp (IBB = The Swedish National Insurance scheme basic amount, where one IBB equals NOKt 77,5 in 2024), and 30 per cent of salaries between 7,5 and 30 times the IBB. The pension scheme includes retirement pension and disability pension.

Employees at SNGs branch in Finland are members of a statutory pension plan (TyEL) which includes retirement pension and disability pension and at the end of 2024 covers a total of 51 active members. The benefits are insured with an insurance company and determined to be defined contribution plans. The contribution rates for the defined contribution plan are set to 24,85 % of salaries, which includes the employee's share of the contribution that was 7,47 % at the end of 2024. Senior management in SNG Finland are entitled to additional defined contributions.

Risk exposure

Through its defined benefit occupational pension plans, the Group is exposed to a number of risks, the most significant are detailed below.

Asset volatility;

The plan liabilities are calculated using a discount rate set with reference to covered bonds ("Obligasjoner med fortrinnsrett"); if plan assets underperform this yield, this will create a deficit. All plans hold a significant portion of investments in equity instruments, which are expected to outperform corporate bonds in the long-term while providing volatility and risk in the short-term.

As the plans mature, the Group intends to reduce the level of investment risk by investing more in assets that better match the liabilities.

Changes in bond yields;

A decrease in corporate bond yields will increase plan liabilities, although this will be partially offset by an increase in the value of the plan's bond holdings.

Inflation risk;

Some of the Group's pension obligations are linked to salary inflation, and higher inflation will lead to higher liabilities (although in most cases, caps on the level of inflationary increases are in place to protect the plan against extreme inflation). The majority of the plan's assets are either unaffected by or loosely correlated with inflation, meaning that an increase in inflation will also increase the deficit.

Life expectancy;

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities.

At the end of this note, a table showing sensitivity analysis of the most significant assumptions is enclosed.

Note 17
Pension liabilities

Amounts recognised in statement of financial position:

NOK in thousands	31 December 2024	31 December 2023
Present value of funded obligations	366 373	350 529
Fair value of plan assets	437 874	381 407
Deficit for funded plans	**(71 501)**	**(30 878)**
Present value of unfunded obligations	71 636	56 784
Total deficit of defined benefit pension plans	**135**	**25 906**
Other employee benefit obligations	9 843	7 115
Employee benefit obligations recognised in Statement of financial position	**9 978**	**33 021**
Presentation in statement of financial position:		
Net plan assets of defined benefit pension plans	71 501	30 900
Net employee defined benefit plan liabilities	81 479	63 921
Employee benefit obligations recognised in Statement of financial position, net	**9 978**	**33 021**

Note 17
Pension liabilities

Amounts recognised in statement of profit or loss:

2024

NOK in thousands	Funded obligations	Non-funded obligations	Total
Accrued pension entitlement for the year	1 777	2 702	4 479
Payroll tax (PT)	238	377	615
Net interest expense / (income)	14 268	2 260	16 528
Expected return on plan assets	(15 830)	-	(15 830)
Settlement (gain) / loss recognised	-	-	-
Expenses paid	29	-	29
Members' contribution	-	-	-
Total amount recognised in profit or loss	**482**	**5 339**	**5 821**

2023

NOK in thousands	Funded obligations	Non-funded obligations	Total
Accrued pension entitlement for the year	1 670	2 700	4 370
Payroll tax (PT)	228	377	605
Net interest expense / (income)	12 960	1 978	14 938
Expected return on plan assets	(12 908)	-	(12 908)
Settlement (gain) / loss recognised	6 603	(6 603)	-
Expenses paid	34	-	34
Members' contribution	(171)	-	(171)
Total amount recognised in profit or loss	**8 415**	**(1 548)**	**6 867**

Note 17
Pension liabilities

Change in defined benefit obligation:

NOK in thousands	Present value of funded obligation	Fair value of plan assets	Total, funded obligations, net of plan assets	Present value of non-funded obligation	Total, net
At 1 January 2024	**350 528**	**381 407**	**(30 879)**	**56 785**	**25 906**
Accrued pension entitlement for the year	1 777	-	1 777	2 744	4 521
Payroll tax (PT)	238	-	238	377	615
Interest expense (income)	14 268	-	14 268	2 260	16 528
Return on plan assets	-	15 830	(15 830)	-	(15 830)
Actuarial gains and losses	10 864	29 296	(18 432)	9 472	(8 960)
Benefits paid	(8 700)	(7 497)	(1 203)	-	(1 203)
Contribution	-	21 411	(21 411)	-	(21 411)
Members' contribution	-	-	-	-	-
Expenses paid	-	(29)	29	-	29
Settlement (gain) / loss recognised	-	-	-	-	-
Payroll tax of contribution	(2 603)	(2 544)	(59)	-	(59)
At 31 December 2024	**366 373**	**437 874**	**(71 501)**	**71 636**	**135**

NOK in thousands	Present value of obligation	Fair value of plan assets	Total, funded obligations, net of plan assets	Present value of non-funded obligation	Total, net
At 1 January 2023	**361 631**	**355 132**	**6 499**	**64 211**	**70 710**
Accrued pension entitlement for the year	1 670	-	1 670	2 700	4 370
Payroll tax (PT)	227	-	227	377	604
Interest expense (income)	12 960	-	12 960	1 977	14 937
Return on plan assets	-	12 908	(12 908)	-	(12 908)
Actuarial gains and losses	(22 940)	2 597	(25 537)	(5 878)	(31 414)
Benefits paid	(7 266)	(6 525)	(741)	-	(741)
Contribution	-	19 347	(19 347)	-	(19 347)
Members' contribution	-	171	(171)	-	(171)
Settlement (gain) / loss recognised	6 603	-	6 603	(6 603)	-
Expenses paid	(2 189)	(2 223)	34	-	34
Payroll tax of contribution	(168)	-	(168)	-	(168)
At 31 December 2023	**350 528**	**381 407**	**(30 879)**	**56 785**	**25 906**

Note 17
Pension liabilities

Actuarial gains and losses recognised directly in Other comprehensive income (OCI)

NOK in thousands	**2024**	**2023**
Net actuarial gains/(losses) recognised in OCI during the year	6 989	24 504
Tax effects of actuarial gains/(losses) recognised in OCI	1 971	6 911

Significant actuarial assumptions	**2024**	**2023**
Discount rate	3,95 %	4,15 %
Salary growth rate	2,50 %	2,50 %
Expected growth in base social security amount (G)	3,25 %	3,50 %
Estimated return on plan assets	3,95 %	4,15 %
Pension growth rate	2,80 %	2,90 %
CPA withdrawal	25% when 62 yrs	25% when 62 yrs
Demographic assumptions	K2013BE	K2013BE
Voluntary retirement	Before 45 yrs - 4,5%	Before 45 yrs - 4,5%
	45 yrs - 60 yrs - 2,0%	45 yrs - 60 yrs - 2,0%
	Afte 60 yrs - 0%	After 60 yrs - 0%

* K2013BE is the insurance companies present best estimate based on The Financial Supervisory Authority of Norway's mortality table K2013 and Statistics Norway's present population projection.

Sensitivity of pension liabilities to changes in significant financial assumptions

	Change in pension cost		**Change in employee defined benefit obligations**	
NOK in thousands	1.00 %	-1.00 %	1.00 %	-1.00 %
Discount rate	(666)	841	(71 666)	93 724
Salary growth rate	284	(261)	5 608	(5 071)
Expected growth in base social security amount (G)	538	(454)	87 566	(68 322)

Note 17
Pension liabilities

Pension assets
Pension assets are invested in bonds and money-market placements issued by the Norwegian government, Norwegian municipalities, financial institutions and enterprises. Foreign currency bonds are hedged. Investments are made in both Norwegian and foreign shares. Any estimate deviation is distributed pro-rata between the individual asset categories.

At the end of 2024 the plan assets were invested as follows:

	Level 1	Level 2	Level 3		
NOK in thousands	Exchange listed prices	Observable prices	Non-observable prices	Total	%-share
Equity instruments	63 682	57 130	46 474	167 287	38%
Interest bearing instruments	19 789	246 559	1 162	267 509	61%
Real estate	-	-	3 078	3 078	1%
Total investments	**83 471**	**303 689**	**50 714**	**437 875**	**100%**

The total contribution to defined benefit plans for next annual reporting period is expected to be NOKt 19 050.

Note 18 Onerous contract provisions

Fixed price customer contracts
The Group has certain portfolios of fixed price power contracts with end user customers where the volume is not fixed, mainly in the Nordic segment. These customer contracts do not qualify to be recognised as financial instruments. Portfolios of Fixed price customer contracts acquired as part of business combinations are however recognised as intangible assets (refer note 15), and depreciated systematically over the contract lengths using a pattern that reflect how the acquisition value of the contracts are distributed over the remaining length of the contracts (up to five years) (cost model in IAS 38). Fixed price customer contracts, not acquired through a business combination, are not recognised in the statement of financial position, unless the contracts are identified as onerous contracts. Fixed price customer contracts are assessed as onerous contracts if the estimated unavoidable costs of purchasing the estimated power volumes to be delivered on these contracts exceed the fixed price to be received from the costumers.

The price risk related to fixed price customer contracts are hedged with portfolios of electricity derivatives which are recognised as derivative financial instruments and measured at fair value through profit and loss. The hedged forward power prices in the corresponding portfolios of derivative hedge contracts are not taken into consideration when estimating the contracts' unavoidable costs as hedge accounting is not applied.

The Group has recognised the following provisions for onerous contracts:

NOK in thousands	31 December 2024	31 December 2023
Onerous contract provisions - Non-current	1 297	68 383
Onerous contract provisions - Current	1 538	24 879
Onerous contract provisions - Total	**2 836**	**93 263**

When the onerous contracts are intended to be settled within 12 months of the reporting date, the provisions are presented as current. The difference between the change in onerous contracts provisions in the statement of financial position and the corresponding amount recognised in the statement of profit or loss (see table below) is due to currency translation differences.

The following table shows the movement in provisions for onerous contracts:

NOK in thousands	2024	2023
Opening balance 1 January	93 263	1 069 575
Release of provisions	(70 801)	(730 981)
New and changed provisions	(17 139)	(173 478)
Currency translation difference	(2 487)	(71 852)
Closing balance 31 December	**2 836**	**93 263**

Note 18
Onerous contract provisions

Financial statement impact of unrealised gains/losses:
The Group's portfolios of fixed price customer contracts and the corresponding portfolios of derivative hedge contracts resulted in the following unrealised effects recognised in the statement of profit or loss:

NOK in thousands	2024	2023
Impairment and provisions for onerous contracts:		
Change in provisions for onerous contracts	92 914	1 048 166
Impairment of intangible assets and cost to obtain contracts	10 381	14 548
Total depreciation, impairment and provisions for onerous contracts:	**103 295**	**1 062 714**
Unrealised gains and losses on derivatives related to fixed price customer contracts	(88 666)	(1 029 437)
Net unrealised gain/loss recognised in statement of profit or loss	**14 629**	**33 277**

Change in provisions for onerous contracts includes both release of provisions for (parts of) contracts which have been delivered in the period, and change in provisions for new and remaining contracts. Forward market prices decreased significantly during 2024.
The remaining volume of fixed price power contracts has also decreased due to a movement towards spot based products for new customers and existing fixed price customer contracts being delivered. These effects have lead to a decrease in provisions for onerous contracts and the unrealised gains on the corresponding portfolios of derivative hedge contracts.

Market conditions in 2022, with high and volatile power prices, lead to high profile costs and expectations of high profile costs going forward. This effect caused negative estimated margins on some fixed price customer contracts, leading to a corresponding impairment of the cost to obtain these contracts. As most of these fixed price contracts with negative estimated margins were delivered in 2023 and 2024, a corresponding reversal of the impairment of cost to obtain contracts has been recognised. The effect in 2024 is a reversal of NOKt 10 381.

The net impact in the statement of profit or loss, which is an unrealised net gain in 2024 of NOKt 14 629 (Full year 2023: NOKt 33 277 net gain) is mainly caused by improved margins in the customer contracts and imbalance between the portfolios of customer contracts, and the corresponding portfolios of derivative hedge contracts. Change in provision for onerous contracts and unrealised gains and losses on derivatives related to fixed price customer contracts are both presented as Direct cost of sales in the statement of profit or loss, while impairment and reversal of impairment of cost to obtain contracts is presented on a separate line.

Note 19 Other current liabilities

NOK in thousands	2024	*Restated* 2023
Accrued power purchase	4 675	94 510
Prepayments from customers	68 187	40 808
Payroll liabilities	78 502	68 988
Other	26 394	103 555
Total Other current liabilities	**177 758**	**307 862**

Note 20 Other current assets

Other current assets consists of the following:

NOK in thousands	2024	2023
VAT receivable	25 320	-
Other prepaid costs	27 566	11 968
Prepaid taxes	927	503
Total other current assets	**53 813**	**12 471**

Note 21 Related party transactions

As at 31 December 2024, the Group's related parties include Board of Directors and key management. Transactions related to these groups are disclosed in note 22.
Pricing of services and transactions between related parties are set on an arm's length basis in a manner similar to transactions with unrelated third parties.
The following transactions were carried out with related parties (NOK in thousands)

Expenses to related parties (NOK in thousands)

Related party	Relation	Purpose of transactions	2024	2023
Telia Norge AS**	Other	Purchase of telecom services	154 562	65 896
Metzum AS***	Associated company	Purchase of other services	44 644	40 234
Atea AS*	Other	Purchase of products and other services	10 396	8 472
Kraftanmelding AS	Associated company	Purchase of power, including associated interest costs	35 818	-

Other services consists of payroll expenses, IT, office expenses and customer service.

Revenue from related parties (NOK in thousands)

Related party	Relation	Purpose of transactions	2024	2023
Sunpool AS	Associated company	Provision of personnel services	792	-

Purchase of assets (NOK in thousands)

Related party	Relation	Purpose of transactions	2024	2023
Metzum AS***	Associated company	Research and development	48	344
Atea AS*	Other	Products and development	2 450	925

Trade receivables from related parties (NOK in thousands)

Related party	Relation	Purpose of transactions	31 December 2024	31 December 2023
Sunpool AS	Associated company	Provision of personnel services	990	-

Current liabilities to related parties (NOK in thousands)

Related party	Relation		31 December 2024	31 December 2023
Telia Norge AS**	Other	Telecom services	34 281	29 809
Metzum AS***	Associated company	Research and development	-	6 836
Atea AS*	Other	Products and development	3 656	1 943
Kraftanmelding AS	Associated company	Purchase of power	19 144	-

* The chairman of the Board of Directors in Elmera Group ASA is the CEO of Atea ASA.
** Telia Norge AS is part of the Telia Company Group, which is a shareholder (non-controlling interest) in the Group's subsidiary Fjordkraft Mobil AS.
*** The Group divested its shares in Metzum AS on December 17, 2024. The transactions presented above are reported up to this date.

Payables to related parties are unsecured and are expected to be settled in cash.

