N

Interim Financial Statements For the period ended March 31, 2017 The North Alliance Group



The North Alliance



Q1 0017



The North Alliance

Introduction

The North Alliance AS (NoA) is a group of companies offering services within communication, design and technology. The family of companies operates in Norway, Sweden, Denmark, Poland and USA.

The group includes the following companies:

- Making Waves (NO, SE, PL, US)
- Åkestam Holst (SE)
- Bold (SE, DK, NO)
- Promenad (SE)
- Great Works (SE, DK)
- AndCo (DK)
- Anorak (NO)

Financial results

Design & Technology Communication Design Action Marketing and CRM Digital strategy and innovation Communication Communication

Total net revenues for the three months period ended March 31 2017 were 195.6 MNOK, up 7% from 2016.

The EBITDA for the three months period ended March 31 2017 came in at 21.8 MNOK, compared to 10.5 MNOK for the same period in 2016. Reported EBITDA includes insignificant non-recurring cost (MNOK 2.8 in 2016).

Outlook

We expect the positive development to continue. The focus is now to utilize NoA's Nordic digital capabilities as efficient as possible and be ready for further growth across the region.

Consolidated Interim Income Statement

The North Alliance Group

Figures are stated in NOK 1 000		Three month	Three months ended			
	Note	31-Mar-17	31-Mar-16			
Revenue	2	245,946	236,378			
Total Operating Revenue		245,946	236,378			
Cost of goods sold	2	50,356	53,489			
Personnel expenses	2	145,332	143,796			
Depreciation and amortization	l i i i i i i i i i i i i i i i i i i i	5,117	6,346			
Other operating expenses		28,417	28,553			
Total Operating Expenses		229,222	232,184			
Operating Profit		16,724	4,194			
Total Financial Income		509	628			
Total Financial Expense		4,486	4,292			
Finance costs - net		-3,977	-3,664			
Share of income in associated						
companies		0	0			
Profit before income tax		12,747	530			
Income tax expense		3,569	2,128			
Profit for the year		9,178	-1,598			
Profit for the year		9,178	-1,598			
Consolidated statement of	comprehensive income					
<u>Items that may be subsequent</u>	tly reclassified to profit and lo	<u>SS</u>				
Currency translation effects		6,720	-8,001			
Other comprehensive incor	ne	6,720	-8,001			
Total comprehensive incom	ne for the year	15,898	-9,599			
<u>Earnings per Share</u>						
Total Profit		9,178	-1,598			
Weighted average number of o	ordinary shares in issue	548,764	510,282			
Earnings per share (in NOK per	r share)	0.02	-0.00			

Interim Consolidated Balance Sheet

The North Alliance Group

Figures are stated in NOK 1 000

ASSETS

		As at Mare	ch 31:
NON CURRENT ASSETS	Note	2017	2016
Intangible Assets			
Goodwill		296.192	299.800
Intangible assets		171.339	193.618
Total Intangible Assets		467.531	493.418
Fixed Assets			
Machinery and equipment		19.517	16.890
Total Fixed Assets		19.517	16.890
Financial Assets			
Leasehold deposits		583	718
Investment in Associates		2.249	1.262
Total Financial Assets		2.832	1.980
Total Noncurrent Assets		489.880	512.288
CURRENT ASSETS			
Trade and other receivables			
Trade receivables		149.083	145.697
Income tax receivable		4.305	6.544
Other receivables		73.138	68.726
Total trade and other receival	bles	226.526	220.967
Cash and cash equivalents			
Cash and cash equivalents		63.190	66.620
Total cash and cash equivaler	nts	63.190	66.620
Total Current Assets		289.716	287.587
Total Assets		779.596	799.875

Interim Consolidated Balance Sheet

The North Alliance Group

Figures are stated in NOK 1 000

EQUITY	AND	LIABILITIES	Note
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	As at March 31:			
EQUITY	2017	2016		
Share capital	1,372	1,372		
Share premium	445,915	445,915		
Other equity	-34,561	-32,772		
Total Equity	412,726	414,515		
LIABILITIES				
Non-current liabilities				
Deferred tax liability	21,797	28,294		
Bond Ioan 4	136,388	135,413		
Total non-current liabilities	158,185	163,707		
Current liabilities				
Accounts payable	25,806	28,370		
Short-term borrowings	0	4,862		
Other short-term debt	182,879	188,421		
Total current liabilities	208,685	221,653		
Total Liabilities	366,870	385,360		
Total Equity and Liabilities	779,596	799,875		

Interim Consolidated Statement of Changes in Equity

The North Alliance Group

Figures are stated in NOK 1 000

	Share	Share	Paid, not registered		Currency translation	
Note	Capital	Premium	equity	Other Equity	effects	Total Equity
Equity 01.01.2017	1,372	445,915	0	-59,143	8,684	396,828
Profit/loss for the period				9,178		9,178
Other items in comprehensive income (Foreign currency rate changes)					6,720	6,720
Total comprehensive income for the period				9,178	6,720	15,898
Equity 31.03-17	1,372	445,915	0	-49,965	15,404	412,726

