

FMG

FIRST MOVER GROUP

Financial Statements
2019

04

This is First Mover Group

FMG is a rapidly growing company in Scandinavia providing advisory and logistic services to firms in relation to office relocation. FMG works to maximize our clients' workplace investment. We provide a full circle of services; tenant advisory and commercial real estate brokerage, workplace design, planning and execution of the relocation and the redelivery of properties. We also provide logistics and assembly services for high-end products. We offer our clients a complete concept for outsourcing of logistics making their fixed costs variable.

Based on growing investment in infrastructure, technology and a highly specialized workforce, we are developing a unique product which will add significant value to our clients.

Each year in Scandinavia, thousands of firms are signing up for new rental contracts, totaling up to a multibillion NOK market. Subsequently, many of these contracts result in relocation or upgrades of workplaces. This is our market. Few to none can deliver what we can, because we keep moving.



Our services:

- Commercial real estate brokerage and tenant advisory to ensure the best possible deal focusing on total life cost
- Advisory in relation to workplace relocation
- Planning and execution of physical move
- Outsourcing of logistics and assembly of high end equipment



Management summary Q4 2019



In Q42019 we strenghtened our positioning as a network based service provider in the Scandinavian market by also organically opening up a Malmö Office. The first clients have already been served successfully in that region and we expect this node in the network to attain business from the existing framework agreements from our established cities.

Sales for 2019 were in general up 59,2% from 2018. We see especially strong developement in framework agreements, thus solidifying the revenue base over the next years. We are happy to announce some new public framework agreements with NAV, Statped, BaneNor as well as Høgskulen i Vestlandet among other new clients.

Going into 2020 we are optimistic with regards to our line-up of projects and hope to continue the organic growth rate, with major public contracts being fulfilled during summer and early autumn. We are also working relentlessly with IT developement to create an edge in the marketplace, and giving our clients a truly wholistic experience of creating better beginnings for their businesses. Having built a customer experience on the moving side already, we are new working towards launching a tennant advisory tool in Q2 of this year.

On the M&A side we are entertaining targets in both Norway and Sweden and hope to strengthen our local value chains in our value network. The Swedish market is our main focus, however opportunistic deals in Norway will also be looked upon.

Tore Martinsen
CEO

Q4 2019 was high season in high gear for First Mover Group. Revenue wise Q42019 increased 44,9% compared to Q42018, and created as such another high for our group. It is very humbling to see how our employees are able to solve the problems of our clients remaining laser focused on the target of creating better beginnings for businesses on the move. The entire value chain from finding new offices, advising them in their projects, logistics consulting, moving and assembly of furniture has in Q4 2019 delivered to the service promise to the best of our capability.

The end of Q3 contained three small purchases. Thus integration efforts was a large part of management activity this quarter. InReco, Realia and Realia Prosjektrådgivning has been integrated and are as such fully part of our value chain, and moreover a part of the family of First Mover Group as new colleagues.

Q4 2019

REVENUE | 111,9
NOKm

EBITDA | 12,3
NOKm

Revenue came in at NOKm 112 in fourth quarter of 2019. This is an increase of 44,9% compared to the same period last year. Operational activity in fourth quarter was high as expected, and sales levels accordingly good.

EBITDA came in at NOKm 12,3 compared to NOKm 8 in 2018. The EBITDA uplift in 2019 is driven by acquisition of Realia AS and high activity levels. Exceptional items are related to payroll, integration and acquisitions.

2019

REVENUE | 373,1
NOKm

EBITDA | 43,3
NOKm

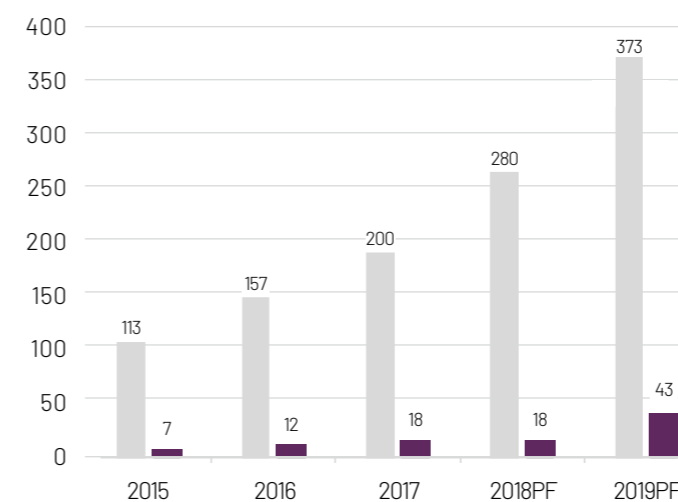
Year end 2019 revenue increased by 33,9% compared to 2018. The revenue growth is driven by positive development in new contracts, increase in framework agreements and the acquisition of Realia AS.