Note 22 Remuneration to the Executive management and Board of Directors

Executive management 2024:

NOK in thousands	Salary	Bonus	Other benefits	Pension costs	Total remune-ration
Rolf Barmen (President and Chief Executive Officer (CEO))	3 705	1485*	150	795	6 135
Henning Nordgulen (Executive Vice President (EVP) Finance (CFO))	2 807	330	150	365	3 653
Roger Finnanger (Executive Vice President (EVP) Business)	1 955	295	120	220	2 590
Arnstein Flaskerud (Executive Vice President (EVP) Strategy, Innovation, Sustainability and M&A)	2 092	283	120	347	2 842
Solfrid K. Aase (Executive Vice President (EVP) Alliance)	1 743	251	100	275	2 369
Solfrid Fluge Andersen (Executive Vice President (EVP) Power markets and energy supply)	1 870	258	100	206	2 434
Per Heiberg-Andersen (Executive Vice President (EVP) Nordic)	1 755	220	100	185	2 260
Magnar Øyhovden (Chief Executive Officer (CEO), Fjordkraft AS)	2 659	366	150	333	3 507
Jeanne K. Tjomsland (Executive Vice President (EVP) People, Culture and Communications)	1 917	54	120	322	2 414
Kari Marvik (Executive Vice President (EVP) IT (CIO))	1 738	69	100	181	2 088
Total remuneration executive management 2024	**22 241**	**3 611**	**1 210**	**3 229**	**30 292**

*In 2024 the CEO received a bonus of NOKt 1 485 based on the Group's performance in 2023. In 2024 the Board of Directors have awarded the CEO a bonus of NOKt 1 500 based on the Group's performance in 2024, which will be paid in 2025.

Executive management 2023:

NOK in thousands	Salary	Bonus	Other benefits	Pension costs	Total remune-ration
Rolf Barmen (President and Chief Executive Officer (CEO))	3 477	375*	150	774	4 776
Henning Nordgulen (Executive Vice President (EVP) Finance (CFO))	2 693	12	150	360	3 215
Roger Finnanger (Executive Vice President (EVP) Business)	1 836	47	110	211	2 204
Arnstein Flaskerud (Executive Vice President (EVP) Strategy, Innovation, Sustainability and M&A)	2 007	47	120	324	2 498
Solfrid K. Aase (Executive Vice President (EVP) Alliance)	1 672	47	100	265	2 084
Solfrid Fluge Andersen (Executive Vice President (EVP) Power markets and energy supply 1))	1 785	47	100	198	2 130
Per Heiberg-Andersen (Executive Vice President (EVP) Nordic)	1 672	47	100	178	1 997
Magnar Øyhovden (Chief Executive Officer (CEO), Fjordkraft AS)	2 550	70	150	298	3 068
Jeanne K. Tjomsland (Executive Vice President (EVP) People, Culture and Communications) 2)	156	-	10	28	194
Kari Marvik (Executive Vice President (EVP) IT (CIO)) 3)	142	-	8	9	159
Marius Sveipe (Chief Executive Officer (CEO), Gudbrandsdal Energi AS 4)	467	95	-	56	618
Total remuneration executive management 2023	**18 457**	**787**	**998**	**2 701**	**22 943**

*In 2023 the CEO received a bonus of NOKt 375 based on the Group's performance in 2022. In 2023 the Board of Directors have awarded the CEO a bonus of NOKt 1 485 based on the Group's performance in 2023, which will be paid in 2024.

1) Executive Vice President (EVP) Operations until 30 November 2023 and Executive Vice President (EVP) Power markets and energy supply from 1 December 2023
2) From 1 December 2023
3) From 1 December 2023
4) From 1 August 2022 until 31 May 2023

Remuneration included in the tables is valid for the period from/to the dates stated above.

Note 22
Remuneration to the Executive management and Board of Directors

The members of the Board of Directors have received the following remuneration during the year ended 31 December 2024:

NOK in thousands	Fee	Fee in shares	Total remu-neration
Steinar Sønsteby (Chair of the Board)	572	64	635
Live Bertha Haukvik (Member of the board)	421	47	468
Heidi Theresa Ose (Member of the board)	378	42	420
Per Oluf Solbraa (Member of the board)	327	36	364
Anne Marit Steen (Member of the board)	378	42	420
Frank Økland (Member of the board, Employee representative)	113	13	126
Magnhild Uglem (Member of the board, Employee representative)	113	13	126
Stian Madsen (Member of the board, Employee representative)	113	13	126
Lisbet Nærø (Chair of the Nomination committee)	57	-	57
Atle Kvamme (Member of the Nomination committee)	35	-	35
Brede Selseng (Member of the Nomination committee)	35	-	35
Total remuneration Board of directors	**2 542**	**269**	**2 811**

Note 22
Remuneration to the Executive management and Board of Directors

The members of the Board of Directors have received the following remuneration during the year ended 31 December 2023:

NOK in thousands	Fee	Fee in shares	Total remu-neration
Steinar Sønsteby (Chair of the Board)	550	55	605
Live Bertha Haukvik (Member of the board)	405	41	446
Heidi Theresa Ose (Member of the board)	364	36	400
Per Oluf Solbraa (Member of the board)	315	32	347
Anne Marit Steen (Member of the board 1)	364	36	400
Frank Økland (Member of the board, Employee representative)	109	11	120
Magnhild Uglem (Member of the board, Employee representative 2)	109	11	120
Stian Madsen (Member of the board, Employee representative 3)	109	11	120
Tone Wille (Member of the board 4))	101	-	101
Elisabeth Norberg (Member of the board, Employee representative 5))	49	-	49
Marianne Unhjem (Member of the board, Employee representative 6))	45	-	45
Lisbet Nærø (Chair of the Nomination committee)	54	-	54
Atle Kvamme (Member of the Nomination committee	10	-	10
Ragnhild Stolt-Nielsen (Member of the Nomination committee 7)	10	-	10
Brede Selseng (Member of the Nomination committee 8))	23	-	23
Total remuneration Board of directors	**2 617**	**233**	**2 850**

1) From 26 April 2023
2) From 14 June 2023
3) From 14 June 2023
4) Until 23 April 2023
5) Until 13 June 2023
6) Until 31 May 2023
7) Until 26 April 2023
8) From 26 April 2023

There are no additional bonus agreements or agreement of similar profit sharing with the CEO or Chairman of the board. The rest of the executive management is also included in the Group's performance bonus scheme.

If the company chooses to terminate the employment, the CEO is entitled to 12 months severance pay after the expiry of the ordinary notice period, which is 6 months.

The Group discontinued the loan scheme for personnel loans in 2023. The Group's executive management had no outstanding personnel loans at year end in 2023.

The CEO and Group management is included in the current pension plan for the Group - see note 17.

Note 22
Remuneration to the Executive management and Board of Directors

The Board of Director's guidelines for remuneration to directors in accordance with Section 6-16a of the Norwegian Public Limited Liability Companies Act

These guidelines have been prepared by the Board of Directors of Elmera Group ASA ("Elmera" or the "Company") in accordance with the Norwegian Public Limited Liability Companies Act Section 6-16a and related regulations. The guidelines was approved by the Company's annual general meeting in 2021 and shall apply until the Company's annual general meeting in 2025, unless amended or replaced earlier.

The guidelines apply for the following (jointly referred to as "directors"): the executive management, (ii) employee elected board members, (iii) the CEO and (iv) other leading employees defined as key employees.

Remuneration to persons mentioned in (ii) are regulated by "Remuneration to employee elected board members".

Purpose and general principles for remuneration

The main principle of the Company`s guidelines for remuneration, is that the directors shall receive a competitive salary, including a result-based salary tied to the business results and shareholder value to ensure the desired competence and director incentives.

Remuneration is an important instrument in order to harmonise the interests of the Company and its directors. The Company's remuneration principles are designed to ensure that the Company is able to attract and keep qualified directors, without being a wage leader in the relevant business sector, and without the variable wage element constituting such a large proportion of the total wage compensation that it can give unfortunate incentives and short-termism.

The remuneration shall generally stimulate to goal achievements and good risk management, counteract excessive risk-taking, and contribute to avoid conflict of interests. The remuneration shall be in line with the Company`s long term interests and economic financial sustainability. In general, the remuneration shall be equal for male and female employees for equal work or work of equal value. The Company conducts annual reviews of the practice of the remuneration principles, and the Company`s written report (the "Remuneration Report") is reviewed by independent control functions.

Elements of remuneration

Remuneration includes all benefits a person receives by virtue of his/her position as a leading person in the Company. This includes base salary, bonuses, allotment of shares, warrants, options and other forms of remuneration related to shares or the development of the share price in the company, pension schemes, early retirement schemes, and all forms of other variable elements in the remuneration, or special benefits that are in addition to the basic salary.

Principles for fixed salary

Fixed cash salary allows the Company to attract and recruit directors that are necessary for the long term profitability and sustainability of the Company. It is the Company's policy that base salaries shall reflect the individual's position and degree of responsibility. The size of the fixed cash salary shall be in line with market conditions, be competitive with comparable businesses within the industry, and shall take into account inter alia the scope and responsibility associated with the position, as well as the skills, experience, and performance of each director. The fixed cash salaries have no maximum levels.

For directors, the base salary constitutes the most significant part of the remuneration.

Principles for variable cash salary

Variable cash salary (i.e. cash bonuses) shall be based on a set of predetermined and measurable performance criteria that reflect the key drivers for pursuing the Company's business strategy, longterm interests, and sustainable business practices.

Principles for pension benefits

Directors` pension arrangements shall generally follow the arrangements established for the employees in Elmera Group ASA and Fjordkraft AS. Pension benefits shall be based on local practices and applicable law. More information concerning pension is included in note 17 of the annual account.

Principles for non-financial benefits

Non-financial benefits shall be based on market terms and shall facilitate the duties of the executive management.

Note 22
Remuneration to the Executive management and Board of Directors

The Company aims to have sufficiently competitive salary and incentive programs to minimise additional non-financial benefits, and such shall generally be offered only to the extent they are in line with generally accepted customs locally.

The executive management may receive certain limited benefits in kind, including company car/car arrangement, telephone, internet access, and magasine/newspaper subscriptions.

Purchase of shares
The management may participate in any Company employee share purchase plans or similar plans on substantially on the same terms as all employees.

Share-based incentive programs
Share-based payments, settled in shares or cash, are used as part of the Company's incentive schemes. In the view of the Board of Directors, attractive share-based long-term incentive programs is an important part of the total compensation for the executive management, and which may be necessary to allow the Company to retain and hire the talent it needs for further growth.

The executive management and key personnel shall be concerned with the value development for the Company`s shareholders. A share option program may bind the key employees to the Company and may also contribute to a more cautious wage growth in the years to come.

The following specific limitations apply for granting of share options in the Company: (i) as a main rule, share options may not be redeemed before three years have elapsed, (ii) the maximum amount of share options signed in a given year shall not exceed 0.6 percent of the Company`s outstanding shares, (iii) the exercise price for share options shall be set at market price at the time of allotment, (iv), the exercise price shall be adjusted for dividend paid before redemption, (v) the share options have a cap on gains of three times the exercise price (before adjustments for dividend payments). The options can be settled by the Company in cash if the share price exceeds the cap set out in (v), and if so, based on the gain of such cap, which constitutes the limit of maximum potential gain.

Employment agreements
The CEO and executive management have six month notice periods.

The CEO is entitled to a severance pay in case of termination of employment by the Company for a period of 12 months after expiry of the ordinary notice period. During employment and for 12 months after expiry of the notice period (or from the time of dismissal), the CEO is bound by the provisions on non-competition and recruiting the Company's customers and employees in accordance with the provisions in chapter 14A of the Working Environment Act of 2005.

Remuneration to employee elected board members
The level of remuneration to employee elected board members for their role as board members is proposed by the Remuneration Committee and is handled further by the Nomination Committee which propose a remuneration to the general meeting. The determination of the remuneration takes into consideration the work load, comparable companies and the general wages in the Company.

Deviations from these guidelines
The Board of Directors may, on recommendation from the Remuneration Committee, in the circumstances described below resolve to deviate from any sections of these remuneration guidelines:

- upon change of the CEO;
- upon material changes in Company's organisation, ownership and/or business
- upon material change in the Company's strategy;
- upon changes in or amendments to the relevant laws, rules, or regulations;
- upon other exceptional circumstances where the deviation may be required to serve the long-term interests and sustainability of the Company as a whole or to assure its viability.

Any deviation from these guidelines shall be reported in the Remuneration Report for the relevant year.

The Board's declaration on determining directors pay will be sent out or made available to the shareholders on the Company's web site, together with notice of the annual general meeting of the Company and the Company's annual report and accounts.

Note 23 Collateral and restricted assets

NOK in thousands	Item in Statement of financial position	Note	31 December 2024	31 December 2023
Collateral				
Security over trade receivables*	Trade receivables	6	2 338 616	3 694 872
Total collateral			**2 338 616**	**3 694 872**
Restricted assets				
Restricted cash - Payroll tax deductions	Cash and cash equivalents		23	22
Total restricted assets			**23**	**22**

*Trade receivables held by all the entities in the Group are pledged as collateral for credit facilities - see note 6.

Note 24
IFRS 16 Leases

The Group's leasing activities
The Group's lease agreements mainly consists of various office leases, car-leases and office machine-leases used in the operating activities. Cars usually have a lease term of 3 years, while several of the office leases have longer lease terms. The office machines are leased on 3-5 year contracts. Some of the office leases have extension options and these have been included in the calculation if the group is reasonably certain that they will be exercised.

NOK in thousands	2024	2023
Non-current assets		
Right of use assets		
Property	79 053	56 380
Equipment	-	309
Cars	1 214	432
Total	**80 267**	**57 121**
Non-current liabilities		
Lease liability long term	63 993	40 945
Current liabilities		
Lease liability short term	20 647	19 391
Total	**84 640**	**60 336**

Additions to the right-of-use assets in 2024 were NOKt 41 853.

Amounts recognised in the statement of profit or loss
The statement of profit or loss shows the following amounts relating to leases:

NOK in thousands	2024	2023
Depreciation right-of-use assets		
Property	17 947	19 102
Equipment	91	333
Cars	592	795
Total	**18 630**	**20 230**
Interest expense lease liability	3 706	1 621
Expenses relating to short-term leases	3 657	1 409
Expenses relating to leases of low-value	1 492	869

The total cash outflow for leases in 2024 was NOKt 26 307.

Note 24
IFRS 16 Leases

Variable lease payments
The Group has variable lease payments in its property lease agreements. Variable lease payments consists of annual adjustements to lease payments based on the Consumer Price Index.

Extention and termination options
Extension and termination options are included in a number of property and equipment leases across the Group. These are used to maximise operational flexibility in terms of managing the assets used in the Group's operations.

Maturity analysis
The following table details the Group's remaining contractual maturity for its leasing liabilities.

The tables have been drawn based on the undiscounted cash flows of instalments on leasing liabilities.

Year ended 31 December 2024

NOK in thousands	Within 1 year	Between 1 and 5 years	More than 5 years	Total
Property	20 315	62 008	13 034	95 357
Equipment	-	-	-	-
Cars	698	612	-	1 310
Total	**21 013**	**62 620**	**13 034**	**96 667**

Note 25 Subsidiaries and subsidiaries with non-controlling interests

Subsidiaries

The following subsidiaries are fully consolidated in the financial statements as per 31 December 2024.

