Annual Report 2024

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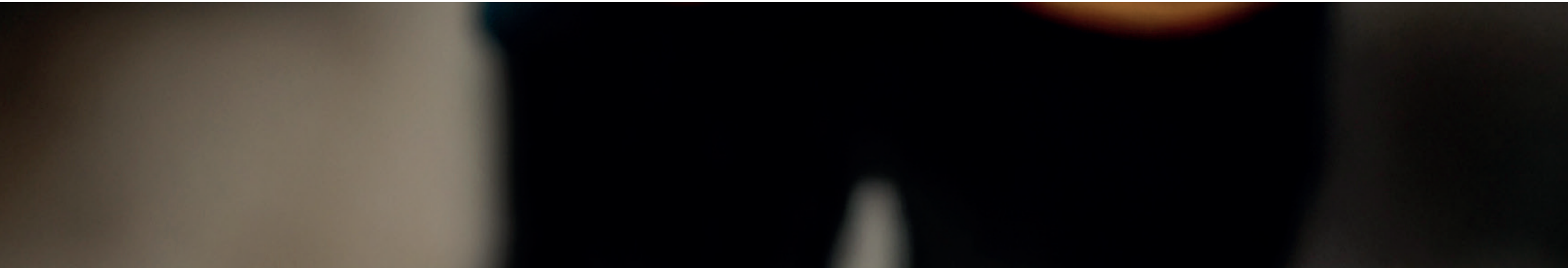


Lemonsoft – A Finnish SaaS success story

Business operations

Lemonsoft is a Finnish software company that designs, develops, and sells enterprise resource planning (ERP) software solutions to enhance customers' business processes and administrative efficiency across various sectors. Our comprehensive portfolio of software products and related services allows us to provide a holistic service experience to our customers.

Our standardized and scalable software solutions are primarily delivered as cloud services based on the SaaS model, where customers pay a monthly service fee for software usage. We operate in the ERP software market, primarily serving small and medium-sized enterprises (SMEs). Our customer base consists of companies in industries such as manufacturing, wholesale and specialty trade, professional and service sectors, construction, and accounting firms.

Net Sales	Number of Employees	Adjusted EBIT
28,9 M€ (26,3)	228 (208)	22.3% (27.3%)

Competitive advantage

Comprehensive product and service offering:
We provide a fully integrated solution that includes ERP systems,
time management, invoice lifecycle management, and industry-specific solutions.

Strong market position in manufacturing and wholesale:
Our in-depth industry expertise and extensive experience make us
a trusted partner for our customers.

Loyal Customer Base:
A low churn rate (4.4%) reflects customer satisfaction and trust in our solutions.

Comprehensive product and service offering

Strong market position in manufacturing and wholesale

Loyal customer base

Our solutions

- Enterprise resource planning (ERP)
- Financial and human resource management
- Time management
- Invoice lifecycle management

Year 2024 at Lemonsoft

Efficiency from cloud infrastructure

In 2024, Lemonsoft took a significant step toward embracing the public cloud by initiating the migration of our SaaS service from an on-premises data center to Microsoft Azure's cloud infrastructure. This transition enhances performance, security, and stability while providing scalable resources to accommodate our rapidly growing customer base. Azure's centralized management and horizontal scalability create a solid foundation for cost-effective capacity management, and its broader self-service capabilities further improve the customer experience.

Migrating to a cloud platform reduces the need for one-time investments, supporting cash flow predictability and cost structure scalability. With our Azure strategy, we are better positioned to scale our product development and achieve faster delivery times, strengthening our competitive position, particularly in strategically important business segments. The first phase of the cloud migration has already been completed, and we estimate the project will be finalized by spring 2025. Afterward, we will develop new service models to deepen customer relationships and enhance customer loyalty.

Competitive edge through information security

We have significantly strengthened our information security by achieving ISO 27001 certification in less than a year. The certified Information Security Management System (ISMS) ensures we systematically protect customer data, intellectual property, and critical business information. This certification provides a substantial competitive advantage, especially in demanding B2B markets, where high levels of security and reliability are essential for investors and customers.

As part of our management system, we implemented a unique internal Bug Bounty program, inviting every employee to identify and report security anomalies. This initiative fosters agile risk management and continuous improvement, aligning with the company's strategic objectives.

The expedited certification process and the internal Bug Bounty program underline our commitment to information security. The management system minimizes the financial and reputational risks associated with potential security breaches, increasing trust among customers and investors while offering a clear competitive edge, particularly in large-scale projects. KPMG conducted the certification audit.

Growth through acquisitions

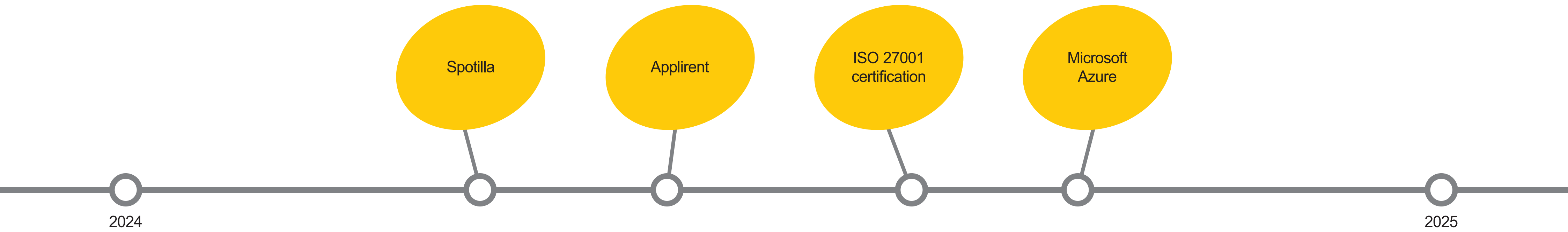
Over the past year, Lemonsoft completed two strategically significant acquisitions. Atmotics Oy strengthens our position in industrial maintenance management with its Spotilla solution, and Applirent Oy expands our offering to rental business solutions. Both acquisitions align with Lemonsoft's goal of providing increasingly comprehensive, cloud-based SaaS solutions for SMEs, particularly in the manufacturing and wholesale sectors.

Spotilla - a modern maintenance management solution

Spotilla is a modern, cloud-based platform for predictive maintenance, work order management, and asset tracking. By integrating Spotilla into Lemonsoft's ecosystem, we offer industrial manufacturing and wholesale customers an expanded toolkit for managing maintenance and after-sales services.

Applirent - a leading rental business solution

Applirent's solutions enable companies across various industries to manage rental contracts, equipment, and customer relationships. This acquisition extends Lemonsoft's offering to cover rental business processes, a growing segment within wholesale and import businesses.



CEO's review

The year 2024 was a time of significant strategic reforms for Lemonsoft. We successfully completed two acquisitions, initiated the transition to the Azure cloud platform, and achieved ISO 27001 certification. These actions strengthen our position in the market and create a foundation for future growth.

Business environment developments

The general market situation in our key industries -manufacturing and wholesale- showed signs of cautious recovery toward the end of the year. After more than a year and a half of economic downturn, the growth trend is gradually shifting to a positive trajectory, although strong growth has yet to materialize. Our customers' financial situations remain stable overall, but as the weaker economic cycle persists, payment delays have increased in the latter part of the year.

For new sales, the end of the year was promising. In particular, the sales of industrial manufacturing and wholesale ERP solutions reached their highest level of the year. Additionally, we have invested in cross-selling within our extensive product portfolio. More unified sales work has resulted in more active joint sales, where customers choose to implement multiple solutions from our range. Revenue churn, which was slightly elevated at the beginning of the year, decreased steadily toward the end of the year and stood at 4.4% for the entire year compared to 5.4% in 2023. Net Revenue Retention (NRR) from the existing customer base was 97.3% for the entire year (101.3% in 2023), reflecting the challenging business environment faced by our customer companies.

Technological investments and information security

Technological transitions progressed strongly in the latter part of the year. The Azure migration remains crucial for the company's future, with implementation continuing into the spring. In addition to technological advancement, this transition aims to generate substantial long-term cost savings. Furthermore, we successfully completed the transition to a new e-invoicing operator as planned, focusing now on improving the overall service quality for our customers.

In recent years, we have made significant investments in information security, data protection, and risk management. Before the end of the year, Lemonsoft's Information Security Management System was awarded the ISO/IEC 27001 certification. This system ensures the security and continuous availability of our services while protecting the data of our customers, partners, and employees. The move to the Azure platform further strengthens these security objectives.

Looking to the future

Lemonsoft's management team and organization underwent significant changes in 2024. Following the CEO transition, the management team's composition was updated, particularly in the roles of Chief Product Officer and Chief Commercial Officer. The Chief Commercial Officer, responsible for sales and marketing, aims to improve the sales process and better highlight the value of our extensive product portfolio to customers. The Chief Product Officer is responsible for accelerating the launch of new products and enhancing the quality and speed of product development. At the same time, other essential organizational changes have been implemented to elevate our performance to a new level.

The year 2024 was, in many ways, a time of transformation for the entire Lemonsoft Group. In 2025, our goal is to return to a path of profitable growth, supported by these strategic initiatives.

Alpo Luostarinen, CEO

Strategic focus areas

Lemonsoft has grown into one of the leading software providers for SMEs through strong product development and targeted acquisitions. The increasing digitalization of business operations and the demand for comprehensive software solutions support our continued growth.

There is still demand for modern, cloud-based enterprise resource planning systems, and customers are increasingly looking for a single provider for their software solutions. As the general economic outlook starts to improve, our growth opportunities remain strong. The year 2025 looks cautiously promising as SMEs regain their willingness to invest.

To drive growth, we focus on the following key areas:

Customer Focus

With growth, our customer base has expanded, and we have identified our strengths in three key customer segments: manufacturing and wholesale, small and medium-sized enterprises (SMEs), and micro-businesses. We offer leading industry-specific solutions for manufacturing and wholesale, comprehensive financial and human resource management solutions for SMEs, and easy-to-use, cost-effective solutions for micro-businesses. Our goal is to strengthen our market position in manufacturing and wholesale, increase the number of SME customers, and grow the volume of micro-business customers through a scalable, self-service model.

Manufacturing & Wholesale
Enterprise resource planning (ERP)
Production management
Warehouse management
Financial management

SMEs
Financial management
HR and payroll
Time tracking
Invoicing

Micro-businesses
Light invoicing
Time management
Basic accounting
Self-service tools

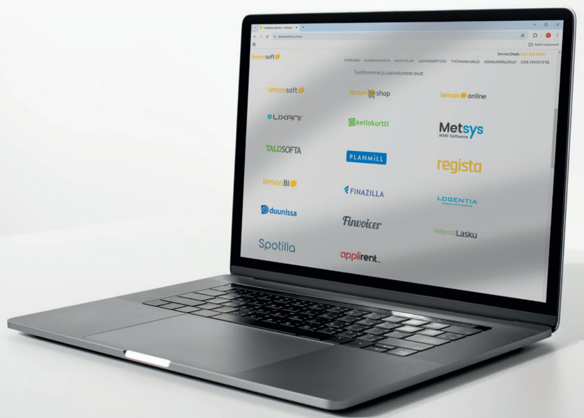
Product solutions

Our product development focuses on enhancing customer business efficiency through modern technology. We continuously develop new functionalities and integrations that support the digitalization of manufacturing and wholesale operations. Our top priority from a business perspective is to develop the browser-based LemonOnline product into a market leader with the most comprehensive functionalities, supported by our broader product portfolio.

In 2025, we will also introduce new AI-driven solutions into the Lemonsoft product, enabling our customers to leverage their business data more effectively. At the same time, we aim to enhance ERP system deployment by supporting initial implementation through self-service and im-proving system customization to meet customer-specific needs. For micro-businesses, we will prioritize easy-to-use self-service solutions that enable quick implementation and cost-efficient maintenance.

Acquisitions

Acquisitions continue to be a key part of our strategy and have strengthened our position as the most comprehensive solution provider in the industry. In recent years, we have acquired companies that complement our product portfolio, expand our market share, and enhance our organizational capabilities. As competition for high-quality acquisition targets remains intense and valuations stay high, we emphasize long-term value creation and strategic alignment with our customer focus, company culture, and vision.