Year end EBITDA grew from NOKm 17,6 to 43,3. The strong EBITDA development is caused by increase in framework agreements and the acquisition of Realia AS. Sweden is also contributing to an increase in EBITDA.

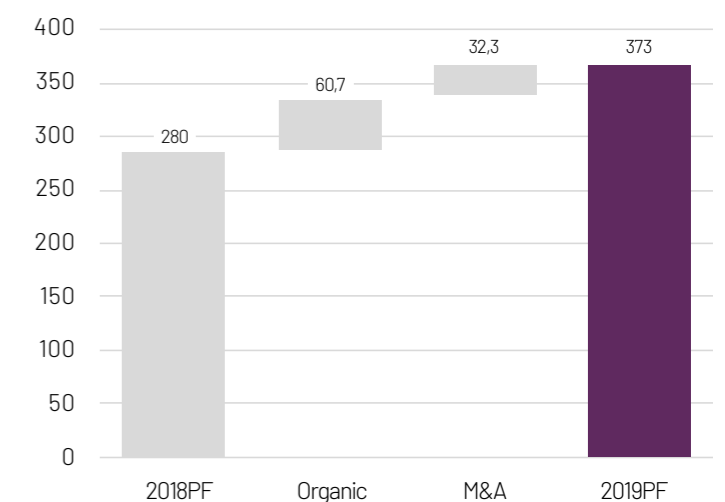
Highlights

- Positive development in new contracts
- New framework agreements signed
- Large projects delivered on time with high quality
- Draw on framework agreements as forecasted
- Implementation of acquisitions

2019 Revenue and EBITDA (NOKm)



Sources of growth (NOKm)



Financial Statements



GROUP KEY FIGURES 2019

NOKm Proforma ¹⁾	Q4 19	Q4 18	2019	2018
Total Revenue	111,9	77,2	373,1	278,8
EBITDA excluding exceptional items²⁾	12,3	8,0	43,3	17,6
EBITDA %	11,0 %	10,4 %	11,6 %	6,3 %
EBIT excluding exceptional items	-11,7	4,9	10,9	4,1
EBIT%	-10,4 %	6,3 %	2,9 %	1,5 %
Exceptional items ³⁾	2,3	1,7	6,5	4,5
Net Debt			124,4	
Leverage Ratio			2,9	
Interest Coverage Ratio ⁴⁾			2,7	

¹⁾ Proforma 2018 is adjusted for the acquisition of Totalreform AS. Proforma 2019 is adjusted for the acquisition of YRH AS, Realia AS, Realia Prosjektrådgivning AS and Inreco Göteborg AB. Q42019 is reported, not proforma.

²⁾ EBITDA excluding exceptional items includes a change in accruals for Realia AS and Exceptional items. The total effect in Q4 is 6,9 MNOK. Full year is not affected by these changes.

³⁾ Exceptional items are related to payroll, transaction costs and storage costs.

⁴⁾ Net Interest calculated with full year bond coupon and full year EBITDA.

PROFIT AND LOSS STATEMENT Q4 2019

NOKm Proforma ¹⁾	Q4 19	Q4 18	2019	2018
Total Revenue	111,9	77,2	373,1	278,8
Cost of goods sold	55,1	41,4	180,1	147,1
Total Operating Profit	56,7	35,8	193,1	131,7
Total Operating Margin	50,7 %	46,4 %	51,7 %	47,2 %
Payroll Costs	29,6	18,1	95,1	72,2
Other Expenses	14,8	9,7	54,7	41,9
EBITDA excluding exceptional items	12,3	8,0	43,3	17,6
EBITDA Margin	11,0 %	10,4 %	11,6 %	6,3 %
Depreciation and Loss ²⁾	24,0	3,1	32,4	13,5
EBIT excluding exceptional items	-11,7	4,9	10,9	4,1
Net interest expense/income	0,4	-	3,5	-
EBT excluding exceptional items	-12,1	4,9	7,4	4,2
EBT Margin	-10,8 %	6,3 %	2,0 %	1,5 %
Exceptional items	2,3	1,7	6,5	4,5

¹⁾ Proforma 2018 is adjusted for the acquisition of Totalreform AS. Proforma 2019 is adjusted for the acquisition of YRH AS, Realia AS, Realia Prosjektrådgivning AS and Inreco Göteborg AB. Q42019 is reported, not proforma.

²⁾ Increase in depreciations is related to adjustments of goodwill depreciations in connection with acquisitions in 2019.