Name of entity	Place of business	Ownership interest held by the Group	Principal activities
Fjordkraft AS	Bergen, Norway	100 %	Purchase, sales and portfolio management of electrical power
TrøndelagKraft AS	Trondheim, Norway	100 %	Purchase, sales and portfolio management of electrical power
Gudbrandsdal Energi AS	Nord-Fron, Norway	100 %	Purchase, sales and portfolio management of electrical power
Energismart Norge AS	Hamar, Norway	100 %	Management, research and development of product and services related to electrical power
Elmera Industrial Ownership AS	Bergen, Norway	100 %	Portfolio management of electrical power and related products
AllRate AS	Bergen, Norway	100 %	Management and services related to electrical power
Steddi Payments AS	Bergen, Norway	100 %	Management and services related to electrical power
Elmera Nordic AS	Bergen, Norway	100 %	Portfolio management of electrical power and related products
Switch Nordic Green AB	Stockholm, Sweden/ Vaasa, Finland	100 %	Purchase, sales and portfolio management of electrical power
Fjordkraft Företag AB	Stockholm, Sweden	100 %	Portfolio management of electrical power and related products
Elmera Energy AS	Bergen, Norway	100 %	Purchase, sales and portfolio management of electrical power

Note 25
Subsidiaries and subsidiaries with non-controlling interests

Subsidiaries with non-controlling interests

The following subsidiaries are fully consolidated in the financial statements as per 31 December 2024.

Name of entity	Place of business	Principal activities	Ownership share	Ownership interests held by non-controlling interests
Fjordkraft Mobil AS	Bergen, Norway	Telecommunications services	61 %	39 %

Financial information on subsidiary with non-controlling interests

NOK in thousands	2024	2023
Net sales	83 923	84 258
Operating profit	7 563	(3 977)
Profit/(loss) for the year	8 806	(3 020)
Net income attributable to non-controlling interests	**3 434**	**4 258**
Non-current assets	28 997	37 681
Current assets	88 314	66 438
Non-current liabilities	-	-
Current liabilities	(52 722)	(48 336)
Net assets	**64 589**	**55 783**
Net cash from operating activities	8 948	23 668
Net cash used in investing activities	21	(8 696)
Net cash used in financing activities	-	-
Net change in cash and cash equivalents	**8 969**	**14 972**

Note 26 Option program

Elmera Group ASA established a management option program 10 December 2018.
The option program was established to align management's and shareholders' incentives and to reduce turnover for key employees.

In total 400 000 share options were issued to employees during 2024.

Type	**Options**
Grant Date	**14 February 2024**
Vesting conditions	The options vest in one tranche with vesting 10th of February 2027 The Employee must remain an employee of the Company or an affiliated company at the end of the vesting period.
Expiry date	20 February 2030
Exercise price (NOK)	28,70
Total number outstanding	400 000

Type	**Options**
Grant Date	14 February 2024
Measurement date	14 February 2024
Share price (NOK)	30,48
Lifetime* (years)	2,99
Volatility	49,82%
Risk-free interest rate*	3,8%
Fair Value* (NOK)	9,12

**volume weighted average for options*

The fair value of the options was calculated using the Black-Scholes model. The model utilises certain information, such as the interest rate on a risk-free security maturing generally at the same time as the option being valued, and requires certain assumptions, such as the expected amount of time an option will be outstanding until it is exercised or it expires and the volatility associated with the price of the underlying shares of common stock, to calculate the fair value of stock options granted. The model also estimate the likelihood of performance fulfillment and takes this into account in the valuation.

The expected volatility for options issued in 2024 is estimated at average of 49,82% where historical volatility is not available. Where historical volatility is available this is calculated using the Elmera Group ASA share price.

Interest rates used are quoted Norwegian government bonds and bills retrieved from Norges Bank.

The total carrying amount per 31 December 2024 is NOK 20 317 245, not including social security.

Note 26
Option Program

The following table shows the changes in outstanding options in 2023 and 2024:

Period activity, Report Currency: NOK

	01.01.2024 - 31.12.2024		01.01.2023 - 31.12.2023	
	Shares	**Weighted Average Exercise Price (NOK)**	**Shares**	**Weighted Average Exercise Price (NOK)**
Outstanding at the beginning of period	1 932 336	34,14	1 710 000	38,92
Granted	400 000	28,70	372 334	16,83
Exercised	(436 001)	18,80	(26 664)	19,30
Cancelled	-	-	-	-
Forfeited	(30 000)	38,17	-	-
Expired	(6 666)	71,20	(110 000)	21,35
Adjusted quantity	-	-	-	-
Modification / Dividends	-	-	(13 334)	72,70
Outstanding at the end of period	1 859 669	33,89	1 932 336	34,14
Vested outstanding	780 669	50,18	943 336	32,34
Vested and expected to vest	1 859 669	33,89	1 932 336	34,14
Intrinsic value of in-the-money outstanding at the end of the period	1 276 335	21 477 002	1 012 336	13 105 162
Intrinsic value vested outstanding at the end of the period	197 335	4 114 502	633 336	6 726 362

At 31 December 2024, the range of exercise prices and weighted average remaining contractual life of the options were as follows :

	Outstanding instruments		Vested outstanding	
Exercise price	**Outstanding per 31.12.2024**	**Weighted average remaining Contractual Life**	**Vested outstanding per 31.12.2024**	**Weighted Average Exercise Price (NOK)**
0,00 - 25,00	369 000	4,13	-	-
25,00 - 30,00	400 000	5,14	-	-
30,00 - 35,00	187 335	0,84	187 335	33,11
35,00 - 40,00	320 000	3,06	10 000	37,90
40,00 - 45,00	-	-	-	-
45,00 - 50,00	-	-	-	-
50,00 - 55,00	-	-	-	-
55,00 - 60,00	-	-	-	-
60,00 - 65,00	-	-	-	-
65,00 - 70,00	270 000	2,12	270 000	68,00
70,00 -	313 334	2,95	313 334	78,18
Total	**1 859 669**	**3,34**	**780 669**	**63,33**

Note 27 Investments in associates and joint ventures

The table below presents the Group's share of equity and profit from associated companies:

NOK in thousands	Location	Ownership/ voting right	Equity 2024	Profit 2024	Book value
Sunpool AS	Bergen, Norway	50,00 %	1 836	(1 066)	1 771
Kraftanmelding AS	Skien, Norway	33,72 %	10 981	(513)	21 801
Metzum AS*	Bergen, Norway	0,00 %	-	300	-

*** Sale of shares in Metzum AS**

On 17 December 2024, Elmera Group entered into a share sale agreement with MH Bidco AS (Rieber & Søn) to divest its 4.3 million shares, representing a 40 % ownership stake in Metzum AS. The transaction values Metzum AS at an enterprise value of NOK 400m, with Elmera Group's shares valued at NOK 160m.

Note 28 Events after the reporting period

The Board of Directors has in the Board Meeting on 12 February 2025 proposed a dividend to the shareholders of NOK 3.00 per share. The proposed dividend is subject to approval by the general meeting.

There are no other significant events after the reporting period that have not been reflected in the consolidated financial statements.

Directors responsibilty statement

Today, the Board of Directors and the Chief Executive Officer reviewed and approved the Board of Director's report and the consolidated and separate annual financial statements for Elmera Group ASA, for the year ended 31 December 2024 (Annual report 2024).

Elmera Group ASA's consolidated financial statements have been prepared in accordance with IFRSs and IFRICs as adopted by the EU and applicable additional disclosure requirements in the Norwegian Accounting Act. The separate financial statements for Elmera Group ASA have been prepared in accordance with the Norwegian Accounting Act § 3-9 and Finance Ministry's prescribed regulations from 21 January 2008 on simplified IFRS, amended on 28 December 2020. The Board of Directors' report for the Group and the parent company is in accordance with the requirements in the Norwegian Accounting Act.

To the best of our knowledge:

- The consolidated and separate annual financial statements for 2024 have been prepared in accordance with applicable financial reporting standards
- The consolidated and separate annual financial statements give a true and fair view of the assets, liabilities, financial position and profit as a whole as of 31 December 2024 for the Group and the parent company
- The Board of Directors' report for the Group and the parent company includes a fair review of:

i. the development and performance of the business and the position of the Group and the parent company, and

ii. the principal risks and uncertainties the Group and parent company face

The Board of Directors of Elmera Group ASA, Bergen, 4 April 2025.

Steinar Sønsteby Chairman	**Anne Marit Steen** Board member	**Frank Økland** Board member
Magnhild K. B. Uglem Board member	**Heidi Theresa Ose** Board member	**Live Bertha Haukvik** Board member
Per Oluf Solbraa Board member	**Stian Madsen** Board member	**Rolf Barmen** CEO

Alternative performance measures

The alternative performance measures (abbreviated APM's) that hereby are provided by the Group are a supplement to the financial statements prepared in accordance with IFRS. The APM's are based on the guidelines for APM published by the European Securities and Markets Authority (ESMA) on or after 3 July 2016. As indicated in the guidelines an APM is a financial measure of historical or future financial performance, financial position, or cash flows, other than a financial measure defined or specified in the applicable financial reporting framework. The performance measures are commonly used by analysts and investors.

The Group uses the following APM's (in bold). The words written in italics are included in the list of definitions or in the statement of profit or loss.

Cash EBIT is equivalent to Operating free cash flow before tax and change in Net working capital. This APM is used to illustrate the Group's underlying cash generation in the period.

Capex excl. M&A is used to present the capital expenditures excluding mergers and acquisitions to illustrate the Group's organic maintenance capex.

EBIT reported is equivalent to *Operating profit* and is used to measure performance from operational activities. EBIT reported is an indicator of the company's profitability.

EBIT adjusted
In order to give a better representation of underlying performance, the following adjustments are made to the reported EBIT:

- Acquisition related costs and other one-off items: Items that are not part of the ordinary business
- Estimate deviations from previous periods: A substantial proportion of the Group's power sales has historically been finally settled after the Group has finalised its periodical financial statements. Revenues related to sale of power were thus recognised based on estimates. Any estimate deviation related to the previous reporting period is recognised in the following reporting period
- Unallocated revised net revenue represents net revenue items which are revised due to prior period adjustment requirements.
- Unrealised gains and losses on derivatives: Consist of unrealised gains and losses on derivative financial instruments associated with the purchase and sale of electricity
- Impairment of intangible assets and cost to obtain contracts: Consist of impairment of intangible assets and cost to obtain contracts related to fixed price customer contracts
- Depreciation of acquisitions: Consist of depreciations of customer portfolios acquired separately and recognised as intangible assets, and depreciations of customer portfolios and other intangible assets recognised as part of a business combination.
- Change in provisions for onerous contracts: Consist of change in provisions for onerous contracts associated with the purchase and sale of electricity

EBIT reported margin is EBIT divided by *Net revenue*. This APM is a measure of the profitability and is an indicator of the earnings ability.

EBIT margin adjusted is calculated as EBIT adjusted divided by *Net revenue adjusted*. This APM is a measure of the profitability and is an indicator of the earnings ability.

EBITDA is defined as operational profit/loss before depreciation and amortisation. This APM is used to measure performance from operating activities.

EBITDA adjusted
In order to give a better representation of underlying performance, the following adjustments are made to EBITDA:

- Acquisition related costs and other one-off items: Items that are not part of the ordinary business
- Estimate deviations from previous periods: A substantial proportion of the Group's power sales has historically been finally settled after the Group has finalised its periodical financial statements. Revenues related to sale of power were thus recognised based on estimates. Any estimate deviation related to the previous reporting period is recognised in the following reporting period

Alternative performance measures

- Unallocated revised net revenue represents net revenue items which are revised due to prior period adjustment requirements.
- Unrealised gains and losses on derivatives: Consist of unrealised gains and losses on derivative financial instruments associated with the purchase and sale of electricity
- Impairment of intangible assets and cost to obtain contracts: Consist of impairment of intangible assets and cost to obtain contracts related to fixed price customer contracts
- Change in provisions for onerous contracts: Consist of change in provisions for onerous contracts associated with the purchase and sale of electricity

Net income is equivalent to *Profit/(loss) for the period* as stated in the statement of profit or loss.

Net income adjusted for certain cash and non-cash items is used in the dividend calculation, and is defined as the following: [(Adjusted EBIT + net finance)*(1-average tax rate) – amortisation of acquisition debt].

Net interest-bearing debt (NIBD) shows the net cash position and how much cash would remain if all interest-bearing debt was paid. The calculation is total Interest-bearing long term debt, *Interest-bearing short term debt and Overdraft facilities*, deducted with the following; transaction costs recognised as part of amortised cost of Interest-bearing long term debt, reclassification of first year instalments long term debt, *Overdraft facilities, and Cash and cash equivalents.*

Net revenue is equivalent to *Revenue* less *direct cost of sales* as stated in the statement of profit or loss.

Net revenue adjusted
This APM presents *Net revenue* adjusted for:

- Other one- off items: which represents non-recurring income which is recognised in the profit or loss for the period
- Estimate deviations from previous periods: A substantial proportion of the Group's power sales has historically been finally settled after the Group has finalised its periodical financial statements. Revenues related to sale of power were thus recognised based on estimates. Any estimate deviation related to the previous reporting period is recognised in the following reporting period
- Unallocated revised net revenue represents net revenue items which are revised due to prior period adjustment requirements.
- Unrealised gains and losses on derivatives: Consist of unrealised gains and losses on derivative financial instruments associated with the purchase and sale of electricity
- Change in provisions for onerous contracts: Consist of change in provisions for onerous contracts associated with the purchase and sale of electricity

Net working capital (NWC) is used to measure short-term liquidity and the ability to utilise assets in an efficient matter. NWC includes the following items from current assets: *Inventories, Intangible assets, Trade receivables* and *Other current assets* (that is, all current assets in the statement of financial position except *Derivative financial instruments* and *Cash and cash equivalents*); and the following items from current liabilities; *Trade payables, Current income tax liabilities, Social security and other taxes, Lease liability - short term,* and *other current liabilities.*

Non-cash NWC elements and other items is used when analysing the development in NIBD. Non-cash NWC relates to items included in "change in NWC" that are not affecting Net interest-bearing debt while other items include interest, tax, change in long-term receivables, proceeds from non-current receivables, proceeds from other long-term liabilities and adjustments made on EBITDA.

Number of deliveries is used to present the number of electrical meters supplied with electricity. One customer may have one or more electricity deliveries.

OpFCF before tax and change in NWC is Operating free cash flow and change in working capital, and is defined as *EBITDA adjusted* less *Capex excl. M&A* and payments to obtain contract assets.

Volume sold is used to present the underlying volume generating income in the period.