Personnel and sustainability

Personnel as the key to success

Our success is built on strong collaboration and skilled professionals. In 2024, the Lemonsoft Group employed a total of 228 people, marking a 10% increase compared to the previous year.

Among our specialists, 49% work in product development, 45% in customer operations, and 6% in other roles. Our offices in Finland are located in Vaasa, Oulu, Tampere, Jyväskylä, Joensuu, Kouvola, Turku, and Helsinki.

228	49%	45%
Professionals	Product development	Customer operations

Growth and well-being

We are strongly committed to the continuous development of our employees. We offer diverse learning opportunities both through work tasks and targeted training programs. In 2024, we renewed our leadership practices and provided an extensive coaching program for supervisors to strengthen competencies in an evolving work environment.

Employee well-being is a key priority for us. We have introduced new employee benefits, such as lunch and bicycle benefits, and have redesigned our office spaces based on employee feedback. A flexible and location-independent working model supports work-life balance. Additionally, we offer our employees a unique opportunity to vacation at our company-owned residence in Spain.

Community spirit is at the core of our culture and is reflected in regular team days, summer events, and Pizza Fridays. Based on our quarterly surveys, our employees' engagement remains at a very high level, as evidenced by a positive eNPS score.

Responsibility

Our financial responsibility is based on sustainable growth and long-term investments. We continuously develop our products and services to help our customers improve efficiency and digitalize their businesses. Transparent operations and rigorous risk management provide the foundation for lasting success.

Social responsibility is a central part of our corporate culture. We promote an equal and inclusive work environment where everyone can grow and succeed. We support the development of young professionals while valuing the expertise of our experienced specialists. Open dialogue and a supportive culture are key elements of our operations.

Our commitment to environmental responsibility extends to both our own operations and those of our customers. We are dedicated to promoting paperless operations and reducing environmental impact through digitalization. Our software solutions help customers optimize their processes and reduce their carbon footprint. Continuous improvement and innovation enable us to build a more sustainable future.

Governance

Management Team

Kari Joki-Hollanti, Chief Product Officer   Janne Tammi, Chief Technology Officer   Tuomas Koivisto, Chief Commercial Officer

Alpo Luostarinen, Chief Executive Officer   Mari Erkkilä, Chief Financial Officer

Board of Directors

Christoffer Häggblom
Chairman of the Board 2020-,
Board member 2016-

Kari Joki-Hollanti
Chief Product Officer 2023-,
Board member 2006-

Michael Richter
Board member 2017-

Saila Miettinen-Lähde
Board member 2021-

Ilkka Hiidenheimo
Board member 2021-

Report of the Board of Directors

General information

Lemonsoft is a Finnish software company that designs, develops and sells ERP software solutions to streamline its customers' processes across different business lines and administration. The extensive offering of software solutions and related services enables the company to provide its customers with holistic service. The company's standardized and scalable software solutions are delivered mainly from the cloud and are based on the SaaS model in which customers pay a monthly service fee for the use of the software. The company operates in the ERP software market primarily as a service provider for SMEs. The company's customer base includes customers from especially industrial manufacturing, wholesale and retail, professional services automation, construction and accounting.

The Lemonsoft group is comprised of the parent company Lemonsoft Oyj and its subsidiaries Metsys Oy, PlanMill Oy, Logentia Oy, Finazilla Oy, Xfer Finland Oy, Finvoicer Group Oy, Atmotics Oy and Applirent Oy in which the parent company's holding is 100%, and Lixani Oy of which the parent company's holding is 51%.

The company's share is traded on the First North Growth Market Finland marketplace maintained by Nasdaq Helsinki Oy. The headquarters of the parent company is Vaasa, and the registered address is Vaasanpuistikko 20 A, 65100 Vaasa.

The year 2024 in brief

- Net sales increased 9.7% and were EUR 28,911 thousand (26,344)
- EBITDA was EUR 7,329 thousand (8,215), 25.3% (31.2) of net sales
- Adjusted EBITDA was EUR 7,522 thousand (7,951), 26.0% (30.2) of net sales
- EBIT was EUR 5,404 thousand (6,890), 18.7% (26.2) of net sales
- Adjusted EBIT was EUR 6,444 thousand (7,195), 22.3% (27.3) of net sales
- Profit of the financial year was EUR 4,031 thousand (5,349), 13.9% (20.3) of net sales

Major events during the financial period

On December 10, 2024, Lemonsoft lowered its 2024 revenue growth and profitability forecast due to weaker than expected customer demand.
New forecast for 2024:
Lemonsoft estimates that the net sales for the financial year 2024 will increase by 9–11 percent compared to the financial year 2023, and that adjusted EBIT will be 22–24 percent of net sales in 2024.
Previous forecast for 2024 (issued on 15 February 2024):
Lemonsoft estimates that the net sales for the financial year 2024 will increase by 10–18 percent compared to the financial year 2023, and that adjusted EBIT will be 23–28 percent of net sales in 2024.

Lemonsoft Oyj announced a new management team on November 22, 2024. As of November 22, 2024, the members of the Group Management Team are Alpo Luostarinen, Kari Joki-Hollanti, Mari Erkkilä, Tuomas Koivisto, and Janne Tammi.

Lemonsoft Oyj announced on October 4, 2024, that it will start a share buyback program based on the authorization granted by the Annual General Meeting on April 9, 2024. The maximum number of shares to be repurchased is 300,000, which corresponds to approximately 1.6% of the company's shares. However, the amount used for repurchasing shares will be at most EUR 2,000,000.

Lemonsoft Oyj's Board of Directors has nominated Alpo Luostarinen, M.Sc. (Econ.), as the company's CEO as of September 25, 2024. Luostarinen has served the company since 2021 and has acted as Director responsible for mergers and acquisitions as well as investor relations. Jan-Erik Lindfors has served as the CEO of Lemonsoft Oyj until 28 March 2024. After that Kari Joki-Hollanti has served as the company's Interim CEO until 25 September 2024.

On 1 July 2024, Lemonsoft Oyj acquired the entire share capital of Atmotics Oy, a software company focused on maintenance and field service management. With the acquisition, Lemonsoft strengthens its offering for industrial manufacturing customers and will offer more possibilities to streamline their business processes.

On 1 July 2024, Lemonsoft Oyj acquired the entire share capital of Applirent Oy, a software company specializing in rental industry and fleet management ERP solutions. Through this acquisition, Lemonsoft expands its offering to meet the needs of the rental business and will offer more possibilities to streamline their business processes.

The Board of Directors of Lemonsoft Oyj has established a new share-based incentive plan for the key employees of the company in March 2024.

Major events after the financial period

There were no significant events after the review period.

Parent company's management

During the financial year, the members of Lemonsoft Oyj's Board of Directors were Christoffer Häggblom, Kari Joki-Hollanti, Ilkka Hiidenheimo, Saila Miettinen-Lähde and Michael Richter. The Audit Committee was chaired by Saila Miettinen-Lähde, with Michael Richter as a member.

Jan-Erik Lindfors served as the CEO of Lemonsoft Oyj until 28 March 2024. Kari Joki-Hollanti served as the Interim CEO until 25 September 2024. Alpo Luostarinen served as the CEO since 25 September 2025. On 31 December 2024, the members of Lemonsoft Oyj's Management Team were Alpo Luostarinen, Kari Joki-Hollanti, Mari Erkkilä, Tuomas Koivisto and Janne Tammi.

Financial review

January - December 2024

Net sales for the financial year were EUR 28,911 thousand (26,344). Net sales increased by EUR 2,567 thousand, 9.7%. Organic growth of the financial year was -0.8%, but organic growth of the recurring revenue was clearly higher than this. Consulting and other income remained at the lower level than in the comparison period. Net sales increased mainly due to the acquisition of Finvoicer Group Oy (2023), whose net sales were not included in the comparison period in January - May and due to the acquisition of Atmotics Oy (2024) and Applirent Oy (2024), whose net sales were not included at all in the comparison.

The share of SaaS income was 71.9% (72.7), the share of transaction income 11.4% (8.6), and consulting and other income 16.7% (18.7).

EBITDA was EUR 7,329 thousand (8,215), 25.3% (31.2) of net sales. Adjusted EBITDA (adjustments specified in the Alternative performance measures section) was EUR 7,522 thousand (7,951), 26.0% (30.2) of net sales. EBITDA and adjusted EBITDA were lower than the comparison period due to the timing of certain development projects and termination agreement with the CEO.

EBIT was EUR 5,404 thousand (6,890), 18.7% (26.2) of net sales. Adjusted EBIT (adjustments specified in the Alternative performance measures section) was EUR 6,444 thousand (7,195), 22.3% (27.3) of net sales. EBIT and adjusted EBIT were lower than the comparison period due to the timing of certain development projects and termination agreement with the CEO.

Profit for the financial year was EUR 4,031 thousand (5,349), 13.9% (20.3) of net sales.

Cash flow from operating activities was EUR 5,353 thousand (3,880).

Balance sheet, financing and investments

The balance sheet total at the end of the financial year was EUR 53,862 thousand (48,885 at the end of the year 2023).

The Group has capitalized development expenses of EUR 804 thousand during the year 2024 (1653 thousand during the comparison period 2023). At the end of financial year, the Group's balance sheet included capitalized development expenses totalling EUR 2,734 thousand (2,352 at the end of the year 2023).

Total equity was EUR 32,526 thousand (30,422 at the end of the year 2023), equity increased EUR 2,105 thousand.

Equity ratio was 60.4% (61.9 at the end of the year 2023) and interest-bearing debt was EUR 10,405 thousand (8,399 at the end of the year 2023).

Cash and cash equivalents at the end of the financial year were EUR 7,650 thousand (7,389 at the end of the year 2023).

Personnel

The Group number of employees was 228 (208) on 31 December 2024. We reported our Group personnel as follows:

- R&D 112 employees
- Customer functions 102 employees
- Other functions, a total of 14 employees

Share-based incentive plan

The Board of Directors of Lemonsoft Oyj has established a new share-based incentive plan for the key employees of the company in March 2024. The aim of the new plan is to align the objectives of the shareholders and the key employees in order to increase the value of the company in the long-term, to encourage the management to personally invest in the company's shares, to retain the target group at the company, and to offer them a competitive incentive plan in which the participants may earn shares as a reward for performance and their personal investment.

The new Performance Matching Share Plan 2024 - 2028 includes three performance periods, covering financial years 2024 - 2026, 2025 - 2027 and 2026 - 2028. The Board will decide annually on the commencement and details of the performance period. The prerequisite for participation in the plan and receiving the reward is that the person allocates freely transferable Lemonsoft Oyj shares held by him or her to the plan or acquires the company's shares in a number determined by the Board.

The rewards from the plan will be paid partly in the company's shares and partly in cash. The rewards will be paid by the end of May in the year following the end of the performance period. The cash proportion is intended for covering taxes and tax-related costs arising from the reward to the participant. In general, no reward will be paid if a participant's employment or service in the group ends before the reward payment.

The performance criterion in the first performance period 2024 - 2026 is the Total Shareholder Return of the company's share (TSR). The achievement of the required TSR levels will determine the proportion out of the maximum reward that will be paid to a participant. The target group of the plan consists of 4 persons (the CEO and three members of the Management Team). The gross rewards from the first performance period 2024 - 2026 correspond to the value of an approximate maximum total of 77,000 Lemonsoft Oyj shares, including the proportion to be paid in cash. The final number of shares depends on the number of shares acquired by participants and the achievement of the TSR levels. The reward to be paid based on a Plan will be capped if the limits set by the Board for the payable reward from the performance period 2024 - 2026 are exceeded.

Share and shareholders

The company has one series of shares, and all shares have equal rights. At the end of the financial year, Lemonsoft Oyj's share capital consisted of 18,656,702 (18,562,005) shares. The average number of outstanding shares during the financial year was 18,604,133 (18,527,914). At the end of the financial year, Lemonsoft Oyj held 14,930 shares.

The company's share is traded on the First North Growth Market Finland marketplace maintained by Nasdaq Helsinki Oy. During the financial year, the highest share price was EUR 7.80, and the lowest share price was EUR 5.35. The closing price on 31 December 2024 was EUR 5.70. At the closing price for the financial year, the Company's market value was approximately EUR 106,4 million. The average daily trading volume of the share was 9,679 shares (EUR 57,328).

On 31 December 2024, the company had a total of 2,297 shareholders.