CASH FLOW

2016-2019

NOKm	2016	2017	2018	2019
Earnings Before Tax	7,0	11,0	-6,6	-8,0
Tax payables/Tax effect	-4,0	-0,7	-2,7	-0,5
Gains / losses on the sale of fixed assets	-	-	-0,7	-
Depreciations and Amrotizations	4,9	6,1	10,7	32,2
Impairment of intangible assets	-	-	3,9	-
Change in goods	-	0,1	-0,1	0,3
Change in accounts receivables	-13,1	1,1	8,9	-22,3
Change in accounts payable	4,1	19,4	-23,1	12,2
Change in other posts	13,0	-31,5	38,0	-33,9
Cashflow from Operations	11,8	5,5	28,2	-20,1
Payments on sale of property, plant and equipment	-	0,2	1,2	-
Payments on purchases of property, plant and equipment	-3,5	-1,4	-2,4	-9,0
Payments on the purchase of intangible assets	-0,5	-3,3	-5,2	-
Net payments on purchases of financial fixed assets	-1,3	-12,9	-21,9	-165,2
Cashflow from Investing	-5,3	-17,4	-28,3	-174,2
Increase/Decrease in long term payables	-2,5	12,3	15,2	-27,0
Increase/Decrease in equity	-	-	-	76,0
Dividend paid	-	-	-	-
Net interest expense/income	-1,8	-2,5	-	-
Issue of Bond	-	-	-	193,9
Cashflow from Financing	-4,3	9,8	15,2	242,8
Net change cashflow	2,2	-2,0	15,1	48,5
OB Cash Balance	10,2	12,4	7,5	27,0
Cash and bank deposits from merger	-	-2,8	4,5	-
CASH BALANCE	12,4	7,5	27,0	75,6

BALANCE SHEET

2016-2019

NOKm	2016	2017	2018	2019
ASSETS				
Fixed assets	3,2	4,8	5,0	7,4
Other long term receivables	-	0,2	0,4	-
Goodwill ¹⁾	7,5	28,5	35,1	181,4
Brand etc.	6,2	7,4	6,9	6,9
Deferred tax asset	-	-	0,9	0,9
FIXED ASSETS	17,0	41,0	48,3	196,7
Stock of goods	0,2	0,1	0,3	-
Bank deposits	12,4	7,5	27,0	75,6
Other receivables	1,4	3,0	5,4	7,6
Accounts receivable	44,1	53,7	55,9	78,2
CURRENT ASSETS	58,1	64,4	88,6	161,4
TOTAL ASSETS	75,1	105,4	136,9	358,0
NOKm	2016	2017	2018	2019
EQUITY AND LIABILITIES				
Share capital	0,2	0,1	0,1	0,1
Share premium reserved	0,1	5,9	5,9	81,9
Other Equity	10,8	13,5	4,3	4,3
Minority interests	0,1	0,7	0,2	-
Not allocated profit/loss current year	-	-	-	-13,1
EQUITY	11,2	20,2	10,6	73,3
Dividend to shareholders	2,5	-	-	-
Accounts payable	11,3	15,5	13,8	26,0
Factoring	-	-	18,3	-
Other short term liabilities	27,6	25,8	25,7	10,2
Payable tax	0,7	2,0	0,5	5,5
Public duties payable	8,2	15,9	22,3	30,6
Current Liabilities	50,2	59,3	80,6	72,2
Deffered tax	2,5	0,8	-	-
Debt to credit institutions	8,6	20,9	36,0	-
Bond ²⁾	-	-	-	193,9
Other-long term debt ³⁾	2,6	4,2	9,7	18,7
LONG TERM LIABILITIES	13,7	25,9	45,7	212,6
EQUITY AND DEBT	75,1	105,4	136,9	358,0

¹⁾ Increase in goodwill caused by acquisition of First Mover Group AS, YRH AS and Realia AS.

²⁾ Bond net of fees

³⁾ Non interest bearing

Philosophy

A firm's workplace is its main physical perimeter which should encourage employees to perform their daily work in an efficient manner. A firm's workplace is its main physical perimeter which should encourage employees to an efficient way of performing their daily work. It is the main display of a firm's values, put into practice. The workplace also represents a significant cost, not only to the firm's financial statements, but also to our environment. Commercial real-estates denote a heavy burden to the environment through construction and operation. The footprint is depending on a building's technical characteristics and how well we utilize its spaces. A conscious management of your workplace can represent large savings, both financially and environmentally.



Financial calendar 2020

- **2019 YE** report will be published no later than April 31st, 2020
- **Q1 2020** will be published no later than May 31st, 2020
- **Q2 2020** will be published no later than August 31st, 2020
- **Q3 2020** will be published no later than November 30st, 2020

Definitions

TOTAL REVENUE

Sales Net of VAT.

EBITDA

Earnings before interest, tax, depreciations and amortization.

EXCEPTIONAL ITEMS

Items that are unusual or infrequent in their nature.

EBIT

Earnings before interest and tax.

NET INTEREST EXPENSE/ INCOME

Financial income minus financial expenses including exchange rate differences related to financial assets and liabilities.

All figures are presented in million NOK, rounded off to the nearest thousand. From a presentation standpoint, certain individual figures may therefore differ from the computed totals.

This report has not been subject to audit.



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