Alternative performance measures

Financial statements with APM’s

Reported amounts:

NOK in thousands	2024	2023
Revenue	12 229 493	18 920 598
Direct cost of sales	(10 452 582)	(17 192 526)
Net revenue	**1 776 911**	**1 728 071**
Personnel expenses	(466 861)	(454 622)
Other operating expenses	(506 363)	(542 277)
Impairment of intangible assets and cost to obtain contracts	10 381	14 548
Operating expenses	**(962 843)**	**(982 351)**
EBITDA	**814 068**	**745 721**
Depreciation & amortisation	(377 887)	(386 519)
EBIT reported (Operating profit)	**436 181**	**359 202**
Net financials	(1 195)	(121 625)
Profit/ (loss) before taxes	**434 986**	**237 577**
Taxes	(77 607)	(41 030)
Profit/ (loss) for the year	**357 379**	**196 546**
EBIT reported margin	**25%**	**21%**

Alternative performance measures

Adjusted amounts:

NOK in thousands	2024	2023
Net revenue	**1 776 911**	**1 728 071**
Other one- off items	-	(34 076)
Unallocated revised net revenue	12 615	-
Estimate deviations previous periods	(16 136)	1 924
Unrealised gains and losses on derivatives	112 232	1 085 244
Change in provisions for onerous contracts	(92 914)	(1 048 166)
Net revenue adjusted	**1 792 709**	**1 732 998**
EBITDA	**814 068**	**745 721**
Other one- off items	13 278	6 434
Unallocated revised net revenue	12 615	-
Estimate deviations previous periods	(16 136)	1 924
Impairment of intangible assets	(10 381)	(14 548)
Unrealised gains and losses on derivatives	112 232	1 085 244
Change in provisions for onerous contracts	(92 914)	(1 048 166)
EBITDA adjusted	**832 766**	**776 610**
EBIT reported (Operating profit)	**436 181**	**359 202**
Other one- off items	13 278	6 434
Unallocated revised net revenue	12 615	-
Estimate deviations previous periods	(16 136)	1 924
Impairment of intangible assets	(10 381)	(14 548)
Unrealised gains and losses on derivatives	112 232	1 085 244
Change in provisions for onerous contracts	(92 914)	(1 048 166)
Depreciation of acquisitions	114 134	123 080
EBIT adjusted	**569 013**	**513 171**
EBIT margin adjusted	**32%**	**30%**

Alternative performance measures

Other financial APM's

Net interest bearing debt (cash)

NOK thousands	**2024**	**2023**
Interest-bearing long term debt	739 687	537 617
Interest-bearing short term debt	85 000	368 700
Transaction costs recognised as part of amortised cost of Interest-bearing long term debt	4 063	1 158
Overdraft facilities	117 381	-
Cash and cash equivalents	(143 974)	(338 746)
Net interest bearing debt (cash)	**802 156**	**568 729**

Financial position related APM's

NOK thousands	**2024**	**2023**
Net working capital (NWC)	386 224	(51 684)
OpFCF before tax and change in NWC	621 858	583 142
Capex excl. M&A	68 419	52 477

Deliveries

Numbers in thousands	**2024**	**2023**
Electrical deliveries Consumer segment	657	667
Electrical deliveries Business segment	130	127
Electrical deliveries Nordic segment	118	125
Total number of electrical deliveries*	**905**	**920**
Number of mobile subscriptions	111	115

* Number of deliveries excl. Extended Alliance deliveries. Number of deliveries incl. Extended Alliance deliveries: 1 012 thousand in 2024 (2023: 1 003 thousand).

Volume in GWh	**2024**	**2023**
Consumer segment	8 131	8 069
Business segment	7 303	7 609
Nordic segment	1 640	2 195
Total volume*	**17 075**	**17 873**

* Volume excl. Extended Alliance. Volume incl. Extended Alliance: 20 424 GWh in 2024 (2023: 21 465 GWh).

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4.4 Financial statements Elmera Group ASA

Statement of comprehensive income (loss)

NOK in thousands	Note	2024	2023
Revenue	8	302 259	223 369
Personnel expenses	3, 10	(210 775)	(133 897)
Other operating expenses	4, 8	(154 424)	(204 862)
Depreciation and impairment	11,15	(12 388)	-
Operating profit		**(75 329)**	**(115 390)**
Income from investments in subsidiaries	8, 9	535 500	565 000
Interest income	6,8	31 079	16 545
Interest expense lease liabilities	15	(3 132)	-
Interest expense	6,8	(93 157)	(62 363)
Other financial items, net		(557)	(2)
Net financial income/(cost)		**469 733**	**519 180**
Profit/(loss) before tax		**394 404**	**403 790**
Income tax (expense)/income	5	(48 903)	(27 766)
Profit/(loss) for the year		**345 502**	**376 024**
Other comprehensive income:			
Items that will not be reclassified to profit or loss:			
Actuarial gain/(loss) on pension obligations (net of tax)	10	(6 384)	11 892
Total other comprehensive income for the year, net of tax		**(6 384)**	**11 892**
Total comprehensive income/(loss) for the year		**339 118**	**387 916**

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Statement of financial position

NOK in thousands	Note	2024	2023
Assets:			
Non-current assets			
Deferred tax assets	5	3 048	-
Right-of-use assets property, plant and equipment	15	78 752	-
Property, plant and equipment		2 832	-
Intangible assets	11	33 115	387
Plan assets of defined benefit pension plans	10	12 406	7 684
Investments in subsidiaries	9	2 285 387	2 285 307
Other non-current financial assets	6	38 648	9 997
Total non-current assets		**2 454 187**	**2 303 374**
Current assets			
Trade receivables	6	1 029	1 246
Receivables from group companies	6, 8	1 420 559	898 895
Other current assets		6 919	998
Cash and cash equivalents	6	71 151	127 211
Total current assets		**1 499 658**	**1 028 350**
Total assets		**3 953 845**	**3 331 724**
Equity and liabilities:			
Equity			
Share capital	12	32 735	32 601
Share premium	12	1 570 810	1 570 810
Other equity		203 924	181 955
Total equity		**1 807 469**	**1 785 366**

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Statement of financial position

NOK in thousands	Note	2024	2023
Non-current liabilities			
Employee benefit obligations	10	54 322	12 010
Interest-bearing long term debt	6,7	739 687	263 342
Deferred tax liabilitites	5	-	1 774
Lease liability- long term	15	61 967	-
Total non-current liabilites		**855 975**	**277 126**
Current liabilities			
Trade and other payables	6,7,8	37 443	22 230
Liabilities to group companies	6,7,8	576 724	767 890
Overdraft facilities	6,7	117 381	-
Interest-bearing short term debt	6,7	85 000	171 000
Current income tax liabilities	5	51 919	30 324
Dividend payable		327 347	249 945
Social security and other taxes		26 959	2 116
Lease liability- short term	15	18 463	-
Other current liabilities	13	49 165	25 728
Total current liabilities		**1 290 401**	**1 269 232**
Total liabilities		**2 146 377**	**1 546 358**
Total equity and liabilities		**3 953 845**	**3 331 724**

The Board of Directors of Elmera Group ASA, Bergen, 4 April 2025.

Steinar Sønsteby
Chairman

Anne Marit Steen
Board member

Frank Økland
Board member

Magnhild K. B. Uglem
Board member

Heidi Theresa Ose
Board member

Live Bertha Haukvik
Board member

Per Oluf Solbraa
Board member

Stian Madsen
Board member

Rolf Barmen
CEO

Statement of changes in equity

NOK in thousands	Issued capital	Treasury shares	Share premium	Retained earnings	Total equity
Opening balance at 1 January 2023	**34 306**	**(1 715)**	**1 570 810**	**40 418**	**1 643 819**
Profit/(loss) for the year	-	-	-	376 024	376 024
Other comprehensive income	-	-	-	11 892	11 892
Sale of treasury shares (note 12)	-	11	-	736	747
Share-based payment (note 16)	-	-	-	2 828	2 828
Dividend	-	-	-	(249 945)	(249 945)
Closing balance 31 December 2023	**34 306**	**(1 704)**	**1 570 810**	**181 954**	**1 785 365**
Opening balance at 1 January 2024	**34 306**	**(1 704)**	**1 570 810**	**181 954**	**1 785 365**
Profit/(loss) for the year	-	-	-	345 502	345 502
Other comprehensive income	-	-	-	(6 384)	(6 384)
Sale of treasury shares (note 12)	-	133	-	8 334	8 467
Share-based payment (note 16)	-	-	-	2 543	2 543
Dividend	-	-	-	(328 026)	(328 026)
Closing balance 31 December 2024	**34 306**	**(1 571)**	**1 570 810**	**203 923**	**1 807 469**

Statement of cash flows

NOK in thousands	Note	2024	2023
Operating activites			
Profit/(loss) before tax		394 404	403 790
Adjustments for:			
Depreciation	11	181	-
Depreciation right-of-use assets	15	12 207	-
Dividend recognised, not received	8	(535 500)	(565 000)
Share based payment expense	16	2 543	2 828
Change in post-employment liabilities, no cash effect	10	29 406	2 772
Amortisation of transactions costs, no cash effect	6a	6 375	6 783
Changes in working capital:			
Trade receivables	8	30 971	(65 572)
Other current assets		(5 921)	12 668
Trade and other payables	8	121 804	(152 371)
Other current liabilities	13	48 053	11 820
Income tax paid	5	(29 833)	(13 901)
Net cash from operating activities		**74 691**	**(356 182)**
Investing activities			
Purchases of property, plant and equipment		(2 832)	-
Purchase of intangible assets	11	(32 909)	(387)
Dividends received from subsidiary	8	565 000	196 500
Net (outflow)/proceeds from current loans to/from subsidiaries	8	(879 675)	1 034 941
Net cash outflow on acquisition of subsidiares	9	(80)	-
Net (outflow)/proceeds from other long-term liabilities		(2 160)	(4 509)
Net cash from investing activities		**(352 656)**	**1 226 545**

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Statement of cash flows

Financing activites			
Proceeds from overdraft facilities	6a	117 381	(534 112)
Repayment of revolving credit facility	6a	(125 000)	-
Dividends paid		(250 623)	(162 951)
Sale of treasury shares	12	8 199	747
Transactions costs (credit facilities) paid	6a	(35 772)	(836)
Proceeds from long term debt	6a	850 000	-
Instalments of long term debt	6a	(44 250)	(46 000)
Repayment of long term debt	6a	(287 500)	-
Payment of lease liability	15	(10 529)	-
Net cash from financing activities		**221 905**	**(743 152)**
Net change in cash and cash equivalents		**(56 060)**	**127 211**
Cash and cash equivalents at 1 January		127 211	-
Cash and cash equivalents at 31 December		**71 151**	**127 211**

4.5

Notes
Elmera Group ASA

Note 1
General information

Elmera Group ASA, is a public limited liability company, and was incorporated on 15 December 2017. The company is the holding company and ultimate parent in the Elmera Group which core business is purchase, sales and portfolio management of electrical power to end users, as well as related activities, including investment in other companies. Elmera Group ASA also provides management services to subsidiaries and other companies in the Group.

Elmera Group ASA is registered and domiciled in Norway. The entity name was changed from Fjordkraft Holding ASA to Elmera Group ASA in 2022.

The address of its registered office is Folke Bernadottes Vei 38, 5147 Bergen, Norway.

As part of an internal group reorganisation, overhead- and support-functions which previously were organised in the subsidiary Fjordkraft AS, have been transferred to Elmera Group ASA in 2024. This transfer was carried out as a transfer of business and included the transfer of 47 employees.

Note 2
Accounting policies

Basis for preparation

The financial statements of the Company have been prepared in accordance with the Norwegian Accounting Act § 3-9 and Finance Ministry's prescribed regulations from 21 January 2008 on simplified IFRS, amended on 28 December 2020. Principally this means that recognition and measurement comply with the International Accounting Standards (IFRS) and presentation and note disclosures are in accordance with the Norwegian Accounting Act and generally accepted accounting principles. Any exceptions from measurement and recognition according to IFRS is disclosed below.

The accounting principles applied when preparing the separate financial statement of Elmera Group ASA are consistent with the accounting principles in the group, described in note 1 in the consolidated financial statements, with some exceptions that are described below. In all other cases, reference is made to notes to the consolidated financial statements.

Investments in subsidiaries

Subsidiaries are all entities over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity.

Investments in subsidiaries are recognised at cost in the separate financial statement. The carrying amount is increased when funds are added through capital increases or when group contributions are made to subsidiaries.

Impairment of subsidiaries

At the end of each reporting period the Company assesses whether there is any indication that an investment in a subsidiary may be impaired. If any such indication exists, the Company estimates the recoverable amount of the subsidiary. If the carrying amount of the investment exceeds the recoverable amount, the group recognises an impairment loss.

Dividends from subsidiaries

Dividends received from subsidiaries are recognised in profit or loss when the dividends received are distributions of profits. Other distributions are recognised as a reduction in the carrying amount of the investment.

Pursuant to the exemption paragraph in Finance Ministry's prescribed regulations from 21 January 2008 on simplified IFRS, the com-

Note 2
Accounting policies

pany has elected to recognise dividends in accordance with the Norwegian Accounting Act and Norwegian Generally Accepted Accounting Principles. Thus, any dividend from subsidiaries is recognised as a current asset at the end of the reporting period of which the dividend proposed is based on.

Dividends payable

Pursuant to the exemption paragraph in Finance Ministry's prescribed regulations from 21 January 2008 on simplified IFRS, the company has elected to recognise dividends in accordance with the Norwegian Accounting Act and Norwegian Generally Accepted Accounting Principles. Thus, any dividend payable is recognised as a current liability at the balance sheet date of the reporting period of which the dividend proposed is based on.

Cash and cash equivalents

The cash flow statement is prepared using the indirect method. For the purpose of presentation in the statement of cash flows and in the statement of financial position, cash and cash equivalents includes cash on hand and deposits held at call with financial institutions. Elmera Group ASA is the group account holder in a group account system for bank deposits and bank overdrafts, where the subsidiaries in Elmera Group holds sub accounts. The total net deposit or overdraft on all sub accounts in the group account system is presented net per currency as either cash and cash equivalents, or overdraft facilities in the statement of financial position. Deposits and overdrafts of the sub account holders are included in receivables from group companies and liabilities to group companies in the statement of financial positions.

Note 3 Personnel expenses

NOK in thousands	2024	2023
Salaries	170 260	105 651
Social security	26 416	17 393
Pension expenses	14 955	10 437
Other benefits	4 633	2 325
Gross personnel expenses	**216 264**	**135 806**
- Capitalised R&D costs	(5 489)	(1 910)
Total personnel expenses	**210 775**	**133 897**
Number of full-time equivalents (FTEs) as of 31 December	**149**	**93**

Salaries includes payments to Board of directors. See note 14.
The change in FTE's from 2023 includes 47 employees which where transferred from the subsidiary Fjordkraft AS as part of an internal group reorganisation in 2024.

Loans to employees

NOK in thousands	2024	2023
Loans	1 718	3 036

Loans to employees has been granted on the following terms:

Maximum duration for loans to employees are 15 years.
The interest rate for loans to employees is approximately equal to the current limit regarding taxation of benefits for such loans, plus up to 1 percentage point. Current limit for taxation of benefits is 5,30 %. The loan scheme for personnel loans was discontinued in 2023, implying that no new loans were issued from the point of discontinuation. Loans entered into before the termination of the scheme continue as normal.

Note 4 Operating expenses

NOK in thousands	2024	2023
Sales and marketing costs	1 105	913
IT costs	81 232	97 279
Purchase of third-party services and external personnel	22 903	28 632
Professional fees*	34 335	67 038
Other operating costs	14 850	11 001
Toal operating expenses	**154 424**	**204 863**

* Includes legal fees, audit fee and consultancy fees.