Largest shareholders 31 December 2024

Shareholdes	Shares	% of shares
Rite Ventures	7,940,498	42.65 %
Kari Joki-Hollanti	4,779,533	25.60 %
Handelsbanken Fonder	771,788	4.13 %
TIN Fonder	649,915	3.48 %
Alcur Fonder	554,769	2.97 %
Martin Gren (Grenspecialisten)	478,751	2.56 %
Mandatum Life Insurance Company	417,003	2.23 %
Berenberg Funds	300,210	1.61 %
Evli Fund Management	279,946	1.50 %
Mandatum Fund Management	220,951	1.19 %
SEB Investment Management	200,000	1.07 %
Ilmarinen Mutual Pension Insurance Company	153,800	0.82 %
Sp-Fund Management	149,204	0.80 %
Aktia Asset Management	144,204	0.77 %
eQ Asset Management Oy	125,000	0.67 %
Aeternum Capital AS	113,513	0.61 %
The Church Pension Fund	110,044	0.59 %
Amundi	96,507	0.52 %
S-Pankki Rahastoyhtiö Oy	88,513	0.47 %
Kaleva Mutual Insurance Company	86,823	0.46 %
Other	1,010,660	5.41 %
Shareholdes total	18,671,632	100.00 %

Shareholding by sector on December 31, 2024

Shareholder by sector	Shares	% of shares
Non-financial corporations	464,592	2.49
Finance and insurance companies *	7,539,397	40.38
General goverment	153,800	0.82
Finnish Private Individuals	5,597,928	29.98
Not-for-profit institutions	91,063	0.49
Foreign Institutional Owners *	4,824,852	25.84
*including nominee-registered	7,294,957	39.07

Distribution of shareholding by size categories on December 31, 2024

Number of shares	% of shareholders	% of shares and votes
0 - 100	67.39	0.37
101 - 1,000	27.24	1.03
1,001 - 10,000	3.58	1.14
10,001 - 100,000	1.22	4.09
100,001 - 1,000,000	0.44	11.81
1,000,001 - 9,999,999	0.13	81.56
Total	100.00	100.00

Resolutions of Annual General Meeting

The Annual General Meeting of Lemonsoft Oyj was held on 9 April 2024. The AGM has been organized according to the conventional model, meaning that attending the AGM in person is possible and remote participation is not possible. Shareholders have had the opportunity to vote in advance.

The AGM adopted the company's financial statements for the period 1 January - 31 December 2023 and resolved to approve the Board of Directors' proposal for the distribution of profit and unanimously resolved to discharge the members of the Board of Directors and the CEO from liability for the financial year 2023.

In accordance with the proposal of the Shareholders' Nomination Committee, the Annual General Meeting resolved the number of members of the Board of Directors to be five. Christoffer Häggblom, Kari Joki-Hollanti, Ilkka Hiidenheimo, Saila Miettinen-Lähde and Michael Richter were re-elected as members of the Board of Directors. The Annual General Meeting decided that the remuneration for the Chairman of the Board of Directors is a monthly fee of EUR 3,100 for the ordinary members of the Board a monthly fee of EUR 1,550 and that travel expenses shall be reimbursed in accordance with the company's travel policy. The Annual General Meeting also decided that the remuneration of the Audit Committee remain unchanged, with the Chairman of the Audit Committee paid a fee of EUR 1,000 per meeting and the members of the Audit Committee paid a fee of EUR 500 per meeting.

The Annual General Meeting decided that KPMG Oy Ab, Authorized Public Accountants firm, be elected as the company's auditor. KPMG Oy Ab has advised the company that the auditor-in-charge will be Authorized Public Accountant Kim Järvi.

The AGM resolved, in accordance with the Board of Directors' proposal, to authorize the Board of Directors to decide on the repurchase of the company's own shares, to decide on a share issue and the issuance of options and other special rights entitled to shares.

Authorizations of the Board of Directors

Lemonsoft Oyj has decided in its Annual General Meeting on 9 April 2024 to authorize the Board of Directors to decide on the repurchase of the company's own shares in the following terms and conditions:

- By virtue of the authorization, the Board of Directors is authorized to decide on the repurchase of a maximum of 1,800,000 of the company's own shares. The proposed maximum number of shares to be repurchased corresponds to approximately 9.7% of the company's shares. The authorization includes the right to accept the company's own shares as a pledge.
- The company's own shares can be repurchased otherwise than in proportion to the existing shareholdings of the company's shareholders (directed repurchase).
- The company's own shares can be repurchased at the Nasdaq First North Growth Market Finland marketplace or outside of the marketplace.
- Own shares can be repurchased at a price formed on First North Growth Market Finland on the date of the repurchase or at a price otherwise determined by the markets.
- The shares shall be repurchased using the company's unrestricted equity.
- The shares shall be repurchased for the purpose of financing or carrying out acquisitions or other arrangements, to implement the company's incentive schemes, to develop the company's capital structure, or for other purposes as decided by the Board of Directors.
- The Board of Directors shall decide on the other conditions related to the repurchase of the company's own shares.

The authorization is valid until the 2025 Annual General Meeting, but not beyond 30 June 2025. The authorization shall replace the authorization granted to the Board of Directors by the Annual General Meeting of 4 April 2023 regarding the repurchase of a maximum of 1,800,000 of the company's own shares.

The Annual General Meeting authorized the Board to decide on an ordinary or bonus issue of shares and the granting of special rights (as defined in Section 1, Chapter 10 of the Limited Liability Companies Act) in one or more instalments:

- This issue may total a maximum of 2,000,000 shares, corresponding to a maximum of approximately 10.8% of all shares of the company. The authorization applies to both new shares and treasury shares held by the company. The authorization may be used to fund or complete acquisitions or other business transactions, for offering share-based incentive schemes, to develop the company's capital structure, or for other purposes decided by the Board of Directors.
- The authorization entitles the Board of Directors to resolve all conditions of the issuance of shares and special rights entitling to shares, including the right to deviate from the shareholders' pre-emptive right.

The authorization is in force until the next Annual General Meeting; however, no longer than until 30 June 2025, and it replaces the previous authorizations.

Lemonsoft Oyj's Board of Directors has decided on 15 February 2024 directed share issue and deviation from the shareholders' preemptive right based on the authorization given by the Annual General Meeting on 4 April 2023.The share issue is related to the acquisition of Finvoicer Group Oy, which Lemonsoft announced on June 1, 2023. New shares of a total of 17,986 (112 thousand euros) were registered in the trade register on April 15, 2024. As a result of the share issue, the total number of Lemonsoft Oyj's outstanding shares increased to 18,579,991 shares.

Lemonsoft Oyj's Board of Directors has decided on June 29, 2024, directed share issue and deviation from the shareholders' preemptive right based on the authorization given by the Annual General Meeting on 9 April 2024.The share issue is related to the acquisition of Applirent Oy, which Lemonsoft announced on July 1, 2024. New shares a total of 91,641 (570 thousand euros) are being registered in the trade register. As a result of the share issue, the total number of Lemonsoft Oyj's outstanding shares increased to 18,671,632 shares.

Significant short-term risk and uncertainties

The deterioration of the economic situation and geopolitical changes may have direct and indirect effects on Lemonsoft's business. These may be reflected in the business operations of Lemonsoft's customer companies, for example, in reduced investments by industrial manufacturing companies and decreased needs of subcontracting chains, as well as business and bankruptcy risks. In turn, customers' business challenges may affect Lemonsoft's new customer acquisition, upsells from existing customers, and customer retention.

In the longer term, the biggest challenge for our industry is the availability of skilled personnel. Success of the Group and opportunities for growth depend largely on how well we can recruit, motivate, and engage more skilled personnel and develop our expertise.

In Lemonsoft's cost structure, the single most significant factor is personnel costs, and an increase in the general price level may increase the pressure to increase personnel costs. Lemonsoft constantly monitors the development of the situation from a risk management perspective and strives to ensure the continuation of profitable growth by optimizing its cost structure and pricing.

The ERP market is generally a highly competitive market, and the industry is fragmented. Smaller players are primarily focused in a specific sector of SMEs and larger players do not compete directly for customers in the same market. However, competition in Lemonsoft's operating markets may intensify due to existing competitors or agile new entrants.

Risks related to information security and the IT systems of service providers are a significant factor affecting the security and continuity of the Group's business. Lemonsoft constantly invests in high reliability and high security systems and strives to ensure the high quality of the services it purchases by selecting leading players in the industry as its key partners. European data protection regulations may also bring unexpected risks to Lemonsoft's operating environment.

Success in acquisitions and related integration work is a key factor for Lemonsoft's growth. The company has made several acquisitions in recent years and aims to continue to grow through acquisitions. There may be unexpected risks associated with target companies and their integration into Lemonsoft.

Board of Director's proposal for dividend

At the end of the financial year 2024, the Group's parent company's distributable funds were EUR 31,148 thousand and the net result of the Group's parent company for the financial year was EUR 3,957 thousand. There have been no material changes in the company's financial position since the end of the financial year.

Lemonsoft Oyj's Board of Directors proposes to the Annual General Meeting that a dividend of EUR 0.14 (0.14) per share will be paid for the financial year ended 31 December 2024, i.e. a total dividend would be approximately EUR 2.6 million.

Profit forecast for 2025

Lemonsoft estimates that the net sales for the financial year 2025 will increase by 0-10 percent compared to the financial year 2024, and that adjusted EBIT will be 18-24 percent of net sales in 2025.

Annual General Meeting 2025

Lemonsoft's Annual General Meeting is scheduled to be held on Wednesday, 9th of April 2025.

Key figures and calculation of key figures

Key figures, IFRS

EUR 1,000	1-12/2024	1-12/2023	1-12/2022	Change
Net sales	28,911	26,344	22,550	9.7 %
SaaS	20,774	19,146	16,989	8.5 %
Transaction	3,299	2,265	1,172	45.6 %
Consulting and other	4,838	4,933	4,390	-1.9 %
Gross margin	24,973	22,792	19,982	9.6 %
Gross margin, % of net sales	86.4 %	86.5 %	88.6 %	
EBITDA	7,329	8,215	7,332	-10.8 %
EBITDA, % of net sales	25.3 %	31.2 %	32.5 %	
Adjusted EBITDA	7,522	7,951	7,589	-5.4 %
Adjusted EBITDA, % of net sales	26.0 %	30.2 %	33.7 %	
EBIT	5,404	6,890	6,594	-21.6 %
EBIT, % of net sales	18.7 %	26.2 %	29.2 %	
Adjusted EBIT	6,444	7,195	7,054	-10.4 %
Adjusted EBIT, % of net sales	22.3 %	27.3 %	31.3 %	
Profit (Loss) of the financial period	4,031	5,349	5,128	-24.6 %
Profit (Loss) of the financial period, % of net sales	13.9 %	20.3 %	22.7 %	
Equity ratio, %	60.4 %	61.9 %	69.7 %	
Net debt	2,755	1,010	-8,661	
Gearing, %	8.5 %	3.3 %	-32.9 %	
Earnings per share (EPS)	0.22	0.29	0.27	-22.2 %
Return on invested capital, % (ROIC)	13.0 %	18.1 %	22.5 %	
Return on equity, % (ROE)	12.8 %	18.1 %	21.2 %	
Number of employees at the end of the period	228	208	184	9.6 %
Outstanding shares at the end of the period	18,656,702	18,562,005	18,393,440	
Average outstanding shares during the period	18,604,133	18,527,914	18,343,559	

Alternative Performance Measures, IFRS

Lemonsoft uses Alternative Performance Measures (APM), such as adjusted EBIT and adjusted EBITDA, in setting financial targets, forecasting and monitoring the Group's profit performance, as well as in resource allocation as part of the Group's business management process. The Alternative Performance Measures should be examined together with the IFRS-compliant performance measures. Adjusted EBITDA is calculated by adjusting EBITDA for the acquisition-related costs of business combinations and other significant non-recurring items affecting comparability. Adjusted EBIT is calculated by adjusting EBIT for the depreciation of intangible assets related to acquisitions, the acquisition-related costs of business combinations and other significant non-recurring items affecting comparability.