Consolidated Interim Statement of Cash Flows

The North Alliance Group

Figures are stated in NOK 1 000	Three months ended		
	31-Mar-17	31-Mar-16	
Operating Activities			
Profit before income tax	12,747	530	
Adjustments for:			
Income tax paid (tax payable)	-5,829	-3,519	
Depreciation and amortization	5,117	6,346	
Finance cost - net	3,977	3,664	
Unrealized foreign exchange gains/losses on operating activities	196	-53	
Changes in working capital:			
Changes in accounts receivable and other receivables	18,340	22,825	
Changes in accounts payable, net acquired	-8,816	-14,971	
Changes in other assets and liabilities, net acquired	-17,860	-12,147	
Cash provided (used) by operating activities	7,872	2,675	
		,	
Investing Activities			
Acquisition of subsidiaries, net of cash acquired	0	-77,144	
Acquisition of fixed assets	-1,243	-3,183	
Cash provided (used) by investing activities	-1,243	-80,327	
Financing Activities			
Interest payments	-4,486	-4,292	
Interest received and other finance income	509	628	
Proceeds from issuance of shares	0	27,596	
Cash provided (used) by financing activities	-3,977	23,932	
Net change in cash and cash equivalents	2,652	-53,720	
Cash and cash equivalents at start of period	60,485	121,547	
Foreign currency effect changes on cash and equivalents	53	-1,207	
Cash and Cash Equivalents at end of period	63,190	66,620	

Notes to the Consolidated Financial Statements

Note 1 – Accounting Principles

General information

The North Alliance AS is a limited liability company incorporated and domiciled in Norway with offices at Kristian IV's gate 15 in Oslo.

Basis of preparation

These condensed interim financial statements for the three months ended 31 March 2017 have been prepared in accordance with IAS 34, 'Interim financial reporting'. The condensed interim financial statements should be read in conjunction with the financial statements for the year ended 31 December 2016 of NoA AS and condensed interim financial statements for the period ended 31 December 2016 of NoA AS, which have been prepared in accordance with IFRS as adopted by the European Union ('IFRS').

Accounting policies

The accounting policies applied in the preparation of the interim financial statements are consistent with those applied in the preparation of the annual financial statements for the year ended 31 December 2016, and the interim financial statements for the period ended 31 December 2016.

Estimates, judgments and assumptions

The preparation of interim financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates. In preparing these condensed interim financial statements, the significant judgments made by management in applying the group's accounting policies and the key sources of estimation uncertainty were the same as those applied to the consolidated financial statements for the year ended 31 December 2016 and condensed interim financial statements for the period ended 31 December 2016.

Note 2 – Segment information

The Board of Directors is the group's chief operating decision-maker. Management has determined the operating segments based on the information reviewed by the Board of Directors for the purposes of allocating resources and assessing performance.

The Board of Directors considers the business from a geographic perspective. This is the performance of the segment Norway, Sweden, USA and Denmark. Holding companies are included as they are administrative centers.

The Board of Directors assesses the performance of the operating segments based on a measure of EBITDA.

The following presents the Company's net revenue and EBITDA by operating segment:

(amounts in NOK 1 000)

					Holding	
Three months ended 31 March 2017	Norway	Sweden	USA	Denmark	companies	Total
Net Revenue (gross profit)	88,320	71,516	12,001	23,753	0	195,590
Payroll expenses	66,104	53,942	9,172	14,784	1,330	145,332
Other expenses	10,322	9,355	2,816	2,777	3,147	28,417
EBITDA	11,894	8,219	13	6,192	-4,477	21,841
					Holding	
Three months ended 31 March 2016	Norway	Sweden	USA	Denmark	companies	Total
Net Revenue (gross profit)	78,811	65,273	18,943	19,862	0	182,889
Personnel expenses	63,147	53,343	11,987	13,545	1,774	143,796
Other operating expenses			0	0.040	4 007	08 550
o chor operating experiese	9,280	9,816	2,787	2,343	4,327	28,553

Note 3 Seasonality

Historically we have seen a higher activity level in late Q3 and Q4 compared to Q1 and Q2. The main factors explaining this are the higher number of marketing campaigns that typically are run by our clients in Q3 and Q4, and the fact that Q3 and Q4 in total have more hours available for client deliveries.

Note 4 Borrowings

Non-current liabilities

	31-mar-17	31-mar-16
Bond loan	150.000	150.000
Arrangement fee paid	-4.875	-4.875
Amortization of arrangement fee, accumulated	2.925	1.950
Repurchased bonds	-11.662	-11.662
Total	136.388	135.413

Bond Loan

The bond loan matures fully in December 2018 and bears a floating interest rate of NIBOR + 7%. The interest is paid in quarterly installments.

The issued bond contains covenants including restrictions in dividend payments, financial indebtedness, cash flow and financial support, in addition to specific financial covenants like ensuring that the leverage ratio of the Group on a consolidated basis does not exceed 3.0, that the Group on a consolidated basis maintains an interest coverage ratio of at least 2.0, and that the liquidity of the group on a consolidated basis does not fall below NOK 10 000 000.

Note 5 Related party transactions

There are no significant transactions that affect the Group's financial position.

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Note 6 Subsequent events

There are no significant subsequent events.