Specification of auditors remuneration (all related to services provided by Deloitte)

NOK in thousands	2024	2023
Statutory audit - Deloitte	1 314	1 723
Other assurance services - Deloitte	313	170
Other non-assurance services - Deloitte	-	31
Total auditors remuneration	**1 628**	**1 923**

Note 5 Income Tax

Specification of tax expense recognised in statement of profit or loss

NOK in thousands	2024	2023
Tax payable on profit for the year	51 924	30 328
Change in deferred tax/(tax asset) from origination and reversal of temporary differences	(3 021)	(2 562)
Tax expense/(-income) recognised in statement of profit or loss	**48 903**	**27 766**

Specification of tax expense recognised in other comprehensive income

Change in deferred tax/(tax asset) from origination and reversal of temporary differences	(1 800)	3 354
Tax expense/(-income) recognised in other comprehensive income	**(1 800)**	**3 354**

Reconciliation of statutory tax rate to effective tax rate:

Profit/(loss) before tax	394 404	403 790
Income tax at statutory tax rate (22%)	86 769	88 834
Tax effect of following items:		
Non-deductible costs	634	532
Tax exemption method dividends	(38 500)	(61 600)
Tax expense/(-income)	**48 903**	**27 766**

Specification of basis for deferred tax:

Pension liabilities	(47 613)	5 737
Other current liabilities	(2 034)	(1 218)
Other non-current financial assets	32 946	3 549
Fixed assets/intangible assets	918	-
Leasing liabilities	(1 678)	-
Net pension assets	12 392	-
Restricted interest deduction carried forward	(8 779)	-
Basis for calculation of deferred tax/(tax assets)	**(13 848)**	**8 069**
Total deferred tax liability/(tax assets) (22 %)	**(3 048)**	**1 774**

Changes in deferred tax balances

NOK in thousands	1 January 2024	Changes recognised in statement of profit or loss	Changes recognised in other comprehensive income	31 December 2024
Pension liabilities	1 262	(9 937)	(1 800)	(10 475)
Other current liabilities	(268)	(180)	-	(448)
Other non-current financial assets	781	6 467	-	7 248
Fixed assets/intangible assets	-	202	-	202
Leasing liabilities	-	(369)	-	(369)
Net pension assets	-	2 726	-	2 726
Restricted interest deduction carried forward	-	(1 931)	-	(1 931)
Total deferred tax liability/(tax assets) (22 %)	**1 774**	**(3 021)**	**(1 800)**	**(3 048)**

Note 6 Financial assets and financial liabilities

The company holds the following financial instruments:

Financial assets

NOK in thousands	Notes	2024	2023
Financial assets at amortised cost			
Trade receivables (1)		1 029	1 246
Receivables from group companies (1)	8,6(b)	885 059	333 895
Cash and cash equivalents (1)	6(b)	71 151	127 211
Total financial assets		**957 239**	**462 352**

Financial liabilities

NOK in thousands	Notes	2024	2023
Liabilities at amortised cost			
Trade and other payables (1)		37 443	22 230
Liabilities to group companies (1)	8,6(b)	576 724	767 890
Overdraft facilities (1)	6(a)	117 381	-
Interest-bearing short term debt (1)	6(a)	85 000	171 000
Interest-bearing long term debt (2)	6(a)	739 687	263 342
Lease liability- long term	15	61 967	-
Lease liability- short term	15	18 463	-
Total financial liabilities		**1 636 664**	**1 224 462**

(1)The fair value of cash and cash equivalents, trade receivables, receivables from group companies, overdraft facilities, interest-bearing short term debt, liabilitites to Group companies and trade and other payables approximate their carrying value due to their short term nature. Provisions for dividends received from subsidiaries which are included in receivables from group companies are not considered financial assets until they have been approved.

(2) Interest-bearing long term debts are measured at amortised cost. The fair value of interest-bearing long term debts is not materially different from their carrying value, since the interest payable on those debts, which are variable interest rate loans, are close to current market rates. Installments due within the next 12 months are presented as interest-bearing short term debt.

Note 6
Financial assets and financial liabilities

Financial Statement Impact:
The company's financial instruments resulted in the following income, expenses and gains and losses recognised in the statement of profit or loss:

NOK in thousands	2024	2023
Interest from assets held at amortised cost	31 079	16 545
Interest expense from liabilites at amortised cost	(93 157)	(62 363)
Total financial income and expense	**(62 078)**	**(45 818)**

Other non-current financial assets
The other non-current financial assets in the consolidated statement of financial position comprise the following:

NOK in thousands	2024	2023
Loans to employees*	1 718	3 036
Capitalised transaction costs**	28 883	2 391
Other	8 048	4 569
Total	**38 648**	**9 997**

* Loans to employees include next year's installments. Instalments in 2025 amount to NOKt 282.
** Transaction costs related to establishing the RCF, the guarantee facility and the overdraft facility, see more details in note 6(a).

6(a) Credit facilities

NOK in thousands	Effective interest rate	2024	2023
Term loan	NIBOR 3 months + 2,25 %	828 750	310 500
Revolving credit facility	NIBOR 3 months + 2,25 %	-	125 000
Total principal amounts		**828 750**	**435 500**

Credit facilities agreement

Elmera Group ASA entered into a new credit facilities agreement on 23 September 2024. The credit facilities agreement is facilitated by DNB Bank ASA, acting as the agent for a syndicate comprising DNB Bank, Danske Bank, Swedbank and Sparebanken Vest. Upon completing the new credit facilities agreement, the Group fully repaid the Term Loan and the Revolving Credit Facility.

The new facilities agreement includes the following facilities;
- a NOKt 850 000 term loan facility
- a NOKt 5 200 000 revolving credit facility
- a NOKt 2 000 000 guarantee facility

The Term Loan - NOKt 850 000
The Group drew NOKt 850 000 upon the Term Loan Facility at commencement date for the purpose of refinancing existing debt. The termination date of the loan is in September 2027, with an option to extend the termination date by two periods of twelve months. The Term Loan is to be repaid in quarterly repayments of 2,5 % of the original amount of the Term Loan, with the remainder being repaid in full on the termination date. The reference interest rate is NIBOR.
The loan instalments of NOKt 85 000 that are due within the next twelve months are reported as short term interest-bearing debt in the statement of financial position.

The Revolving Credit Facility - NOKt 5 200 000
The undrawn Revolving Credit Facility is available up until one month before the termination date. The termination date is in September 2027, with an option to extend the termination date by two periods of twelve months. Any repaid drawings on the facility are available for re-drawing. Part of the Revolving Credit Facility can be carved out as ancillary facility. The Group has carved out an overdraft facility of NOKt 1 500 000, see section below.

As of 31 December 2024, the Group has not drawn upon the remaining Revolving Credit Facility.

The Overdraft Facility - NOKt 1 500 000
The Group has carved out an Overdraft Facility from the Revolving Credit Facility, which is available one year from the agreement date in September 2024. The Overdraft Facility will be renewed for another year unless the Group requests otherwise.

At 31 December 2024 a total of NOKt 117 381 is drawn upon the Overdraft Facility.

The Guarantee Facility - NOKt 2 000 000
The purpose of the Guarantee Facility is the issuance of guarantees and letters of credit for the general corporate and working capital purpose of the Group, here-under gurantees related to re-invoicing agreements with grid owners, property rental agreements etc. The termination date of the Guarantee Facility is in Septem-ber 2027, with an option to extend the termination date by two periods of twelve months.

At 31 December 2024 guarantees of total NOKt 1 960 276 are issued under the Guarantee Facility.

Security
The Group's trade receivables have been pledged as security for all credit facilities under the new facilities agreement.

Transactions costs
Transactions costs realted to the establishment of the new Term Loan Facility amount to a total of NOKt 4 053 and are recognised as part of amortised cost of the Term loan. Transaction costs related to the establishment of the Revolving Credit Facility and the Guarantee Facility amount to a total of NOKt 30 244 and are amor-tised on a straight line basis. The amortisation period runs from the date of the new credit facilities agreement until the termination date.

6(a)
Credit facilities

Financial covenants
Under the new Credit Facility Agreement, the following covenants apply:

- The Drawn RCF Debt Percentage[1] does not exceed 80 per cent at any time;
- Leverage[2] at all times is less than 2.00:1; and
- Liquidity[3] at all times shall be at least NOK 500,000,000.

The Group is in compliance with the covenants at the end of this reporting period.

1) Drawn RCF Debt Percentage is defined as the Drawn RCF Debt as a percentage of the Adjusted Accounts Receivables at that time. Adjusted Accounts Receivables is defined as Accounts Receivables and Accrued Receivables of the Group relating to electricity sales, deducted for loss provisions according to the Group's procedures. VAT is added in the part of Accounts Receivables that have been delivered but not invoiced.
2) Leverage is defined as the ratio of Total Long-Term Interest- Bearing Debt to Adjusted EBITDA. Adjusted EBITDA is defined as reported EBITDA less any interest cost under the Revolving Facility and the Statkraft Agreement accrued during the Relevant Period.
3) Liquidity is defined as the aggregate of any undrawn and available Revolving Facility Commitments and any Cash and Cash Equivalents.

6(b) Cash and cash equivalents

Current assets

NOK in thousands	2024	2023
Cash at bank and in hand	71 151	127 211
Total	**71 151**	**127 211**

The above figures equals the amount of cash shown in the statement of cash flows at the end of the financial year.

Classification as cash equivalents
Term deposits are presented as cash equivalents if they have a maturity of three months or less from the date of acquisition and are repayable with 24 hours notice with no loss of interest.

Elmera Group ASA is the group account holder in a group account system for bank deposits and bank overdrafts, where the subsidiaries in the Elmera Group holds sub accounts. The total net deposit or overdraft on all sub accounts in the group account system is presented net per currency as either cash and cash equivalents, or overdraft facilities in the statement of financial position. Deposits and overdrafts of the sub account holders are included in receivables from group companies and liabilities to group companies in the statement of financial positions.

Restricted cash
The company does not hold any restricted cash deposits at 31 December 2024.

Note 7 Financial risks

The company classifies the following categories of financial risks:

- Climate risk
- Market risk
- Credit risk
- Liquidity risk

Climate risk

In preparing Elmera Group ASA's annual financial statements, a comprehensive evaluation of climate-related risks was conducted to accurately reflect the company's financial position and outlook. The company is the holding company and ultimate parent in the Elmera Group and provides management services to subsidiaries and other companies in the Group.

The Group's core business is purchase, sales and portfolio management of electrical power to end users. Elmera Group ASA is therefore indirectly affected by the potential impacts of physical climate risks such as extreme weather events and shifts in climate patterns, as well as transition risks associated with the global move towards a low-carbon economy.

The various aspects of climate risk mentioned above have been assessed for their potential influence on the impairment considerations of the company's investments in subsidiaries and revenues related to management services. It was concluded that, as of the current reporting period, climate-related risks do not have material effects on the company's financial statements.

The Elmera Group's ESG-report contains more information about climate risk and how these are managed.

Market risk

Market risk is the risk of losses arising from movements in market prices. The company is primarily exposed to the market risks of changes in interest rates.

Market risk – interest rates

The company's exposure to interest rate risk arises from variable interest rate credit facilities and variable interest rate deposits and overdrafts within the group account system. Refer to note 6 for description of the Group's credit facilities. The company has a term loan drawn upon the Group's term loan facility. The net interest-bearing deposits and overdrafts of each of the group companies holding sub accounts in the group account system, are included in receivables on group companies and liabilities to group companies in the company's statement of financial position.

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the company. As at 31 December 2024, the company's maximum exposure to credit risk without taking into account any collateral held or other credit enhancements, equals the carrying amount of the respective recognised financial assets as stated in the statement of financial position, see note 6. At year end 2024 the company's only financial assets are trade receivables, receivables on group companies and cash and cash equivalents. Receivables on group companies mainly represents receivables on those subsidiaries that have net overdrafts on their sub accounts in the group account system. Each member of the group account system is jointly and severally liable for any overdraft liabilities.

Liquidity risk

The company manages liquidity risk by maintaining adequate cash reserves, bank overdraft facilities and reserve credit facilities, and by monitoring forecasts and actual cash flows. The company has access to the group's credit facilities (a term loan facility, a revolving credit facility, a guarantee facility, and an overdraft facility) which ensures access to additional cash reserves. Details of the group's undrawn facilities are set out in note 6(a), Credit facilities.

Liquidity risk table

The following table details the company's remaining contractual maturity for its financial liabilities. The table has been drawn based on the undiscounted cash flows of financial liabilities based on the earliest date on which the company can be required to pay. The company does not hold any derivative financial liabilities at year end 2024.

Note 7
Financial risks

Contractual maturities of financial liabilities

31 December 2024

NOK in thousands	Less than 1 month	1-3 months	3 months to 1 year	1-5 years	5+ years	Total	Carrying amount
Trade and other payables*	37 443	-	-	-	-	37 443	37 443
Liabilities to group companies**	-	-	-	-	-	-	567 781
Overdraft facilities	-	-	117 381	-	-	117 381	117 381
Interest-bearing short term debt***	-	21 250	63 750	-	-	85 000	85 000
Interest-bearing long term debt	-	-	-	743 750	-	743 750	739 687
Leasing liabilities	-	4 704	14 112	60 385	13 034	92 235	80 430
Total	**37 443**	**25 954**	**195 243**	**804 135**	**13 034**	**1 075 809**	**1 636 664**

* Ordinary trade and other payables are not interest-bearing.
** Liabilities to group companies are interest-bearing and includes liabilities to subsidiaries that have net deposits on their sub accounts in the group account system at year end. As there are no contractual maturities for deposits and liabilities within the group account system these amounts are not included in the table.
*** Interest-bearing short term debt includes the amounts of the term loan that are due within the next 12 months.

Note 8 Related party transactions

Related parties include major shareholders, Board of Directors and key management. Transactions related to these groups are disclosed in note 14.

Pricing of services and transactions between related parties are set on an arm's length basis in a manner similar to transactions with unrelated third parties.