Adjusted EBITDA

EUR 1,000	1-12/2024	1-12/2023
EBITDA	7,329	8,215
EBITDA, % of net sales	25 %	31 %
M&A expenses	*194*	*229*
Recognition of contingent consideration	*0*	*-493*
Adjusted EBITDA	7,522	7,951
Adjusted EBITDA, % of net sales	26.0 %	30 %

Adjusted EBIT

EUR 1,000	1-12/2024	1-12/2023
EBIT	5,404	6,890
EBIT, % of net sales	18.7 %	26 %
M&A expenses	*194*	*229*
Recognition of contingent consideration	*0*	*-493*
Amortisation of intangible assets related to business combinations	*846*	*569*
Adjusted EBIT	6,444	7,195
Adjusted EBIT, % of net sales	22.3 %	27 %

Calculation of key figures, IFRS

Gross Margin
Net sales - Materials and services

EBITDA
EBIT+ Depreciation and amortisation

Adjusted EBITDA
EBIT + Depreciation and amortisation + M&A expenses +/- Other significant non-recurring items affecting comparability

EBIT
Net sales + Other operating income - Materials and services - Employee benefit expenses - Other operating expenses - Depreciation and amortisation

Adjusted EBIT
EBIT + Amortisation of intangible assets related to business combinations + M&A expenses +/- Other significant non-recurring items affecting comparability

Equity ratio, %
Equity +/- Non-controlling interests x100 / (Balance sheet total - Advances received)

Net debt
Loans from credit institutions + Lease liabilities - Cash and cash equivalents

Gearing, %
(Loans from credit institutions + Lease liabilities - Cash and cash equivalents) x100 / Equity

Earnings per share (EPS)
Profit (loss) for the period attributable to owners of the parent company / Weighted average number of ordinary shares outstanding during the financial year

Return on invested capital (ROIC), %
(Profit (loss) for the period + Financial expenses + Tax expense) / (Equity + Loans from credit institutions + Lease liabilities)

Return on equity (ROE), %
Profit (loss) for the period / ((Equity at the beginning of the period + Equity at the end of the period) /2)

Consolidated financial statements, IFRS

Consolidated income statement, IFRS

EUR 1,000	Note	1-12/2024	1-12/2023
NET SALES	**1**	**28,911**	**26,344**
Other operating income	2	45	493
Materials and services	3	-3,938	-3,552
Employee benefit expenses	4	-14,171	-12,350
Depreciation and amortisation		-1,925	-1,325
Other operating expenses	6	-3,519	-2,720
EBIT		**5,404**	**6,890**
Financial income	7	169	156
Financial expenses	7	-654	-327
PROFIT (LOSS) BEFORE TAXES		**4,919**	**6,718**
Income taxes	8	-887	-1,369
PROFIT (LOSS) FOR THE FINANCIAL PERIOD		**4,031**	**5,349**
PROFIT (LOSS) FOR THE FINANCIAL PERIOD ATTRIBUTABLE TO			
Owners of the parent company		4,144	5,303
Non-controlling interests		-113	47
Earnings per share (EPS), undiluted		0.22	0.29
Earnings per share (EPS), diluted		0.22	0.29

Consolidated balance sheet, IFRS

EUR 1,000	Note	31.12.2024	31.12.2023
ASSETS			
NON-CURRENT ASSETS			
Goodwill	11	28,055	23,102
Intangible assets	11	8,123	7,165
Tangible assets	12	1,034	1,344
Investments	15	2,157	3,961
Deferred tax assets	13	22	9
TOTAL NON-CURRENT ASSETS		**39,392**	**35,580**
CURRENT ASSETS			
Inventory		88	68
Trade and other receivables	15, 17	6,732	5,847
Cash and cash equivalents	15, 18	7,650	7,389
TOTAL CURRENT ASSETS		**14,470**	**13,304**
TOTAL ASSETS		**53,862**	**48,885**

EUR 1,000	Note	31.12.2024	31.12.2023
EQUITY AND LIABILITIES			
EQUITY			
Share capital	20	80	80
Reserve for invested unrestricted equity		18,448	17,767
Retained earnings		13,779	12,292
Equity of the owners of the parent company		**32,307**	**30,139**
Share of non-controlling owners		**219**	**283**
TOTAL EQUITY		**32,526**	**30,422**
LIABILITIES			
NON-CURRENT LIABILITIES			
Loans from financial institutions	15, 16	7,770	5,942
Lease liabilities	15, 16	158	171
Deferred tax liabilities	13	1,399	1,188
TOTAL NON-CURRENT LIABILITIES		**9,326**	**7,301**
CURRENT LIABILITIES			
Loans from financial institutions	15, 16, 19	2,172	1,872
Lease liabilities	15, 16, 19	306	414
Advances received	15, 16, 19	354	162
Trade and other payables	15, 16, 19	9,178	8,714
TOTAL CURRENT LIABILITIES		**12,009**	**11,163**
TOTAL LIABILITIES		**21,336**	**18,463**
TOTAL EQUITY AND LIABILITIES		**53,862**	**48,885**

Consolidated cash flow statement, IFRS

EUR 1,000	1-12/2024	1-12/2023
Cash flow from operating activities:		
Profit (Loss) for the financial period	4,031	5,349
Adjustments:	3,763	2,160
Depreciation and amortisation	1,925	1,325
Other income and expenses without payment	466	-705
Financial income and expenses	485	171
Taxes	887	1,369
Other adjustments *	0	0
Cash flow before change in working capital	7,795	7,510
Change in working capital *	-586	-2,243
Cash flow before financial items and taxes	7,209	5,267
Net financial items and taxes *	-1,856	-1,387
Net cash flow from operating activities (A)	**5,353**	**3,880**
Cash flow from investing activities:		
Acquisition of tangible and intangible assets	-812	-1,865
Other investments	-283	-1,000
Income received from the sale of investments	2,134	0
Acquisition of subsidiary, net of cash acquired	-5,100	-6,452
Net cash flow from investing activities (B)	**-4,060**	**-9,317**
Cash flow from financing activities:		
Dividends paid	-2,599	-2,595
Proceeds from non-current loans	4,000	6,800
Repayments of non-current loans *	-1,949	-2,762
Acquisition of treasury shares	-89	0
Repayments of lease liabilities	-444	-406
Capitalization of subsidiary	49	98
Net cash flow from financing activities (C)	**-1,032**	**1,135**

EUR 1,000	1-12/2024	1-12/2023
Change in cash and cash equivalents (A + B + C) increase (+) / decrease (–)	**261**	**-4,302**
Cash and cash equivalents at the beginning of the financial period	7,389	11,692
Cash and cash equivalents at the end of the financial period	**7,650**	**7,389**
Change in cash	261	-4,302

** The figures for the comparison year have been changed to correspond to the presentation for 2024.*

Consolidated statement of changes in equity, IFRS

EUR 1,000	Equity of the owners of the parent company				Share of non-controlling owners	Total equity
	Share capital	Invested unrestricted equity reserve	Retained earnings	Total		
Equity 1.1.2023	**80**	**16,480**	**9,603**	**26,163**	**129**	**26,292**
Profit (Loss) for the period			5,303	**5,303**	47	**5,349**
Transactions with owners:						
Changes in non-controlling interests *			-19	**-19**	108	**89**
Directed share issue		1,286		**1,286**		**1,286**
Dividends paid			**-2,595**	**-2,595**		**-2,595**
Equity 31.12.2023	**80**	**17,767**	**12,292**	**30,139**	**283**	**30,422**
Equity 1.1.2024	**80**	**17,767**	**12,292**	**30,139**	**283**	**30,422**
Profit (Loss) for the period			4,144	**4,144**	-113	**4,031**
Transactions with owners:						
Changes in non-controlling interests				**0**	49	**49**
Directed share issue		682		**682**		**682**
Share-based payments			31	**31**		**31**
Dividends paid			-2,599	**-2,599**		**-2,599**
Acquisition of treasury shares			-89	**-89**		**-89**
Equity 31.12.2024	**80**	**18,448**	**13,779**	**32,307**	**219**	**32,526**

** Change in the ownership of the subsidiaries transferred to Retained earnings.*

Notes to the consolidated financial statement

Accounting principles applied to the consolidated financial statements

General information

Lemonsoft is a Finnish software company that designs, develops and sells ERP software solutions to streamline its customers' processes across different business lines and administration. The extensive offering of software solutions and related services enables the company to provide its customers with holistic service. The company's standardized and scalable software solutions are delivered mainly from the cloud and are based on the SaaS model in which customers pay a monthly service fee for the use of the software. The company operates in the ERP software market primarily as a service provider for SMEs. The company's customer base includes customers from especially industrial manufacturing, wholesale and retail, professional services automation, construction and accounting.

The Lemonsoft group is comprised of the parent company Lemonsoft Oyj and its subsidiaries Metsys Oy, PlanMill Oy, Logentia Oy, Finazilla Oy, Xfer Finland Oy, Finvoicer Group Oy, Atmotics Oy and Applirent Oy in which the parent company's holding is 100%, and Lixani Oy of which the parent company's holding is 51%. The headquarters of the parent company is Vaasa, and the registered address is Vaasanpuistikko 20 A, 65100 Vaasa.

The company's share is traded on the First North Growth Market Finland marketplace maintained by Nasdaq Helsinki Oy. The company has one series of shares, and all shares have equal rights. At the end of the financial period, Lemonsoft Oyj's share capital consisted of 18,656,702 (18, 562,005) shares.

Accounting principles applied to the consolidated financial statements

The consolidated financial statements have been drawn up on a historical cost basis, except when otherwise indicated. The consolidated financial statements is presented in thousands of Euro, except when otherwise stated. All figures presented have been rounded, and consequently the sum of individual figures may deviate from the presented aggregate figure.

Consolidation

The consolidated financial statements incorporate the financial statements of the parent company Lemonsoft Oyj, and of all those subsidiaries over which the parent company has control at the end of the reporting period. Lemonsoft has control when it is exposed to, or has rights to, variable returns from its involvement with the entity and has ability to affect those returns through its power to direct the activities of the entity. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when Lemonsoft loses control of the subsidiary.

Acquired entities are accounted for by using the acquisition method. The consideration transferred and the identifiable assets acquired and liabilities assumed in the acquiree are measured at the acquisition-date fair values. The excess is accounted for as goodwill.

The consideration transferred includes the assets transferred, liabilities incurred by Lemonsoft to former owners of the acquiree, and any equity interests issued. Any contingent consideration (additional purchase price) is measured at fair value at the acquisition date, and is classified as either liability or equity. An additional purchase price classified as a liability is remeasured at fair value at each period-end, and resulting changes in fair values are recognised in profit or loss. Goodwill that arose prior to 1 January 2022 remains as stated under FAS at the transition date.

In preparation of consolidated financial statements intragroup transactions, receivables, liabilities and unrealised margins as well as distribution of profits within the Group are eliminated.

Non-controlling interest

Lemonsoft has initially measured non-controlling interests (NCI) at their proportionate share of the acquiree's identifiable net assets at the acquisition date. NCI in the net assets of the subsidiaries consolidated are identified separately from the Group's equity therein. NCI consist of the amount of those interests at the date of the original business combination and the non-controlling shareholder's share of post-combination changes in equity. Total comprehensive income is attributed to the owners of the parent and NCI even if this results in the NCI having a deficit balance. Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

Segment disclosures

Lemonsoft reports for its business operations as a single entity, i.e. at the Group level. This is based on the Group's business model and the fact that the performance and resources are reviewed as a single unit. Also, the Group's reporting model and management structure are based on this approach. Lemonsoft reports figures for one operating segment in its financial statements.

Foreign currency transactions and balances

The consolidated financial statements are presented in Euro, which is the functional and presentation currency of the parent company and subsidiaries. Foreign currency transactions are translated into Euro using the exchange rates prevailing at the dates of the transactions.

The preparation principles and key uncertainty factors related to the estimates require management judgment

The preparation of the consolidated financial statements requires the management to use judgement, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the related notes presented in the financial statements. This particularly applies in instances where the IFRS norms currently in effect have alternative methods of recognition, measurement or presentation. Actual outcomes may differ from the estimates made.

The judgement-based decisions made by Lemonsoft's management in applying the accounting principles of the financial statements and which have the most impact on the figures presented in the consolidated financial statements concern the following areas:

Business combinations: Identification and recognition of intangible assets separately from goodwill.

Leases: Determining the lease term when a lease includes extension or termination options.

Trade and other receivables: The amount of credit loss provision.

Key uncertainties related to estimates
The estimates made in connection with the preparation of the financial statements are based on management's best knowledge on the balance sheet date. The estimates are based on historical experience and assumptions about the future that are considered the most probable on the balance sheet date. The Group continuously monitors the realization of estimates and assumptions and the underlying factors. Changes in estimates and assumptions are taken into consideration in reporting in the financial period during which the estimate or assumption is adjusted and in all financial periods thereafter.

New and amended standards

Lease Liability in a Sale and Leaseback* – Amendments to IFRS 16 *Leases (effective for financial years beginning on or after 1 January 2024)

The amendments introduce a new accounting model for variable payments and will require seller-lessees to reassess and potentially restate sale-and-leaseback transactions entered into since the implementation of IFRS 16 in 2019.

Classification of Liabilities as Current and Non-current* – Amendments to IAS 1 *Presentation of Financial Statements (effective for financial years beginning on or after 1 January 2024)

The amendments are to promote consistency in application and clarify the requirements for determining if a liability is current or non-current. The amendments specify that covenants to be complied with after the reporting date do not affect the classification of debt as current or non-current at the reporting date. The amendments require to disclose information about these covenants in the notes to the financial statements. The amendments also clarify transfer of a company's own equity instruments is regarded as settlement of a liability. Liability with any conversion options might affect classification as current or non-current unless these conversion options are recognized as equity under IAS 32.

Supplier Finance Arrangements* – Amendments to IAS 7 *Statement of Cash Flows and* IFRS 7 *Financial Instruments: Disclosures (effective for financial years beginning on or after 1 January 2024)

The amendments enhance the transparency of supplier finance arrangements and their effects on a company's liabilities, cash flows and exposure to liquidity risk. Amendments require to disclose quantitative and qualitative information about supplier finance programs.

New and amended IFRS Accounting Standards issued but not yet effective

Lack of Exchangeability* – Amendments to IAS 21 *The Effects of Changes in Foreign Exchange Rates (effective for financial years beginning on or after 1 January 2025, early application is permitted)

The amendments require to apply a consistent approach in assessing whether a currency can be exchanged into another currency and, when it cannot, in determining the exchange rate to use and the disclosures to provide.

Classification and Measurement of Financial Instruments* – Amendments to IFRS 9 *Financial Instruments and* IFRS 7 *Financial Instruments: Disclosures*** (effective for financial years beginning on or after 1 January 2026, early application is permitted)

The amendments clarify that an entity is required to apply settlement date accounting when derecognising a financial asset or a financial liability; and to permit an entity to deem a financial liability that is settled using an electronic payment system to be discharged before the settlement date if specified criteria are met. The amendments clarify the application guidance for assessing the contractual cash flow characteristics of financial assets, including financial assets with contractual terms that could change the timing or amount of contractual cash flows, for example, those with environmental, social and governance (ESG)-linked features, financial assets with non-recourse features and financial assets that are contractually linked instruments.

** = not yet endorsed for use by the European Union as of 31 December 2024.*

Annual Improvements to IFRS Accounting Standards—Volume 11* (effective for financial years beginning on or after 1 January 2026, early application is permitted)

The annual improvements process provides a mechanism for minor and non-urgent amendments to IFRS Accounting Standards to be grouped together and issued in one package annually. The amendments clarify the following standards:

IFRS 7 *Financial Instruments: Disclosures* − Gain or loss on derecognition; Disclosure of differences between the fair value and the transaction price; Disclosures on credit risk

IFRS 9 *Financial Instruments* −Derecognition of lease liabilities; Transaction price

IFRS 10 *Consolidated Financial Statements* − Determination of a 'de facto agent'

IAS 7 *Statement of Cash Flows* − Cost Method

IFRS 18 *Presentation and Disclosure in Financial Statements** (effective for financial years beginning on or after 1 January 2027, early application is permitted)

IFRS 18 will replace IAS 1 *Presentation of Financial Statements*. The key new requirements are as follows:

Income and expenses in the income statement to be classified into three new defined categories—operating, investing and financing—and two new subtotals—"Operating profit or loss" and "Profit or loss before financing and income tax".

Disclosures about management-defined performance measures (MPMs) in the financial statements. MPMs are subtotals of income and expenses used in public communications to communicate management's view of the company's financial performance.

Disclosure of information based on enhanced general requirements on aggregation and disaggregation. In addition, specific requirements to disaggregate certain expenses, in the notes, will be required for companies that present operating expenses by function in the income statement.

Sale or Contribution of Assets between an Investor and its Associate or Joint Venture* – Amendments to IFRS 10 *Consolidated Financial Statements and* IAS 28 *Investments in Associates and Joint Ventures* (available for optional adoption, effective date deferred indefinitely)

The amendments address the conflict between the existing guidance on consolidation and equity accounting and require the full gain to be recognised when the assets transferred meet the definition of a 'business' under IFRS 3 *Business Combinations*.

** = not yet endorsed for use by the European Union as of 31 December 2024.*

Current status: Endorsement - EFRAG

Notes to the consolidated financial statements

1. Net sales

Lemonsoft Group's revenues consist of the following revenue streams: SaaS and transaction services, and consulting and other services. Most of Lemonsoft's net sales consist of SaaS and transaction revenue, which comprises MRR (Monthly Recurring Revenue) and sales of transaction services in connection with SaaS services and separately. Net sales of consulting and other services consist primarily of sales of work and services. SaaS and transaction services are sold together with consulting services. Contracts may contain a performance obligation consisting of a series of distinct services or several performance obligations. The Group recognizes revenues less indirect taxes in an amount that Lemonsoft expects to be entitled to in exchange for the products and/or services transferred.

The majority of the Group's revenue is recognized over time as the customer is considered to benefit from the services as they are transferred. Revenues from SaaS and transaction services for which the customer is invoiced on a fixed monthly basis over the contract term, or monthly based on the actual number of users and transaction volumes, are recognized over time. Revenues from the separate sales of transaction services, primarily in connection with debt collection services, are recognized at a point in time when the company has a contractual right to receive payment for the service produced. Revenues from other services produced by the Group are recognized over time as the services are produced for the customer.

The Group also has fixed-price projects in which the invoicing is based on milestones that are specified in the project plan and which correspond to the progress of the project. Revenue from project deliveries is recognized over time as the work is performed. The projects are related to the deployment of systems and are short-term. If it is likely that the total expenses required to complete a project exceed the revenue received for the business activity, the expected loss is immediately recognized as an expense. Fixed-price projects represent a small share of the Group's total net sales (<5%). Lemonsoft Group has no significant contractual assets or liabilities.

Variable considerations in contracts are estimated and included in net sales only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur subsequently. The amount of the variable consideration is reassessed at the end of each reporting period. The payment terms and conditions for the contracts vary but typically the payment term is 14 days. The Group has no significant financing components in its customer contracts.

EUR 1,000	1-12/2024	1-12/2023
Net sales	28,911	26,344
SaaS	20,774	19,146
Transaction	3,299	2,265
Consulting and other	4,838	4,933

2. Other operating income

Income from activities other than the actual business operations is recognized in other operating income.

Other operating income mainly consists of the recognition of additional purchase prices or other income, such as capital gain from sales of fixed assets. Other operating income is recognized when the right to receive it arises.

EUR 1,000	1-12/2024	1-12/2023
Recognition of contingent consideration	0	493
Other income	45	0
Total	**45**	**493**

3. Materials and services

External services mainly consist of platform services, operator services and other external services.

EUR 1,000	1-12/2024	1-12/2023
External services and materials	3,938	3,552
Total	**3,938**	**3,552**

4. Employee benefits

Short-term employee benefits include salaries, fees and fringe benefits, annual holidays and bonuses. Short-term employee benefits have been paid to the Group's employees, the management team, the CEO and the Board of Directors.

The Group's pension plans are defined contribution plans. In a defined contribution plan, the Group makes fixed contributions into a separate entity, and the Group has no legal or constructive obligation to make further contributions. The contributions made to the defined contribution plans are charged to profit or loss under employee benefit expenses in the period to which the charge applies.

More information on share-based payments is given in notes Share-based payments.

Number of employees

	1-12/2024	1-12/2023
Average number of employees during the financial period	224	201
Number of employees at the end of the financial year	228	208

Employee benefit expenses

EUR 1,000	1-12/2024	1-12/2023
Wages and salaries	11,688	10,008
Social security costs	289	363
Pension costs	2,163	1,979
Share-based payments	31	0
Total	**14,171**	**12,350**

Compensation of the Group CEO

EUR 1,000	1-12/2024	1-12/2023
Alpo Luostarinen (since 25.9.2024)		
Short-term employee benefits	48	0
Pensions (statutory)	3	0
Share-based payments	0	0
Jan-Erik Lindfors (1.8.2023-28.4.2024)		
Short-term employee benefits	72	68
Pensions (statutory)	5	5
Share-based payments	0	0
Kari Joki-Hollanti (29.4.-24.9.2024 and 1.1.-31.7.2023)		
Short-term employee benefits	70	80
Pensions (statutory)	6	7
Share-based payments	0	0
Total	**205**	**159**

Compensation of the members of Group management team

EUR 1,000	1-12/2024	1-12/2023
Wages and salaries	575	484
Share-based payments	31	0
Total	**605**	**484**

In 2023 and 2024, the Chairman of the Board of Directors of Lemonsoft Oyj was paid EUR 3,100 per month and the other members of the Board EUR 1,550 per month in meeting fee. The Chairman of the Audit Committee was paid EUR 1,000 per meeting and the member of the Audit Committee EUR 500 per meeting in both 2023 and 2024.

Compensation of the members of Board of Directors

EUR 1,000	1-12/2024	1-12/2023
Christoffer Häggblom, CB	37	37
Kari Joki-Hollanti, MB	19	18
Michael Richter, MB, MAC	22	21
Saila Miettinen-Lähde, MB, CAC	25	23
Ilkka Hiidenheimo, MB	19	18
Total	**121**	**118**

CB = Chairman of the Board
MB = Member of the Board
CAC = Chairman of the Audit Committee
MAC = Member of the Audit Committee

Share-based payments

Lemonsoft Oyj has established a new share-based incentive plan for the key employees of the company in March 2024. A compensation cost pursuant to IFRS 2 is recognised for share-based payments based on the entire program being an equity-settled payment. Share-based incentive programs are valued at fair value on the grant date based on the gross number of shares awarded, recognised as an expense in the statement of profit and loss during the period in which the conditions are met (the vesting period) and with the corresponding adjustment to the equity.

The Performance Matching Share Plan 2024 - 2028 includes three performance periods, covering financial years 2024 - 2026, 2025 - 2027 and 2026 - 2028. The Board will decide annually on the commencement and details of a performance period. The prerequisite for participation in the plan and receiving the reward is that the person allocates freely transferable Lemonsoft Oyj shares held by him or her to the plan or acquires the company's shares in a number determined by the Board.

The rewards from the plan will be paid partly in the company's shares and partly in cash. The rewards will be paid by the end of May in the year following the end of the performance period. The cash proportion is intended for covering taxes and tax-related costs arising from the reward to the participant. In general, no reward will be paid if a participant's employment or service in the group ends before the reward payment.

Share-based incentive plan 2024 - 2026

The performance criterion in the first performance period 2024 - 2026 is the Total Shareholder Return of the company's share (TSR). The achievement of the required TSR levels will determine the proportion out of the maximum reward that will be paid to a participant. The target group of the plan consists of 4 persons (the CEO and three members of the Management Team). The gross rewards from the first performance period 2024 - 2026 correspond to the value of an approximate maximum total of 77,000 Lemonsoft Oyj shares, including the proportion to be paid in cash. The final number of shares depends on the number of shares acquired by participants and the achievement of the TSR levels. The reward to be paid on the basis of Plan will be capped if the limits set by the Board for the payable reward from the performance period 2024 - 2026 are exceeded.

Date of issue	21.3.2024
Nature of the scheme	Shares and cash
Target group	Key employees
Share-based remuneration, maximum number of shares	77,000
Performance period begins, date	1.1.2024
Performance period ends, date	31.12.2026
Vesting conditions	Lemonsoft Oyj's Share value development
Execution	In shares and cash

The impact of the arrangements on the result is presented under employee benefit expenses, with the counter-entry recognized in retained earnings.