The following transactions were carried out with related parties (NOK in thousands):

Income from related parties (NOK in thousands)

Related party	Relation	Purpose of transactions	2024	2023
Fjordkraft AS	Subsidiary	Dividend	175 000	168 000
Fjordkraft AS	Subsidiary	Group contribution	360 500	285 000
Elmera Industrial Ownership AS	Subsidiary	Dividend	-	112 000
Fjordkraft AS	Subsidiary	Management, IT, and other services	231 174	162 463
TrøndelagKraft	Subsidiary	Management, IT, and other services	23 236	17 873
Allrate AS	Subsidiary	Management, IT, and other services	21 268	20 610
Steddi Payments AS	Subsidiary	Management, IT, and other services	3 186	14 162
Elmera Nordic AS	Subsidiary	Management, IT, and other services	1 647	4 629
Fjordkraft Mobil AS	Subsidiary	Management services	5 186	634
Gudbrandsdal Energi AS	Subsidiary	Management services	8 757	2 929
Switch Nordic Green AB	Subsidiary	Management, IT, and other services	5 501	-
Other	Subsidiaries	Interest income cash pool	25 407	12 111

Expenses to related parties (NOK in thousands)

Related party	Relation	Purpose of transactions	2024	2023
Fjordkraft AS	Subsidiary	Purchase of other services	156	1 022
Metzum AS****	Associated company	Purchase of other services	44 277	43 846
Atea AS**	Other	Purchase of products and other services	10 998	9 919
Telia Norge AS***	Other	Purchase of products and other services	1 074	4 648
Other	Subsidiaries	Interest expense cash pool	29 073	17 398

Note 8
Related party transactions

Current receivables from related parties (NOK in thousands)

Related party	Relation	2024	2023
Fjordkraft AS*	Subsidiary	766 247	464 413
TrøndelagKraft AS	Subsidiary	21 522	25 902
Allrate AS	Subsidiary	3 868	24 362
Elmera Industrial Ownership AS*	Subsidiary	455 435	359 766
Steddi Payments AS	Subsidiary	1 112	15 002
Elmera Nordic AS	Subsidiary	135 374	6 426
Switch Nordic Green AB	Subsidiary	5 501	-
Fjordkraft Mobil AS	Subsidiary	1 239	94
Gudbrandsdal Energi AS*	Subsidiary	4 282	2 929
Elmera Energy AS	Subsidiary	25 980	-

Current liabilities to related parties (NOK in thousands)

Related party	Relation	2024	2023
Fjordkraft AS	Subsidiary	93 567	271 091
TrøndelagKraft AS*	Subsidiary	265 224	403 523
Allrate AS*	Subsidiary	12 424	32 757
Steddi Payments AS*	Subsidiary	63 549	20 604
Energismart Norge AS*	Subsidiary	3	3
Elmera Nordic AS*	Subsidiary	-	6 542
Gudbrandsdal Energi AS*	Subsidiary	61 966	33 370
Elmera Energy AS	Subsidiary	8 942	-
Switch Nordic Green AB	Subsidiary	71 049	-
Metzum AS****	Associated company	-	6 836
Atea AS**	Other	3 512	1 875
Telia Norge AS***	Other	102	-

* Includes liabilities in group account system, refer note 6.
** The chairman of the Board of Directors in Elmera Group ASA is the CEO of Atea ASA.
*** Telia Norge AS is part of the Telia Company group, which is a major shareholder (non-controlling interest) in Fjordkraft Mobil AS.
**** The Group divested its shares in Metzum AS on December 17, 2024. The transactions presented above are reported up to this date.

Note 9 Investments in subsidiaries

NOK in thousands	Location	Ownership/ voting right	Equity year end 2024 (100%)	Profit or loss 2024 (100%)	Book value
Fjordkraft AS	Bergen, Norway	100 %	729 292	573 180	1 636 984
Elmera Industrial Ownership AS	Bergen, Norway	100 %	557 672	151 740	648 322
Elmera Energy AS	Bergen, Norway	100 %	189	(473)	80
Book value at 31 December 2024					**2 285 387**

The board of directors in Fjordkraft AS has approved a dividend of NOKt 175 000 and group contribution of NOKt 360 500. The total of NOKt 535 500 have been recognised as income from investments in subsidiaries in profit or loss for 2024.

Note 10 Pension liabilities

Description of pension schemes

Elmera Group's pension schemes have been established in accordance with local laws, and include both defined contribution plans and defined benefit plans. The pension schemes offered in the Norwegian companies in the Group are in line with the Act on Mandatory Occupational Pensions (Lov om obligatorisk tjenestepensjon).

Defined benefit plans

Defined benefit plans entitles members to defined future benefits. These are mainly dependent on the number of years of service, the salary level at retirement age and the size of benefits paid by the national insurance. Liabilities in defined benefit plans that are funded are covered through an insurance company.

The liability or asset recognised in the consolidated statement of financial position in respect of a defined benefit pension plan is the present value of the defined benefit obligation at the end of the reporting period, less the fair value of plan assets if the plan is funded. The defined benefit obligation is calculated annually by independent actuaries.

Defined contribution plans

Defined contribution plans are post-employment benefit plans under which an entity pays fixed defined contributions into a separate entity (a fund).

Pension schemes in Elmera Group ASA

Until the end of 2019 the group companies had a single pension scheme covering all employees. As of 1.1.2020 all Group employees born in 1963 and later was transferred to a defined contribution pension scheme. Employees born before 1963 maintained their membership in defined benefit pension scheme, which at the same time was closed for new members. Members who were enrolled in the defined contribution pension plan received a paid-up policy for earned entitlements for the time they have earned rights in the defined benefit pension scheme if they had at least three years of service.

At the beginning of 2022 Elmera Group ASA had 3 employees. Between 2022 and 2024, a total of 131 employees were transferred from the subsidiary Fjordkraft AS to Elmera Group ASA as part of a transfer of business. Fjordkraft AS' defined benefit plan liabilities related to the transferred employees were transferred to Elmera Group ASA as part of the transfer of business. The employees' right to continue earning pensions in accordance with the Group's pension schemes is continued in Elmera Group ASA.

Defined contribution plan

At the end of 2024 Elmera Group ASA has a defined contribution pension scheme covering a total of 150 active members and 1 pensioner. The contribution rates for the defined contribution plan are set to 5 per cent of salaries between 0 and 7,1 times G (where G is the National Insurance scheme basic amount, NOKt 124,028 in 2024), and 15 per cent of salaries between 7,1 and 12 times G.

The defined-contribution pension scheme also includes disability pension, spouse's pension and children's pension. In addition, Elmera has chosen to introduce the contractual pension agreement (CPA) scheme for private sector for those members who are enrolled in the defined contribution pension scheme. The agreement entitles members to benefits from the age of 62 until they are eligible for a national insurance pension when reaching the age of 67.

In addition to the above mentioned defined contribution plan (and if applicable the defined benefit pension plan described below), Senior Management are members of a defined contribution plan, entitling them to additional annual contribution for salary exceeding 12 G.

Defined benefit plans

At the end of 2024 the defined benefit pension scheme covers 3 active members, 2 pensioner and 52 deferred vested members. This defined benefit pension scheme includes retirement pension, contractual pension agreement (CPA), disability pension, spouse's pension and children's pension. The scheme complies largely with the regulations enshrined in the Act on the Government Pension Fund. The liabilities are covered through the insurance company BKK Pensjonskasse.

The contractual pension agreement (CPA) for members of the defined benefit scheme had 0 active members and 0 pensioners. The agreement entitles staff to benefits from the age of 62 until they are eligible for a national insurance pension when reaching the age of 67. The CPA is an unfunded pension plan.

For those members who were transferred from the defined benefit scheme to the new defined contribution pension scheme at the beginning of 2020, an additional defined benefit plan was established to provide supplementary retirement pension to employees with a long employment time and a high age whom had their expected retirement pension reduced when being transferred out of the defined benefit scheme. This plan aims to counteract some of the effects that the introduction of life expectancy adjustment has had for public occupational pension schemes. The scheme applies to a closed group of employees. The supplementary allowance was set with final effect at the end of 2019, and the supplement constitutes a fixed percentage of the individual's pension basis up to the age of 66 years. This scheme will only provide benefits if the employees are at least 67 years old at retirement. The scheme covers a total of 14 active members and 0 pensioners in Elmera Group ASA at the end of 2024.

Risk exposure

Through its defined benefit occupational pension plans, the company is exposed to a number of risks, the most significant are detailed below.

Note 10
Pension liabilities

Asset volatility;
The plan liabilities are calculated using a discount rate set with reference to covered bonds ("Obligasjoner med fortrinnsrett"); if plan assets underperform this yield, this will create a deficit. All plans hold a significant portion of investments in equity instruments, which are expected to outperform corporate bonds in the long-term while providing volatility and risk in the short-term.

As the plans mature, the company intends to reduce the level of investment risk by investing more in assets that better match the liabilities.

Changes in bond yields;
A decrease in corporate bond yields will increase plan liabilities, although this will be partially offset by an increase in the value of the plan's bond holdings.

Inflation risk;
Some of the company's pension obligations are linked to salary inflation, and higher inflation will lead to higher liabilities (although in most cases, caps on the level of inflationary increases are in place to protect the plan against extreme inflation). The majority of the plan's assets are either unaffected by or loosely correlated with inflation, meaning that an increase in inflation will also increase the deficit.

Life expectancy;
The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities.

At the end of this note, a table showing sensitivity analysis of the most significant assumptions is enclosed.

Amounts recognised in statement of financial position 2024	**31 December 2024**	**31 December 2023**
NOK in thousands		
Present value of funded obligations	71 483	65 522
Fair value of plan assets	83 889	73 206
Deficit for funded plans	**(12 406)**	**(7 684)**
Present value of unfunded obligations	46 274	7 441
Total deficit of defined benefit pension plans	**33 868**	**(244)**
Other employee benefit obligations	8 048	4 569
Employee benefit obligations recognised in Statement of financial position	**41 916**	**4 326**

Change in defined benefit obligation NOK in thousands	**Present value of funded obligation**	**Fair value of plan assets**	**Total, Funded obligations, net of plan**	**Present value of non-funded obligation**	**Total, net**
At 1 January 2024	**65 522**	**73 207**	**(7 686)**	**7 440**	**(245)**
Accrued pension entitlement for the year	349	-	349	455	804
Payroll tax (PT)	49	-	49	64	113
Interest expense (income)	2 711	-	2 711	309	3 020
Return on plan assets	-	3 030	(3 030)	-	(3 030)
Actuarial gains and losses	4 067	6 790	(2 723)	10 907	8 184
Benefits paid	(960)	(960)	-	-	-
Contribution	-	2 077	(2 077)	-	(2 077)
Settlement (gain) / loss recognised	-	-	-	27 099	27 099
Payroll tax of contribution	(255)	(255)	-	-	-
At 31 December 2024	**71 483**	**83 889**	**(12 406)**	**46 274**	**33 868**

Note 10
Pension liabilities

Amounts recognised in Statement of profit or loss 2024	**Funded obligations**	**Non-funded obligations**	**Total**
NOK in thousands			
Accrued pension entitlement for the year	349	455	804
Payroll tax (PT)	49	64	113
Net interest expense / (income)	2 711	309	3 020
Expected return on plan assets	(3 030)	-	(3 030)
Settlement (gain) / loss recognised	-	-	-
Pension expenses defined benefit pension schemes	**79**	**828**	**907**
Pension expenses defined contribution pension scheme			14 048
Total amount recognised in profit or loss			**14 955**

Actuarial gains and losses recognised directly in Other comprehensive income (OCI)

NOK in thousands	**2024**	**2023**
Net actuarial gains/(losses) recognised in OCI during the year	(8 184)	15 246
Tax effects of actuarial gains/(losses) recognised in OCI	(1 800)	3 354

Significant actuarial assumptions

Discount rate	3,95 %	4,15 %
Salary growth rate	2,50 %	2,50 %
Expected growth in base social security amount (G)	3,25 %	3,50 %
Estimated return on plan assets	3,95 %	4,15 %
Pension growth rate	2,80 %	2,90 %
CPA withdrawal	25% when 62 yrs	25% when 62 yrs
Demographic assumptions	K2013BE	K2013BE
Voluntary retirement	Before 45 yrs - 4,5%	Before 45 yrs - 4,5%
	45 yrs - 60 yrs - 2,0%	45 yrs - 60 yrs - 2,0%
	After 60 yrs - 0%	After 60 yrs - 0%

* K2013BE is the insurance companies' present best estimate based on The Financial Supervisory Authority of Norway's mortality table K2013 and Statistics Norway's present population projection.

Note 10
Pension Liabilities

Sensitivity of pension liabilities to changes in the weighted financial assumptions are:

	Change in pension cost		Change in employee defined benefit liabilities	
NOK in thousands	1,00 %	-1,00 %	1,00 %	-1,00 %
Discount rate	(778)	997	(20 188)	26 437
Salary growth rate	358	(327)	3 681	(3 358)
Expected growth in base social security amount (G)	596	(501)	22 291	(17 551)

Pension asset comprise

Pension assets are invested in bonds and money-market placements issued by the Norwegian government, Norwegian municipalities, financial institutions and enterprises. Foreign currency bonds are hedged. Investments are made in both Norwegian and foreign shares. Any estimate deviation is distributed pro-rata between the individual asset categories.

At 31 December 2024 the plan assets were invested as follows:

	Level 1	Level 2	Level 3		
NOK in thousands	Exchange listed prices	Observable prices	Non-observable prices	Total	%-share
Equity instruments	11 707	11 226	9 256	32 190	38%
Interest bearing instruments	2 254	49 445	-	51 699	62%
Total investments	**13 961**	**60 671**	**9 256**	**83 889**	**100 %**

Note 11 Intangible assets

Non-current intangible assets 2024	Software and development projects	Construction in progress	Total non-current intangible assets
NOK in thousands			
Accumulated cost 1 January 2024	446	387	832
Additions - Purchase	-	29 847	29 847
Additions - Internally generated	1 969	1 589	3 558
Transferred from construction in progress	13 106	(13 106)	-
Government grants	-	(495)	(495)
Accumulated cost 31 December 2024	**15 521**	**18 220**	**33 742**
Accumulated depreciation 1 January 2024	(446)	-	(446)
Depreciation for the year	(181)	-	(181)
Accumulated depreciation 31 December 2024	**(627)**	**-**	**(627)**
Carrying amount 31 December 2024	**14 894**	**18 220**	**33 115**
Useful life	*3 years*		
Depreciation method	*Straight line*		

Non-current intangible assets 2023	Software and development projects	Construction in progress	Total non-current intangible assets
Accumulated cost 1 January 2023	446	-	446
Additions - Purchase	-	387	387
Accumulated cost 31 December 2023	**446**	**387**	**832**
Accumulated depreciation 1 January 2023	(446)	-	(446)
Depreciation for the year	-	-	-
Accumulated depreciation 31 December 2023	**(446)**	**-**	**(446)**
Carrying amount 31 December 2023	**-**	**387**	**387**
Useful life	*3 years*		
Depreciation method	*Straight line*		

Note 11
Intangible assets

Research and development
Development projects focus on preparing the company for future changes in the framework conditions, streamlining processes and future growth. The work mainly concerns customer-related system projects. Of total R&D expenditure of NOKt 39 967, NOKt 15 828 has been expensed as other operating expenses and NOKt 24 138 has been recognised as R&D assets.

It is expected that future earnings of ongoing R&D will correspond to expenses incurred.

Government grants
Elmera Group ASA has been awarded two government grants (SkatteFUNN) in 2024 which are carried forward in 2025.
One of the grants relates to a project regarding development of a plattform for local power production, storage and distribution.
The other grant relates to a project regarding development of fully automatic multi-load management in the private market.
The total grants of NOK 807 thousand will be booked as a reduction of the cost price of the related assets when approved.