Expenses recognized under the share-based incentive plan

EUR 1,000	2024	2023
Share-based incentive plan 2024-2026	31	0
Total	**31**	**0**

5. Development costs

The development expenditure capitalized during the financial year include expenses categorized as employee benefits as well as external services.

The Group capitalises development costs only if all of the following criteria are met: Lemonsoft is able to demonstrate that the completion of the intangible asset is technically feasible so that the asset is available for use or sale; Lemonsoft has the intention to complete and use or sell the intangible asset and is able to use or sell the intangible asset; Lemonsoft is able to demonstrate how the intangible asset will generate probable future economic benefits; Lemonsoft has resources to complete the development and to use or sell the intangible asset; Lemonsoft is able measure reliably the expenditure attributable to the intangible asset during its development.

EUR 1,000	1-12/2024	1-12/2023
Capitalized development costs	804	1,653
Total	**804**	**1,653**

6. Other operating expenses

Other operating expenses mainly consist of other employee expenses, business premises expenses, IT expenses, marketing expenses and other expenses.

EUR 1,000	1-12/2024	1-12/2023
Other personnel expenses	873	603
Premises expenses	228	208
Low-value leases	43	8
IT expenses	994	613
Marketing expenses	331	361
Other expenses	1,050	926
Total	**3,519**	**2,720**

The Group's auditor in 2023 and 2024 was KPMG Oy Ab.

Audit Fees

EUR 1,000	1-12/2024	1-12/2023
Audit services	38	46
Auditor's certificates and statements	3	2
Tax services	0	0
Other services	12	60
Total	**53**	**108**

7. Financial income and financial expenses

Financial income and expenses mainly consist of interest expenses and other financial expenses, as well as interest income and other financial income.

Lemonsoft recognises interest income and interest expenses using the effective interest method. The Group has not capitalised borrowing costs.

Financial income

EUR 1,000	1-12/2024	1-12/2023
Income from non-current asset investments	48	4
Interest income and other financial income	121	151
Total	**169**	**156**

Financial expenses

EUR 1,000	1-12/2024	1-12/2023
Impairment of non-current assets investments	0	0
Interest expenses from lease liabilities	-4	-6
Interest expenses and other financial expenses	-650	-321
Total	**-654**	**-327**

8. Income taxes

The income tax expense in the income statement comprises current tax for the financial year and the change in deferred tax liabilities and deferred tax assets. The current tax charge is determined based on the taxable income using the tax rate enacted (or substantively enacted). This tax is adjusted with any taxes relating to previous financial years.

Deferred tax is provided on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements, and unused tax losses or unused tax credits.

EUR 1,000	1-12/2024	1-12/2023
Taxes for the period	-1,170	-1,434
Taxes for previous periods	193	47
Other items	0	0
Deferred tax	90	19
Total	**-887**	**-1,369**

Tax rate reconciliation

EUR 1,000	1-12/2024	1-12/2023
Profit before income tax	4,919	6,718
Taxes calculated at the parent company's tax rate 20%	-984	-1,344
Tax for previous financial periods	193	47
Non-deductible expenses	-201	-190
Income not subject to tax	0	99
Other items	104	20
Total	**-887**	**-1,369**

9. Earnings per share

Basic earnings per share is determined by dividing the profit (loss) for the financial year attributable to the owners of the parent company by the weighted average number of ordinary shares outstanding (during the financial year), excluding any treasury shares held by the company.

	1-12/2024	1-12/2023
Profit attributable to owners of the parent company (EUR 1,000)	4,144	5,303
Profit attributable to non-controlling interests (EUR 1,000)	-113	47
Weighted number of shares, undiluted	18,604,133	18,527,914
Weighted number of shares, diluted	18,604,133	18,527,914
Earnings per share (EPS), undiluted	0.22	0.29
Earnings per share (EPS), diluted	0.22	0.29

10. Business combinations

Business acquisitions 2024

Atmotics Oy
On 1 July 2024, Lemonsoft Oyj acquired the entire share capital of Atmotics Oy, a software company focused on maintenance and field service management. With the acquisition, Lemonsoft strengthens its offering for industrial manufacturing customers and will offer more possibilities to streamline their business processes.

The purchase price for the share capital of Atmotics Oy is EUR 2.2 million and the net debt-free enterprise value is EUR 2.0 million. The purchase price was paid fully in cash at closing and will be financed with a bank loan.

In addition, the parties have agreed on an additional purchase price for 2025 - 2027, which will be based on the company's Rule of 40 (revenue growth-% + EBIT-%) figure for each fiscal year. The additional purchase price amounts to a maximum of EUR 1.25 million, and if realized, will be paid fully in cash.

Identifiable assets acquired and liabilities assumed are valued at their fair values at the date of acquisition. Acquired assets include intangible assets recognized separately from goodwill, consisting of customer relationships and technology. The goodwill is based on the expected synergy benefits from the acquisition of Atmotics Oy, as well as on utilizing the growth of the joint sales and marketing network and expanding customer relationships within the Group. Goodwill is not deductible in taxation. Acquisition-related costs of EUR 91 thousand are included in the Other operating expenses item in the consolidated income statement.

Applirent Oy
On 1 July 2024, Lemonsoft Oyj acquired the entire share capital of Applirent Oy, a software company specializing in rental industry and fleet management ERP solutions. Through this acquisition, Lemonsoft expands its offering to meet the needs of the rental business and will offer more possibilities to streamline their business processes.

The purchase price for the share capital of Applirent Oy is approximately EUR 2.3 million, and the net debt-free enterprise value is EUR 2.0 million. The purchase price was paid 75% in cash and 25% in shares at closing.

In addition, the parties have agreed on an additional purchase price based on Applirent Oy's EBIT for the years 2024 - 2026. The additional purchase price amounts to a maximum of EUR 0.8 million, and if realized, will be paid fully in cash.

Identifiable assets acquired and liabilities assumed are valued at their fair values at the date of acquisition. Acquired assets include intangible assets recognized separately from goodwill, consisting of customer relationships and technology. The goodwill is based on the expected synergy benefits from the acquisition of Applirent Oy, as well as on utilizing the growth of the joint sales and marketing network and expanding customer relationships within the Group. Goodwill is not deductible in taxation. Acquisition-related costs of EUR 86 thousand are included in the Other operating expenses item in the consolidated income statement.

Lemonsoft Group's net sales in 1.1.2024 - 31.12.2024 would have been approximately EUR 29.8 million and profit for the period approximately EUR 4.3 million if the businesses acquired during the period had been consolidated from the beginning of 2024.

The following table shows the total fair values of the assets and liabilities acquired.

Business acquisitions 2024

EUR 1,000	Atmotics Oy (2024)	Applirent Oy (2024)
Consideration transferred		
In cash	2,185	1,729
In shares	0	570
Contingent consideration	1,250	800
Total consideration transferred	**3,435**	**3,099**
Assets acquired and liabilities assumed at the date of acquisition		
Customer relationships	245	422
Technology	401	369
Other intangible assets	0	0
Right-of-use assets	17	27
Other tangible assets	1	0
Trade and other receivables	43	40
Cash and cash equivalents	344	536
Total assets	**1,051**	**1,394**
Lease liabilities	17	27
Trade and other payables	280	257
Deferred tax liabilities	129	158
Total liabilities	**426**	**442**
Total acquired net assets	**625**	**952**
Total consideration transferred	**3,435**	**3,099**
Goodwill	**2,810**	**2,147**
Cash flow impact of acquisitions		
Consideration paid in cash	2,185	1,729
Cash and cash equivalents transferred	-344	-536
Net cash flow on acquisition	**1,841**	**1,193**

Business acquisitions 2023

Finvoicer Group Oy

On 1 June 2023, Lemonsoft Oyj acquired the entire share capital of Finvoicer Group Oy, a software company focused on invoice lifecycle management. With the acquisition, Lemonsoft strengthens its offering in invoice lifecycle management by providing its customers with more comprehensive solutions, including invoice delivery, reminders and debt collection, invoice financing and digital financial management. In addition to the parent company Finvoicer Group Oy, Finvoicer Group includes 100-percent owned subsidiaries Finvoicer Rahoitus Oy, specializing in invoice financing, and Billgo Oy, providing invoicing software for small businesses under the brand HelpostiLasku.

The purchase price for the share capital of Finvoicer Group Oy was EUR 6.2 million and the net debt-free enterprise value was EUR 7.6 million. 97% of the purchase price was paid in cash and 3% in shares at closing.

In addition, the parties agreed on a contingent consideration based on Finvoicer's financial results for 2023 - 2025. The contingent additional purchase price amounts to a maximum of EUR 3.3 million, and if realized, will be paid primarily in cash.

Identifiable assets acquired and liabilities assumed are valued at their fair values at the date of acquisition. Acquired assets include intangible assets recognized separately from goodwill, consisting of customer relationships and technology. The goodwill is based on the expected synergy benefits from the acquisition of Finvoicer Group Oy, as well as on utilizing the growth of the joint sales and marketing network and expanding customer relationships within the Group. Goodwill is not deductible in taxation. Acquisition-related costs of EUR 214 thousand are included in the Other operating expenses item in the consolidated income statement.

Lemonsoft Group's net sales in 1.1.2023 - 31.12.2023 would have been approximately EUR 28 million and profit for the period approximately EUR 5.5 million if the businesses acquired during the period had been consolidated from the beginning of 2023.

The following table shows the total fair values of the assets and liabilities acquired.

Business acquisitions 2023

EUR 1,000	Finvoicer Group Oy (2023)
Consideration transferred	
In cash	5,963
In shares	195
Contingent consideration	3,250
Total consideration transferred	**9,408**
Assets acquired and liabilities assumed at the date of acquisition	
Customer relationships	1,421
Technology	1,132
Other intangible assets	0
Right-of-use assets	147
Other tangible assets	37
Trade and other receivables	2,477
Cash and cash equivalents	415
Total assets	**5,629**
Lease liabilities	147
Trade and other payables	2,952
Deferred tax liabilities	511
Total liabilities	**3,610**
Total acquired net assets	**2,019**
Total consideration transferred	**9,408**
Goodwill	**7,389**
Cash flow impact of acquisitions	
Consideration paid in cash	5,963
Cash and cash equivalents transferred	-415
Net cash flow on acquisition	**5,548**

11. Goodwill and Intangible assets

Goodwill is recognised at the excess of the consideration transferred, amount of any non-controlling interest in the acquiree, and the acquisition-date fair value of any previous equity interest in the acquiree, over the fair value of the net identifiable assets acquired. Goodwill reflects future synergies expected from acquisitions, among others. Goodwill is carried at historical cost less accumulated impairment losses and is not subject to amortisation but is tested at least annually for impairment. Impairment losses on goodwill are recorded in profit or loss and may not be reversed.

The Group's intangible assets mainly comprise intangible assets identified and recognised in business combinations and relate to customer relationships and technology. They are initially recognised at fair value. Lemonsoft recognises an intangible asset only if the item meets the definition of an intangible asset, it is probable that the future economic benefits that are attributable to the asset will flow to the Group, and the cost of the asset can be measured reliably. All other expenditure is expensed as incurred. Separately acquired intangible assets are initially measured at cost. Subsequently, all intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

Goodwill

EUR 1,000	2024	2023
Acquisition cost 1.1.	24,956	17,571
Additions	4,958	7,386
Deductions	0	0
Acquisition cost at the end of the period	29,914	24,956
Accumulated depreciation and amortisation 1.1.	1,855	1,853
Depreciation and amortisation for the period	4	2
Accumulated depreciation and amortisation at the end of the period	1,859	1,855
Book value at the end of the period	**28,055**	**23,102**

Development costs

EUR 1,000	2024	2023
Acquisition cost 1.1.	2,855	1,202
Additions	804	1,653
Deductions	0	0
Acquisition cost at the end of the period	3,658	2,855
Accumulated depreciation and amortisation 1.1.	503	353
Depreciation and amortisation for the period	422	149
Accumulated depreciation and amortisation at the end of the period	925	503
Book value at the end of the period	**2,734**	**2,352**

Intangible rights

EUR 1,000	2024	2023
Acquisition cost 1.1.	66	15
Additions	0	51
Deductions	0	0
Acquisition cost at the end of the period	66	66
Accumulated depreciation and amortisation 1.1.	26	15
Depreciation and amortisation for the period	15	11
Accumulated depreciation and amortisation at the end of the period	41	26
Book value at the end of the period	**26**	**40**

Customer relationships

EUR 1,000	2024	2023
Acquisition cost 1.1.	3,041	1,621
Additions	667	1,421
Deductions	0	0
Acquisition cost at the end of the period	3,708	3,041
Accumulated depreciation and amortisation 1.1.	424	112
Depreciation and amortisation for the period	452	311
Accumulated depreciation and amortisation at the end of the period	876	424
Book value at the end of the period	**2,832**	**2,618**

Teknology

EUR 1,000	2024	2023
Acquisition cost 1.1.	2,503	1,372
Additions	771	1,132
Deductions	0	0
Acquisition cost at the end of the period	3,274	2,503
Accumulated depreciation and amortisation 1.1.	349	91
Depreciation and amortisation for the period	394	258
Accumulated depreciation and amortisation at the end of the period	743	349
Book value at the end of the period	**2,531**	**2,155**

Impairment testing of goodwill

For the purposes of impairment testing, goodwill is allocated to the cash-generating units (CGUs) that are expected to benefit from the business combination in which the goodwill arose. Goodwill was tested on the Group level, i.e. at the level of Lemonsoft's cash-generating unit. An impairment loss is recognised when the carrying amount of a cash-generating unit exceeds its recoverable amount.

Lemonsoft determines recoverable amounts based on value-in-use calculations prepared using discounted net cash flow forecasts. The cash flow projections are based on the most recent long-term budgets and forecasts approved by management covering a five-year period. The cash flow forecasts are based on the current business structure of the Lemonsoft Group at the testing date, and management's best estimates of future net sales, cost development, general market conditions and the applicable discount rate. For the period beyond the five-year time horizon, the cash flows are calculated using the terminal value method. Lemonsoft defines the discount rate as the weighted average cost of capital (WACC). It reflects the total cost of equity and debt, while considering the asset-specific risks.

	2024	2023
Terminal growth assumption	2.0 %	2.0 %
Discount rate (WACC)	9.8 %	12.5 %

Impairment testing 2024

Lemonsoft's impairment testing for the year 2024 was carried out on 31 December 2024.

The impairment testing did not indicate a need to recognize impairment losses on 31 December 2024. When estimating the recoverable amounts of cash-generating units, the management determined that no reasonably possible change in any of the key assumptions used would lead to a situation where the recoverable amount of the unit would fall below its carrying amount.

A sensitivity analysis was also conducted on the date of the impairment testing, which indicated that if WACC were to increase by 4.5 percentage points from 9,8% and profitability were to simultaneously decline by 12 percentage points, and the terminal growth rate were to decline by two percentage points, the situation would still not give rise to a need to recognize impairment losses.

Impairment testing 2023

Lemonsoft's impairment testing for the year 2023 was carried out on 31 December 2023.

The impairment testing did not indicate a need to recognize impairment losses on 31 December 2023. When estimating the recoverable amounts of cash-generating units, the management determined that no reasonably possible change in any of the key assumptions used would lead to a situation where the recoverable amount of the unit would fall below its carrying amount.

A sensitivity analysis was also conducted on the date of the impairment testing, which indicated that if WACC were to increase by 4.5 percentage points from 12.5% and profitability were to simultaneously decline by 12 percentage points, and the terminal growth rate were to decline by two percentage points, the situation would still not give rise to a need to recognize impairment losses.

Goodwill and impairment testing

EUR 1,000	2024	2023
Goodwill	28,055	23,102
Test value subject to testing	**28,055**	**23,102**

Depreciation periods for intangible assets

Amortisation is recorded on a straight-line basis over the following estimated useful lives of the assets:

Development costs	3 - 5 years
Customer relationships	5 - 8 years
Technology	5 - 8 years
Intangible rights	5 years

Lemonsoft reviews the amortisation periods applied at least at each financial year-end. If the estimated useful life of an asset differs significantly from previous estimates, the remaining useful life is adjusted prospectively. The changes may arise from, for example, restructuring actions or changes in the competitive landscape or demand.

In addition, Lemonsoft assesses at each period-end whether there is an indication that an intangible asset may be impaired. If any indication exists, Lemonsoft estimates the asset's recoverable amount. When the carrying amount of an asset exceeds its recoverable amount, the difference, i.e. an impairment loss, is recognised in profit or loss.

12. Tangible assets

The cost comprises directly attributable incremental costs incurred in acquisition and installation, as applicable. Subsequently, tangible assets are carried at cost, less any accumulated depreciation and any accumulated impairment losses.

Buildings and structures

EUR 1,000	2024	2023
Acquisition cost 1.1.	331	331
Additions	0	0
Deductions	0	0
Acquisition cost at the end of the period	331	331
Accumulated depreciation and amortisation 1.1.	109	96
Depreciation and amortisation for the period	13	13
Accumulated depreciation and amortisation at the end of the period	122	109
Book value at the end of the period	**209**	**222**

Right-of-use assets, buildings

EUR 1,000	2024	2023
Acquisition cost 1.1.	1,993	1,621
Additions	428	409
Deductions	-110	-36
Acquisition cost at the end of the period	2,311	1,993
Accumulated depreciation and amortisation 1.1.	1,208	748
Depreciation and amortisation for the period	508	460
Accumulated depreciation and amortisation at the end of the period	1,716	1,208
Book value at the end of the period	**595**	**785**

Machinery and equipment

EUR 1,000	2024	2023
Acquisition cost 1.1.	889	707
Additions	10	182
Deductions	0	0
Acquisition cost at the end of the period	899	889
Accumulated depreciation and amortisation 1.1.	553	433
Depreciation and amortisation for the period	116	120
Impairments	0	0
Accumulated depreciation and amortisation at the end of the period	669	553
Book value at the end of the period	**230**	**336**

Leases

Lemonsoft has leased office space for its business. Lemonsoft as a lessee recognises a right-of-use asset and corresponding lease liability when the lessor makes the asset available for use by the Group. The Group recognizes leases on the balance sheet, except for short-term leases and leases of low-value assets, which are recognized as expenses when they arise. Rental expenses recognized on short-term leases and leases of low-value assets are presented in more detail in note 6 *Other operating expenses*.

Initially, right-of-use assets are measured at cost comprising the amount of the initial measurement of the lease liability, any initial direct costs incurred, and any lease payments made at or before the commencement date, less any lease incentives provided by lessor.

Subsequently, right-of-use assets are carried at cost less any accumulated depreciation and any accumulated impairment losses. It is adjusted for certain remeasurements of the lease liability. The Group depreciates a right-of-use asset on a straight-line basis over the shorter of the lease term and the estimated useful life of the asset. Contracts with no fixed term and any extension options have been accounted for on a company-by-company basis, relying on the company's strategy and management's best estimate. The depreciation periods applied by the Group range between 1.5 - 3.5 years.

Lease payments included in the measurement of the lease liability comprise the following items: fixed payments, variable lease payments that depend on an index or a rate, and the payments for the periods covered by purchase, extension or termination options, if it is reasonably certain that the Group will exercise the option. If the lease liability is remeasured, for example due to changes in future lease payments, the right-of-use asset is adjusted to reflect the change in the lease liability.

The lease liability is subsequently measured at amortised cost using the effective interest method. It is remeasured when there is a change in in future lease payments arising from change in an index or rate, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or the adjustment is recognised in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The lease term is the non-cancellable period for which Lemonsoft has the right to use the underlying asset.

Depreciation periods of property, plant and equipment

Tangible assets are depreciated on a straight-line basis in profit or loss using the following estimated useful lives:

Buildings and structures	25 years
Machinery and equipment	5 years
Other tangible assets	5 years

The residual value, useful life and depreciation method of assets are reviewed, at a minimum, at the end of each financial year and, if necessary, adjusted to reflect changes in the expectations of economic benefit. The Group assesses at each period-end whether there are internal or external indications that a tangible asset may be impaired. If such indications are observed, Lemonsoft estimates the asset's recoverable amount. If the carrying amount of an asset exceeds its recoverable amount, the Group recognizes an impairment loss.

13. Deferred tax assets and liabilities

Deferred tax liabilities are usually recognized in full. However, a deferred tax liability is not recognized if it arises from the initial recognition of goodwill or the initial recognition of an asset or liability in a transaction which is not a business combination and, at the time of the transaction, affects neither accounting profit nor taxable profit and, at the time of the transaction, does not give rise to equal taxable and deductible temporary differences.

A deferred tax asset is recognized for deductible temporary differences only to the extent that it is probable that taxable income will be generated in the future against which Lemonsoft can utilize the temporary difference. The Group reviews the amount of deferred tax assets recognized and their recoverability at each period-end.

Changes in deferred tax during 2024

EUR 1,000	1.1.2024	Recognized in profit or loss	Business acquisitions	31.12.2024
Deferred tax assets:				
Right-of-use assets	142	91	0	232
Expected credit losses	7	10	0	17
Other items	1	1	0	2
Set-off of tax	-141	-89	0	-229
Total	**9**	**13**	**0**	**22**
Deferred tax liabilities:				
Right-of-use assets	-141	-89	0	-229
Allocation of fair value of acquisitions	1,020	-117	287	1,191
Goodwill	80	40	0	120
Other items	87	0	0	87
Set-off of tax	141	89	0	229
Total	**1,188**	**-77**	**287**	**1,399**

Changes in deferred tax during 2023

EUR 1,000	1.1.2023	Recognized in profit or loss	Business acquisitions	31.12.2023
Deferred tax assets:				
Right-of-use assets	60	82	0	142
Expected credit losses	10	-4	0	7
Other items	1	1	0	1
Set-off of tax	-59	-81	0	-141
Total	**12**	**-3**	**0**	**9**
Deferred tax liabilities:				
Right-of-use assets	-59	-81	0	-141
Allocation of fair value of acquisitions	571	-61	511	1,020
Goodwill	40	40	0	80
Other items	87	0	0	87
Set-off of tax	59	81	0	141
Total	**699**	**-21**	**511**	**1,188**

14. Financial risk management

Lemonsoft Group is exposed to certain financial risks in the course of its normal business operations. The Group's management regularly monitors the financial risks related to business operations. The objective of the Group's risk management is to minimize the adverse impacts of financial risks on the consolidated result and balance sheet. Financial risks mainly arise from counterparty credit risk, liquidity risk and market risk.

Market risk

Market risk is the risk that the fair value or future cash flows arising from financial instruments will fluctuate due to changes in market prices or market conditions.

Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include financing loans and deposits.

The Group has floating rate bank loans, as a result of which the Group is exposed to interest rate risk due to changes in market interest rates. On the balance sheet date in 2024, the Group had bank loans totaling EUR 9,942 thousand (EUR 7,814 thousand).

In other respects, the Group's income and operating cash flows are mainly independent of fluctuations in market interest rates. The fair values of financial liabilities are presented in the notes to the financial statements in table 15 *Financial assets and liabilities*.

Lemonsoft Oyj is not exposed to currency risk because a significant proportion of the Group's purchases and sales are denominated in euros. The currency of the Group companies is the euro.

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or a contract with a customer, resulting in a financial loss. Lemonsoft's credit risk exposure mainly concerns trade receivables, bank balances and short-term investments.

As regards credit risk, Lemonsoft is exposed to counterparty risk, which is managed alongside credit risk by identifying the customer before carrying out transactions.

Trade receivables are monitored and actively collected. A credit loss is recognized on a trade receivable if there is objective evidence that the trade receivable will not be paid in accordance with the original terms of the agreement. Lemonsoft's trade receivables do not include significant customer-specific credit risk concentrations.

According to the management's assessment, the risk of credit losses is low. On the balance sheet date of 31 December 2024, the expected credit loss provision amounted to EUR 85 thousand (EUR 34 thousand).

The age distribution of trade receivables is presented in note 17. *Age distribution of trade receivables.*

Financial receivables consist of Finvoicer Rahoitus Oy. Financial receivables are monitored and actively collected. A provision is recorded for financial receivables based on the assumption, which is not significant at the balance sheet date. Financial receivables may include customer-specific credit risk accumulation.

The age distribution of financial receivables is presented in note 17. *Age distribution of financial receivables.*

The maximum amount of credit risk at the end of the financial year is the carrying amount of financial assets. The Group has not recognized significant impairment losses during the financial years 2024 and 2023.