Note 12 Share capital and shareholder information

Shareholders at 31 December 2024	Number of shares	Nominal value per share	Nominal value	Voting rights	Ownership
Folketrygdfondet	10 156 341	0,30	3 046 902	9,31 %	8,88 %
Gudbrandsdal Energi Holding AS	7 682 161	0,30	2 304 648	7,04 %	6,72 %
Verdipapirfondet Alfred Berg Gambak	4 596 010	0,30	1 378 803	4,21 %	4,02 %
Vpf DNB Am Norske Aksjer	4 262 927	0,30	1 278 878	3,91 %	3,73 %
Verdipapirfondet DNB SMB	3 593 322	0,30	1 077 997	3,29 %	3,14 %
J.P. Morgan SE	3 539 181	0,30	1 061 754	3,24 %	3,09 %
Verdipapirfondet Holberg Norge	3 400 000	0,30	1 020 000	3,12 %	2,97 %
Landkreditt Utbytte	2 745 000	0,30	823 500	2,52 %	2,40 %
Verdipapirfondet Sparebank 1 Utbytte	2 341 902	0,30	702 571	2,15 %	2,05 %
J.P. Morgan SE	2 286 552	0,30	685 966	2,10 %	2,00 %
Verdipapirfondet Storebrand Norge	2 114 441	0,30	634 332	1,94 %	1,85 %
HSBC Bank PLC	1 968 946	0,30	590 684	1,80 %	1,72 %
Fjarde AP-Fonden	1 900 000	0,30	570 000	1,74 %	1,66 %
Varde Norge AS	1 815 000	0,30	544 500	1,66 %	1,59 %
VJ Invest AS	1 789 431	0,30	536 829	1,64 %	1,56 %
Verdipapirfondet Sparebank 1 Norge Verdi	1 678 424	0,30	503 527	1,54 %	1,47 %
Vevlen Gård AS	1 450 000	0,30	435 000	1,33 %	1,27 %
Catilina Invest AS	1 414 483	0,30	424 345	1,30 %	1,24 %
Verdipapirfondet KLP AksjeNorge	1 215 476	0,30	364 643	1,11 %	1,06 %
The Bank of New York Mellon SA/NV	1 128 568	0,30	338 570	1,03 %	0,99 %
Others	48 037 614	0,30	14 411 284	44,02 %	42,01 %
Total outstanding shares	**109 115 779**		**32 734 734**	**100 %**	**95 %**
Treasury shares	5 236 021	0,30	1 570 806	0,00 %	4,58 %
Total shares in issue	**114 351 800**		**34 305 540**	**100 %**	**100 %**

Share capital and share premium	Share capital	Share premium	Total
NOK in thousands			
31 December 2024	32 735	1 570 810	1 603 544
31 December 2023	32 601	1 570 810	1 603 411

Fully paid ordinary shares which have a par value of NOK 0.30 carry one vote per share and carry a right to dividends (except for treasury shares).
All outstanding shares have equal voting rights and the right to receive dividend.

Treasury shares
In the second quarter of 2022 the Group initiated a share buyback program where a total of 5 717 590 shares were purchased, corresponding to 5 % of the share capital, for a total amount of NOKt 132 827.
The program's purpose is to: (i) fulfil obligations arising as a result of the Group's share option program, and
(ii) to redeem (i.e. cancel) shares by way of a share capital decrease in the Company, subject to approval from the general meeting.
In 2024 a total of 444 168 treasury shares, corresponding to 0,39 % of the share capital, have been sold for a total amount of NOKt 8 467. The sales were initiated to fulfill obligations arising from the Group's share option program, and fees paid in shares to board members.

Note 12
Share capital
and shareholder information

Shares and options owned/controlled by members of the Board of Directors, CEO and other members of the Executive Management (including related parties):

31 December 2024	Number of shares	Number of options
Rolf Barmen (President and Chief Executive Officer (CEO))	80 052	210 000
Henning Nordgulen (Executive Vice President (EVP) Finance (CFO))	60 000	50 000
Roger Finnanger (Executive Vice President (EVP) Business)	3 378	140 000
Arnstein Flaskerud (Executive Vice President (EVP) Strategy, Innovation, Sustainability and M&A)	50 760	140 000
Solfrid K. Aase (Executive Vice President (EVP) Alliance)	11 156	120 000
Solfrid Fluge Andersen (Executive Vice President (EVP) Power markets and energy supply)	5 171	120 000
Per Heiberg-Andersen (Executive Vice President (EVP) Nordic)	5 000	113 334
Magnar Øyhovden (Chief Executive Officer (CEO), Fjordkraft AS)	54 600	60 000
Jeanne K. Tjomsland (Executive Vice President (EVP) People, Culture and Communications)	26 028	96 667
Kari Marvik (Executive Vice President (EVP) IT (CIO))	-	30 000
Steinar Sønsteby (Chair of the Board)	20 599	-
Live Bertha Haukvik (Member of the board)	8 293	-
Heidi Theresa Ose (Member of the board)	4 458	-
Per Oluf Solbraa (Member of the board)	5 361	-
Anne Marit Steen (Member of the board)	7 958	-
Frank Økland (Member of the board, Employee representative)	1 533	-
Magnhild Uglem (Member of the board, Employee representative)	1 645	-
Stian Madsen (Member of the board, Employee representative)	3 293	-
Lisbet Nærø (Chair of the Nomination committee)	-	-
Atle Kvamme (Member of the Nomination committee)	-	-
Brede Selseng (Member of the Nomination committee)	-	-
Total	**349 285**	**1 080 001**

Terms and details for the management option program are outlined in note 16.

Note 13 Other current liabilities

NOK in thousands	2024	2023
Accrued expenses	1 243	3 965
Payroll liabilities	47 922	21 763
Total other current liabilities	**49 165**	**25 728**

Note 14 Remuneration to the Executive management and Board of Directors

Executive management 2024:

NOK in thousands	Salary	Bonus	Other benefits	Pension costs	Total remuneration
Rolf Barmen (President and Chief Executive Officer (CEO))	3 705	1485*	150	795	6 135
Henning Nordgulen (Executive Vice President (EVP) Finance (CFO))	2 807	330	150	365	3 653
Roger Finnanger (Executive Vice President (EVP) Business)	1 955	295	120	220	2 590
Arnstein Flaskerud (Executive Vice President (EVP) Strategy, Innovation, Sustainability and M&A)	2 092	283	120	347	2 842
Solfrid K. Aase (Executive Vice President (EVP) Alliance)	1 743	251	100	275	2 369
Solfrid Fluge Andersen (Executive Vice President (EVP) Power markets and energy supply)	1 870	258	100	206	2 434
Per Heiberg-Andersen (Executive Vice President (EVP) Nordic)	1 755	220	100	185	2 260
Magnar Øyhovden (Chief Executive Officer (CEO), Fjordkraft AS)	2 659	366	150	333	3 507
Jeanne K. Tjomsland (Executive Vice President (EVP) People, Culture and Communications)	1 917	54	120	322	2 414
Kari Marvik (Executive Vice President (EVP) IT (CIO))	1 738	69	100	181	2 088
Total remuneration executive management 2024	**22 241**	**3 611**	**1 210**	**3 229**	**30 292**

*In 2024 the CEO received a bonus of NOKt 1 485 based on the Group's performance in 2023. In 2024 the Board of Directors have awarded the CEO a bonus of NOKt 1 500 based on the Group's performance in 2024, which will be paid in 2025.

Executive management 2023:

NOK in thousands	Salary	Bonus	Other benefits	Pension costs	Total remuneration
Rolf Barmen (President and Chief Executive Officer (CEO))	3 477	375*	150	774	4 776
Henning Nordgulen (Executive Vice President (EVP) Finance (CFO))	2 693	12	150	360	3 215
Roger Finnanger (Executive Vice President (EVP) Business)	1 836	47	110	211	2 204
Arnstein Flaskerud (Executive Vice President (EVP) Strategy, Innovation, Sustainability and M&A)	2 007	47	120	324	2 498
Solfrid K. Aase (Executive Vice President (EVP) Alliance)	1 672	47	100	265	2 084
Solfrid Fluge Andersen (Executive Vice President (EVP) Power markets and energy supply) 1)	1 785	47	100	198	2 130
Per Heiberg-Andersen (Executive Vice President (EVP) Nordic)	1 672	47	100	178	1 997
Magnar Øyhovden (Chief Executive Officer (CEO), Fjordkraft AS)	2 550	70	150	298	3 068
Jeanne K. Tjomsland (Executive Vice President (EVP) People, Culture and Communications) 2)	156	-	10	28	194
Kari Marvik (Executive Vice President (EVP) IT (CIO)) 3)	142	-	8	9	159
Marius Sveipe (Chief Executive Officer (CEO), Gudbrandsdal Energi AS) 4)	467	95	-	56	618
Total remuneration executive management 2023	**18 457**	**787**	**998**	**2 701**	**22 943**

*In 2023 the CEO received a bonus of NOKt 375 based on the Group's performance in 2022. In 2023 the Board of Directors have awarded the CEO a bonus of NOKt 1 485 based on the Group's performance in 2023, which will be paid in 2024.

1) Executive Vice President (EVP) Operations until 30 November 2023 and Executive Vice President (EVP) Power markets and energy supply from 1 December 2023
2) From 1 December 2023
3) From 1 December 2023
4) From 1 August 2022 until 31 May 2023

Remuneration included in the tables is valid for the period from/to the dates stated above.

Note 14
Remuneration to the Executive management and Board of Directorsw

The members of the Board of Directors have received the following remuneration during the year ended 31 December 2024:

NOK in thousands	Fee	Fee in shares	Total remuneration
Steinar Sønsteby (Chair of the Board)	572	64	635
Live Bertha Haukvik (Member of the board)	421	47	468
Heidi Theresa Ose (Member of the board)	378	42	420
Per Oluf Solbraa (Member of the board)	327	36	364
Anne Marit Steen (Member of the board)	378	42	420
Frank Økland (Member of the board, Employee representative)	113	13	126
Magnhild Uglem (Member of the board, Employee representative)	113	13	126
Stian Madsen (Member of the board, Employee representative)	113	13	126
Lisbet Nærø (Chair of the Nomination committee)	57	-	57
Atle Kvamme (Member of the Nomination committee)	35	-	35
Brede Selseng (Member of the Nomination committee)	35	-	35
Total remuneration Board of directors	**2 542**	**269**	**2 811**

Note 14
Remuneration to the Executive management and Board of Directorsw

The members of the Board of Directors have received the following remuneration during the year ended 31 December 2023:

NOK in thousands	Fee	Fee in shares	Total remu-neration
Steinar Sønsteby (Chair of the Board)	550	55	605
Live Bertha Haukvik (Member of the board)	405	41	446
Heidi Theresa Ose (Member of the board)	364	36	400
Per Oluf Solbraa (Member of the board)	315	32	347
Anne Marit Steen (Member of the board 1)	364	36	400
Frank Økland (Member of the board, Employee representative)	109	11	120
Magnhild Uglem (Member of the board, Employee representative 2)	109	11	120
Stian Madsen (Member of the board, Employee representative 3)	109	11	120
Tone Wille (Member of the board 4))	101	-	101
Elisabeth Norberg (Member of the board, Employee representative 5))	49	-	49
Marianne Unhjem (Member of the board, Employee representative 6))	45	-	45
Lisbet Nærø (Chair of the Nomination committee)	54	-	54
Atle Kvamme (Member of the Nomination committee	10	-	10
Ragnhild Stolt-Nielsen (Member of the Nomination committee 7)	10	-	10
Brede Selseng (Member of the Nomination committee 8))	23	-	23
Total remuneration Board of directors	**2 617**	**233**	**2 850**

1) From 26 April 2023
2) From 14 June 2023
3) From 14 June 2023
4) Until 23 April 2023
5) Until 13 June 2023
6) Until 31 May 2023
7) Until 26 April 2023
8) From 26 April 2023

There are no additional bonus agreements or agreement of similar profit sharing with the CEO or Chairman of the board. The rest of the executive management is also included in the Group's performance bonus scheme.

If the company chooses to terminate the employment, the CEO is entitled to 12 months severance pay after the expiry of the ordinary notice period, which is 6 months.

The Group discontinued the loan scheme for personnel loans in 2023. The Group's executive management had no outstanding personnel loans at year end in 2023.

The CEO and Group management is included in the current pension plan for the Group - see note 10.

Note 14
Remuneration to the Executive management and Board of Directors

The Board of Director's guidelines for remuneration to directors in accordance with Section 6-16a of the Norwegian Public Limited Liability Companies Act

These guidelines have been prepared by the Board of Directors of Elmera Group ASA ("Elmera" or the "Company") in accordance with the Norwegian Public Limited Liability Companies Act Section 6-16a and related regulations. The guidelines was approved by the Company's annual general meeting in 2021 and shall apply until the Company's annual general meeting in 2025, unless amended or replaced earlier.

The guidelines apply for the following (jointly referred to as "directors"): the executive management, (ii) employee elected board members, (iii) the CEO and (iv) other leading employees defined as key employees.

Remuneration to persons mentioned in (ii) are regulated by "Remuneration to employee elected board members".

Purpose and general principles for remuneration

The main principle of the Company`s guidelines for remuneration, is that the directors shall receive a competitive salary, including a result-based salary tied to the business results and shareholder value to ensure the desired competence and director incentives.

Remuneration is an important instrument in order to harmonise the interests of the Company and its directors. The Company's remuneration principles are designed to ensure that the Company is able to attract and keep qualified directors, without being a wage leader in the relevant business sector, and without the variable wage element constituting such a large proportion of the total wage compensation that it can give unfortunate incentives and short-termism.

The remuneration shall generally stimulate to goal achievements and good risk management, counteract excessive risk-taking, and contribute to avoid conflict of interests. The remuneration shall be in line with the Company`s long term interests and economic financial sustainability. In general, the remuneration shall be equal for male and female employees for equal work or work of equal value. The Company conducts annual reviews of the practice of the remuneration principles, and the Company`s written report (the "Remuneration Report") is reviewed by independent control functions.

Elements of remuneration

Remuneration includes all benefits a person receives by virtue of his/her position as a leading person in the Company. This includes base salary, bonuses, allotment of shares, warrants, options and other forms of remuneration related to shares or the development of the share price in the company, pension schemes, early retirement schemes, and all forms of other variable elements in the remuneration, or special benefits that are in addition to the basic salary.

Principles for fixed salary

Fixed cash salary allows the Company to attract and recruit directors that are necessary for the long term profitability and sustainability of the Company. It is the Company's policy that base salaries shall reflect the individual's position and degree of responsibility. The size of the fixed cash salary shall be in line with market conditions, be competitive with comparable businesses within the industry, and shall take into account inter alia the scope and responsibility associated with the position, as well as the skills, experience, and performance of each director. The fixed cash salaries have no maximum levels.

For directors, the base salary constitutes the most significant part of the remuneration.

Principles for variable cash salary

Variable cash salary (i.e. cash bonuses) shall be based on a set of predetermined and measurable performance criteria that reflect the key drivers for pursuing the Company's business strategy, longterm interests, and sustainable business practices.

Principles for pension benefits

Directors` pension arrangements shall generally follow the arrangements established for the employees in Elmera Group ASA and Fjordkraft AS. Pension benefits shall be based on local practices and applicable law. More information concerning pension is included in note 10 of the annual account.

Principles for non-financial benefits

Non-financial benefits shall be based on market terms and shall facilitate the duties of the executive management. The Company aims to have sufficiently competitive salary and incen-

Note 14
Remuneration to the Executive management and Board of Directors

tive programs to minimise additional non-financial benefits, and such shall generally be offered only to the extent they are in line with generally accepted customs locally.

The executive management may receive certain limited benefits in kind, including company car/car arrangement, telephone, internet access, and magasine/newspaper subscriptions.

Purchase of shares

The management may participate in any Company employee share purchase plans or similar plans on substantially on the same terms as all employees.

Share-based incentive programs

Share-based payments, settled in shares or cash, are used as part of the Company's incentive schemes. In the view of the Board of Directors, attractive share-based long-term incentive programs is an important part of the total compensation for the executive management, and which may be necessary to allow the Company to retain and hire the talent it needs for further growth.

The executive management and key personnel shall be concerned with the value development for the Company`s shareholders. A share option program may bind the key employees to the Company and may also contribute to a more cautious wage growth in the years to come.

The following specific limitations apply for granting of share options in the Company: (i) as a main rule, share options may not be redeemed before three years have elapsed, (ii) the maximum amount of share options signed in a given year shall not exceed 0.6 percent of the Company`s outstanding shares, (iii) the exercise price for share options shall be set at market price at the time of allotment, (iv), the exercise price shall be adjusted for dividend paid before redemption, (v) the share options have a cap on gains of three times the exercise price (before adjustments for dividend payments). The options can be settled by the Company in cash if the share price exceeds the cap set out in (v), and if so, based on the gain of such cap, which constitutes the limit of maximum potential gain.

Employment agreements

The CEO and executive management have six month notice periods.

The CEO is entitled to a severance pay in case of termination of employment by the Company for a period of 12 months after expiry of the ordinary notice period. During employment and for 12 months after expiry of the notice period (or from the time of dismissal), the CEO is bound by the provisions on non-competition and recruiting the Company's customers and employees in accordance with the provisions in chapter 14A of the Working Environment Act of 2005.

Remuneration to employee elected board members

The level of remuneration to employee elected board members for their role as board members is proposed by the Remuneration Committee and is handled further by the Nomination Committee which propose a remuneration to the general meeting. The determination of the remuneration takes into consideration the work load, comparable companies and the general wages in the Company.

Deviations from these guidelines

The Board of Directors may, on recommendation from the Remuneration Committee, in the circumstances described below resolve to deviate from any sections of these remuneration guidelines:

- upon change of the CEO;
- upon material changes in Company's organisation, ownership and/or business
- upon material change in the Company's strategy;
- upon changes in or amendments to the relevant laws, rules, or regulations;
- upon other exceptional circumstances where the deviation may be required to serve the long-term interests and sustainability of the Company as a whole or to assure its viability.

Any deviation from these guidelines shall be reported in the Remuneration Report for the relevant year.

The Board's declaration on determining directors pay will be sent out or made available to the shareholders on the Company's web site, together with notice of the annual general meeting of the Company and the Company's annual report and accounts.

Note 15
IFRS 16 Leases

The Company's leasing activities
In 2024, most of the office lease agreements in the Elmera Group has been transferred from the subsidiaries in the Group to Elmera Group ASA. The office leases have lease terms of 2-6 years. Some of the office leases have extension options and these have been included in the calculation if the group is reasonably certain that they will be exercised.

Amounts recognised in the balance sheet
The balance sheet shows the following amounts relating to leases:

NOK in thousands	**2024**
Non-current assets	
Right of use assets	
Property	78 752
Total	**78 752**

NOK in thousands	**2024**
Non-current liabilities	
Lease liability long term	61 967
Current liabilities	
Lease liability short term	18 463
Total	**80 430**

Additions to the right-of-use assets in 2024 were NOKt 90 959

Amounts recognised in the statement of profit or loss
The statement of profit or loss shows the following amounts relating to leases:

NOK in thousands	**2024**
Depreciation right-of-use assets	
Property	12 207
Total	**12 207**

Interest expense lease liability	3 132
Expenses relating to short-term leases	1 036
Expenses relating to leases of low-value	1 260

The total cash outflow for leases in 2024 was NOKt 13 662.

Note 15
IFRS 16 Leases

Variable lease payments
The Company has variable lease payments in its property lease agreements. Variable lease payments consists of annual adjustements to lease payments based on the Consumer Price Index.

Extention and termination options
Extension and termination options are included in a number of property and equipment leases. These are used to maximise operational flexibility in terms of managing the assets used in operations.

Maturity analysis
The following table details the Company's remaining contractual maturity for its leasing liabilities.
The tables have been drawn based on the undiscounted cash flows of instalments on leasing liabilities.

Year ended 31 December 2024	Within 1 year	Between 1 and 5 years	More than 5 years	Total
Property	18 816	60 385	13 034	92 235
Total	**18 816**	**60 385**	**13 034**	**92 235**

Note 16 Option program

Elmera Group ASA established a management option program 10 December 2018.
The option program was established to align management's and shareholders' incentives and to reduce turnover for key employees.

In total 400 000 share options were issued to employees during 2024.

Type	**Options**
Grant Date	**14 February 2024**
Vesting conditions	The options vest in one tranche with vesting 10th of February 2027 The Employee must remain an employee of the Company or an affiliated company at the end of the vesting period.
Expiry date	20 February 2030
Exercise price (NOK)	28,7
Total number outstanding	400 000

Type	**Options**
Grant Date	14 February 2024
Measurement date	14 February 2024
Share price (NOK)	30,48
Lifetime* (years)	2,99
Volatility	49,82%
Risk-free interest rate*	3,8%
Fair Value* (NOK)	9,1209

**volume weighted average for options*

The fair value of the options was calculated using the Black-Scholes model. The model utilises certain information, such as the interest rate on a risk-free security maturing generally at the same time as the option being valued, and requires certain assumptions, such as the expected amount of time an option will be outstanding until it is exercised or it expires and the volatility associated with the price of the underlying shares of common stock, to calculate the fair value of stock options granted. The model also estimate the likelihood of performance fulfillment and takes this into account in the valuation.

The expected volatility for options issued in 2024 is estimated at average of 49,82% where historical volatility is not available. Where historical volatility is available this is calculated using the Elmera Group ASA share price.

Interest rates used are quoted Norwegian government bonds and bills retrieved from Norges Bank.

The total carrying amount per 31 December 2024 is NOK 20 317 245, not including social security.

Note 16
Option Program

The following table shows the changes in outstanding options in 2023 and 2024:

Period activity:

	01.01.2024 - 31.12.2024		01.01.2023 - 31.12.2023	
	Shares	Weighted Average Exercise Price (NOK)	Shares	Weighted Average Exercise Price (NOK)
Outstanding at the beginning of period	1 932 336	34,14	1 710 000	38,92
Granted	400 000	28,70	372 334	16,83
Exercised	(436 001)	18,80	(26 664)	19,30
Cancelled	-	-	-	-
Forfeited	(30 000)	38,17	-	-
Expired	(6 666)	71,20	(110 000)	21,35
Adjusted quantity	-	-	-	-
Modification / Dividends	-	-	(13 334)	72,70
Outstanding at the end of period	1 859 669	33,89	1 932 336	34,14
Vested outstanding	780 669	50,18	943 336	32,34
Vested and expected to vest	1 859 669	33,89	1 932 336	34,14
Intrinsic value of in-the-money outstanding at the end of the period	1 276 335	21 477 002	1 012 336	13 105 162
Intrinsic value vested outstanding at the end of the period	197 335	4 114 502	633 336	6 726 362

At 31 December 2024, the range of exercise prices and weighted average remaining contractual life of the options were as follows :

	Outstanding instruments		Vested outstanding	
Exercise price	**Outstanding per 31.12.2024**	**Weighted average re-maining Contractual Life**	**Vested options per 31.12.2024**	**Weighted Average Exercise Price (NOK)**
0,00 - 25,00	369 000	4,13	-	-
25,00 - 30,00	400 000	5,14	-	-
30,00 - 35,00	187 335	0,84	187 335	33,11
35,00 - 40,00	320 000	3,06	10 000	37,90
40,00 - 45,00	-	-	-	-
45,00 - 50,00	-	-	-	-
50,00 - 55,00	-	-	-	-
55,00 - 60,00	-	-	-	-
60,00 - 65,00	-	-	-	-
65,00 - 70,00	270 000	2,12	270 000	68,00
70,00 -	313 334	2,95	313 334	78,18
Total	**1 859 669**	**3,34**	**780 669**	**63,33**

Note 17

Events after the reporting period

The Board of Directors has in the Board Meeting on 12 February 2025 proposed a dividend to the shareholders of NOK 3.00 per share. The proposed dividend is subject to approval by the general meeting.

There are no other significant events after the reporting period that have not been reflected in the consolidated financial statements.

4.6 Auditor's report

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To the General Meeting of Elmera Group ASA

INDEPENDENT AUDITOR'S REPORT

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Elmera Group ASA, which comprise:

- The financial statements of the parent company Elmera Group ASA (the Company), which comprise the statement of financial position as at 31 December 2024, statement of comprehensive income (loss), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and
- The consolidated financial statements of Elmera Group ASA and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2024, the consolidated statement of profit or loss, consolidated statement of comprehensive income (loss), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion:

- the financial statements comply with applicable statutory requirements,
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2024, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act section 3-9 and Finance Ministry's prescribed regulations on simplified application of International Financial Reporting Standards (IFRS), and
- the financial statements give a true and fair view of the financial position of the Group as at 31 December 2024, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the EU.

Our opinion is consistent with our additional report to the Audit Committee.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company and the Group as required by laws and regulations and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

To the best of our knowledge and belief, no prohibited non-audit services referred to in the Audit Regulation (537/2014) Article 5.1 have been provided.

The Company was publicly listed in March 2018. We have been the auditor of the Company since before the Company was listed. Subsequent to the listing, when including the year of listing, we have been the auditor of the Company for 7 consecutive years.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Revenue recognition – electrical power delivered not invoiced

Key audit matters	How the matter was addressed in the audit
A proportion of the final settlement of the Group's sale of electrical power is made after the Group has finalised its annual financial statements. We refer to information in notes 1 and 4 to the consolidated financial statements. The revenue from electrical power delivered, but not invoiced is based on estimated delivery by product and price plans. Estimated volume is based on actual deliveries in the period, and there is judgment involved related to volumes and allocation of volumes to price plans. Due to the significance of the estimate, MNOK 1.530 (refer to note 4), this is considered a key audit matter.	We have assessed the Group's process for estimating delivered not invoiced revenue, and the design and implementation of key controls. We have tested the estimated revenue from sale of electrical power by comparing the revenue recognised, by product type, to an expected revenue based on; • historical cost of power, • the historical correlation between cost of power and revenue, and • average product prices. Where the estimated revenue by product was significantly higher or lower than expected, we obtained further explanations and supporting documentations. In addition, we reviewed subsequent information on actual power supply and received true-up power settlements and evaluated the impact of the subsequent information on revenue. We have assessed the adequacy of the Group's disclosures presented in note 1 (accounting principles) and 4 to the consolidated financial statements.

Goodwill – Nordic Cash Generating Unit

Key audit matters	How the matter was addressed in the audit
In addition to their annual assessment of the carrying value of goodwill, management continuously monitors both external and internal factors to determine if there are indicators that the goodwill may be impaired. Given the significance of the goodwill associated with the Nordic Cash Generating Unit ("CGU") to the financial reporting, an impairment charge could have a material impact on the Group's financial reporting. As of December 31, 2024, the carrying value of goodwill for the Nordic CGU is MNOK 324. We refer to details in note 1, 2 and 15 in the consolidated financial statements. When determining the value in use of the goodwill, Management applied a significant level of judgment when determining the assumptions used to calculate the value in use, especially regarding the expected future net revenue, the weighted average cost of capital and expected operating expenses. Given the significance of the carrying value of the goodwill to the financial statements combined with the level of judgment involved, performing the audit procedures to evaluate the reasonableness of management's estimates and assumptions, such as the weighted average cost of capital, expected future revenue and future expected operating expenses applied in determining the recoverable amount of the goodwill, this required a high degree of auditor judgment and consequently we have assessed this to be a Key Audit Matter.	In responding to the identified key audit matter, we completed, among others, the following audit procedures: • Obtained an understanding of relevant key controls related to management's assessment of Goodwill by assessing the design and implementation of key controls. • Evaluated management's ability to accurately forecast future net revenue and operating expenses. • Assessed whether these assumptions were consistent with evidence obtained in other areas of the audit as well as internal communications to management and the Board of Directors. • With the assistance of our internal fair value specialists, we evaluated the reasonableness of the weighted average cost of capital by developing an independent range of reasonable rates and comparing this to the weighted average cost of capital as considered by management. We have also assessed the appropriateness of consolidated financial statement disclosures in relation to Goodwill as disclosed in Note 1, 2 and 15.

Other Information
The Board of Directors and the Managing Director (management) are responsible for the information in the Board of Directors' report and the other information accompanying the financial statements. The other information comprises information in the annual report but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the information in the Board of Directors' report nor the other information accompanying the financial statements.

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

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

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

Our opinion on the Board of Director's report applies correspondingly to the statements on Corporate Governance.

Responsibilities of Management for the Financial Statements
Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the Norwegian Accounting Act section 3-9 and Finance Ministry's prescribed regulations on simplified application of International Financial Reporting Standards (IFRS) and for the preparation and true and fair view of the consolidated financial statements of the Group in accordance with International Financial Reporting Standards as adopted by the EU, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

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

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the Board of Directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

Report on compliance with Regulation on European Single Electronic Format (ESEF)

Opinion

As part of the audit of the financial statements of Elmera Group ASA, we have performed an assurance engagement to obtain reasonable assurance about whether the financial statements included in the annual report, with the file name 2138006BSHJVCD9SR489-2024-12-31-en.zip, have been prepared, in all material respects, in compliance with the requirements of the Commission Delegated Regulation (EU) 2019/815 on the European Single Electronic Format (ESEF Regulation) and regulation pursuant to Section 5-5 of the Norwegian Securities Trading Act, which includes requirements related to the preparation of the annual report in XHTML format and iXBRL tagging of the consolidated financial statements.

In our opinion, the financial statements have been prepared, in all material respects, in accordance with the requirements of ESEF.

Management's Responsibilities

Management is responsible for the preparation of the annual report in compliance with the ESEF regulation. This responsibility comprises an adequate process and such internal control as management determines is necessary.

Auditor's Responsibilities

Our responsibility, based on audit evidence obtained, is to express an opinion on whether, in all material respects, the financial statements included in the annual report have been prepared in compliance with ESEF. We conduct our work in compliance with the International Standard for Assurance Engagements (ISAE) 3000 – "Assurance engagements other than audits or reviews of historical financial information". The standard requires us to plan and perform procedures to obtain reasonable assurance about whether the financial statements included in the annual report have been prepared in compliance with the ESEF Regulation.

As part of our work, we have performed procedures to obtain an understanding of the Company's processes for preparing the financial statements in compliance with the ESEF Regulation. We examine whether the financial statements are presented in XHTML-format. We evaluate the completeness and accuracy of the iXBRL tagging of the consolidated financial statements and assess management's use of judgement. Our procedures include reconciliation of the iXBRL tagged data with the audited financial statements in human-readable format. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Bergen, 04 April 2025
Deloitte AS

Helge-Roald Johnsen
State Authorised Public Accountant
(electronically signed)