Liquidity risk

Liquidity risk relates to maintaining the adequacy and sustainability of financing required for the Group's working capital, debt repayment and investment expenditure. The objective of liquidity risk management is to continuously maintain an adequate level of liquidity. The management assesses business forecasts and the related future cash flows to maintain liquidity.

The Group's management estimates that the Group's liquidity is at a good level.

The Group has three long-term bank loans with a loan period of 5 - 10 years. The loan agreements include typical covenants, such as the equity ratio and the ratio of interest-bearing net debt to EBITDA. The management monitors the fulfilment of the covenant terms on a regular basis.

Lemonsoft met the covenant terms on 31 December 2024.

Net debt/EBITDA

EUR 1,000	2024	2023
Net debt	2,755	1,010
EBITDA	7,329	8,215
Net debt/EBITDA	**0.38**	**0.12**

The management has not identified excessive concentration risk in the Group's operations. To reduce the concentration risk of Lemonsoft's liquidity position, the Group's financial assets are diversified between solvent financial institutions with a low risk of default.

Lemonsoft's objective is to maintain a balance between the continuity and flexibility of financing by means of liquid funds and, if necessary, bank loans. The maturity distribution of financial liabilities is presented in note 16. *Maturity of liabilities*.

A summary of the liquid assets available to Lemonsoft is presented in the table below.

Liquid funds

EUR 1,000	2024	2023
Investments	0	2,087
Cash and cash equivalents	7,650	7,389
Total	**7,650**	**9,476**

15. Financial assets and financial liabilities

Lemonsoft classifies the Group's financial assets and financial liabilities as either financial assets and liabilities recognised at amortised cost or financial assets and liabilities measured at fair value through profit or loss.

Classification of financial assets is made based on their purpose of use upon initial acquisition. The classification is based on the objectives of Lemonsoft's business model and the contractual cash flows of financial assets, or by applying the fair value option upon initial acquisition.

All purchases and sales of financial assets are recognised on the trade date. For financial assets not carried at fair value through profit or loss, transaction costs are included in the initial carrying amount. Financial assets are derecognized when the Group loses the rights to receive the contractual cash flows on the financial assets, or it has transferred substantially all the risks and rewards of ownership outside the Group.

Financial liabilities are classified as non-current or current based on their maturity. However, a financial liability is classified as current if Lemonsoft does not have an unconditional right to defer the settlement of the liability for at least 12 months after the end of the reporting period.

A financial liability (or part of the liability) is derecognised only when the liability has ceased to exist, i.e., when the contractual obligation is fulfilled, cancelled or is no longer effective.

Fair values estimation

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy as follows, based on the lowest level of input data that is significant to the measurement of fair value as a whole:

Level 1
The fair values of these assets or liabilities are based on the quoted prices of identical assets or liabilities in active markets.
Level 2
The fair values of these assets or liabilities are based, to a significant degree, on input data other than quoted prices, but nevertheless on input data that is directly or indirectly observable for the asset or liability in question.
Level 3
The fair values of these assets or liabilities are based on input data other than observable market data that is significant for the determination of fair value. The valuation methods used for this input data requires management's judgement under the generally accepted measurement models.

No transfers between the levels took place during the financial year.

Financial assets measured at amortised cost

The Group's financial assets measured at amortised cost mainly comprise trade receivables, deposits and cash and cash equivalents. Assets classified in this category are measured at amortised cost using the effective interest method. In the Group's business model, trade receivables are held within a business model whose objective is to collect the contractual cash flows, and those cash flows that are solely payments of principal and interest. Trade receivable are current assets. The carrying amount of trade receivables is considered to substantially equal to their fair value. The Group's cash and cash equivalents consist of cash on hand and bank accounts. Items qualifying as cash equivalent have a maturity of three months or less from the date of acquisition.

Financial assets measured at fair value through profit or loss

The Group's financial assets measured at fair value through profit or loss comprise investments in interest rate funds, whose fair values are based on market data. In addition, Lemonsoft has classified investments in equity instruments as measured at fair value through profit or loss. These consist of investments in unlisted companies.

Financial liabilities measured at amortised cost

In the Group, this item primarily includes loans from credit institutions, lease liabilities and trade payables. These other financial liabilities are initially recognised at fair value. Transaction costs are included in the initial carrying amount of the financial liability. Subsequently, these financial liabilities are measured at amortised cost using the effective interest method. Amortised cost is calculated by considering any discount or premium on acquisition as well as fees or costs that are an integral part of the effective interest rate.

Financial liabilities measured at fair value through profit or loss

A financial liability is classified as at fair value through profit or loss if it is classified as held for trading, it is a derivative or it is designated as such on initial recognition. Such financial liabilities are measured at fair value both at initial recognition and thereafter and resulting fair value changes are recognised in profit or loss.

Lemonsoft Group's financial liabilities measured at fair value consist of contingent considerations related to acquisitions.

Financial assets and liabilities 2024

EUR 1,000	Level	Fair value through profit or loss	Amortised cost	Carrying amount	Fair value 31.12.2024
Non-current financial assets					
Equity investments	3	2,157	0	2,157	2,157
Investments	2	0	0	0	0
Total non-current financial assets		**2,157**	**0**	**2,157**	**2,157**
Current financial assets					
Trade receivables		0	3,004	3,004	3,004
Financial receivables		0	2,353	2,353	2,353
Other receivables		0	1,376	1,376	1,376
Cash and cash equivalents		0	7,650	7,650	7,650
Total current financial assets		**0**	**14,382**	**14,382**	**14,382**
Non-current financial liabilities					
Loans from financial institutions	2	0	7,770	7,770	7,770
Lease liabilities		0	158	158	158
Total non-current financial liabilities		**0**	**7,928**	**7,928**	**7,928**
Current financial liabilities					
Loans from financial institutions	2	0	2,172	2,172	2,172
Lease liabilities		0	306	306	306
Advances received		0	354	354	354
Trade payables		0	1,220	1,220	1,220
Contingent consideration	3	3,893	0	3,893	3,893
Other payables		0	4,065	4,065	4,065
Total current financial liabilities		**3,893**	**8,117**	**12,009**	**12,009**

Financial assets and liabilities 2023

EUR 1,000	Level	Fair value through profit or loss	Amortised cost	Carrying amount	Fair value 31.12.2023
Non-current financial assets					
Equity investments	3	1,874	0	1,874	1,874
Investments	2	2,087	0	2,087	2,087
Total non-current financial assets		**3,961**	**0**	**3,961**	**3,961**
Current financial assets					
Trade receivables		0	2,805	2,805	2,805
Financial receivables		0	2,418	2,418	2,418
Other receivables		0	624	624	624
Cash and cash equivalents		0	7,389	7,389	7,389
Total current financial assets		**0**	**13,236**	**13,236**	**13,236**
Non-current financial liabilities					
Loans from financial institutions	2	0	5,942	5,942	5,942
Lease liabilities		0	171	171	171
Total non-current financial liabilities		**0**	**6,113**	**6,113**	**6,113**
Current financial liabilities					
Loans from financial institutions	2	0	1,872	1,872	1,872
Lease liabilities		0	414	414	414
Advances received		0	162	162	162
Trade payables		0	1,567	1,567	1,567
Contingent consideration	3	3,450	0	3,450	3,450
Other payables		0	3,697	3,697	3,697
Total current financial liabilities		**3,450**	**7,713**	**11,163**	**11,163**

16. Maturity of liabilities

2024

EUR 1,000	2025	2026	2027	2028 ->	Total
Loans from financial institutions	2,172	1,972	1,772	4,026	9,942
Lease liabilities	351	113	0	0	463
Advances received	354	0	0	0	354
Trade payables	1,220	0	0	0	1,220
Contingent consideration	1,188	1,605	683	417	3,893
Other payables	4,065	0	0	0	4,065
Total	**9,350**	**3,689**	**2,455**	**4,443**	**19,937**

2023

EUR 1,000	2024	2025	2026	2027 ->	Total
Loans from financial institutions	1,872	1372	1,172	3,398	7,814
Lease liabilities	438	147	0	0	585
Advances received	162	0	0	0	162
Trade payables	1,567	0	0	0	1,567
Contingent consideration	1,283	1,083	1,083	0	3,450
Other payables	3,697	0	0	0	3,697
Total	**9,019**	**2,603**	**2,255**	**3,398**	**17,275**

17. Trade and other receivables

A credit loss provision of EUR 85 thousand (34) is recognized on trade receivables in the 2024 financial statements.

EUR 1,000	2024	2023
Trade receivables	3,004	2,805
Lease security deposits	74	32
Accrued income	1,074	475
VAT receivable	0	7
Other receivables	2,579	2,528
Total	**6,732**	**5,847**

Age distribution of trade receivables

EUR 1,000	2024	2023
Undue trade receivables	2,000	1,950
Trade receivables 1-30 days overdue	668	559
Trade receivables 31-60 days overdue	328	137
Trade receivables over 60 days overdue	93	193
Total	**3,089**	**2,839**
Provision for expected credit losses	-85	-34
Total trade receivables	**3,004**	**2,805**

Age distribution of financial receivables

EUR 1,000	2024	2023
Undue financial receivables	996	1,403
Financial receivables 1-30 days overdue	475	757
Financial receivables 31-60 days overdue	132	124
Financial receivables over 60 days overdue	790	174
Total	**2,393**	**2,459**
Provision for expected credit losses	-41	-41
Total financial receivables	**2,353**	**2,418**

18. Cash and equivalents

Cash and cash equivalents consist of cash and short-term bank deposits.

EUR 1,000	2024	2023
Cash	0	0
Bank accounts	7,650	7,389
Total	**7,650**	**7,389**

19. Trade payables and other current liabilities

The carrying amount of trade payables and other current liabilities represents a reasonable estimate of their fair value. The payment terms of trade payables are in line with the ordinary payment terms of companies. Lease liabilities are described in more detail in note 11. *Goodwill and intangible assets*. Accruals and deferred income mainly consist of accruals of salary expenses and other personnel expenses, as well as accruals of income taxes. The contingent consideration liability is related to the acquisitions of Finvoicer Group Oy, Applirent Oy and Atmotics Oy. Personnel expense liabilities and VAT liabilities have been recognized in other liabilities.

EUR 1,000	2024	2023
Loans from financial institutions	2,172	1,872
Lease liabilities	306	414
Advances received	354	162
Trade payables	1,220	1,567
Contingent consideration	3,893	3,450
Accrued expenses	2,628	2,557
Other payables	1,437	1,140
Total	**12,009**	**11,163**

20. Notes to shareholders’ equity

Equity consists of share capital, the reserve for invested unrestricted equity and retained earnings, excluding treasury shares. The reserve for invested unrestricted equity includes other equity-related investments and the subscription prices of shares to the extent that they are not intended to be included in share capital. Repurchases and transfers of the company’s own shares are presented as adjustments to equity. The Board of Directors’ proposal on the distribution of dividend is not recognized in the financial statements until the shareholders have approved it in the Annual General Meeting.

The Board of Directors proposes to the Annual General Meeting that a dividend of EUR 0.14 per share be paid for the financial year ended 31 December 2024. On the date of the dividend distribution proposal, the number of shares carrying a right to a dividend was 18,656,702, which corresponds to a total proposed dividend of EUR 2,612 thousand. The dividend distribution liability arising from this proposal is not recognized in these financial statements. The company distributed a dividend of EUR 0.14 per share for its result for 2023, corresponding to a total of EUR 2,598 thousand.

The company has a single series of shares, with all shares carrying equal rights. At the end of the financial year, Lemonsoft Oyj’s share capital consisted of 18,656,702 (18,562,005) shares. The company’s share is traded on the First North Growth Market Finland marketplace maintained by Nasdaq Helsinki Oy.

	Number of shares	Share capital (EUR 1,000)
1.1.2023	18,393,440	80,000
Share issue	168,565	
Own shares	0	
31.12.2023	**18,562,005**	**80,000**
1.1.2024	18,562,005	80,000
Share issue	109,627	
Own shares	-14,930	
31.12.2024	**18,656,702**	**80,000**

Lemonsoft’s capital management includes issued capital, and all other equity reserves attributable to the parent company’s shareholders. The primary objective of the Group’s capital management is to ensure the continuity of operations and create shareholder value.

The Group manages and adjusts its capital structure with consideration for the economic conditions and the requirements associated with the execution of strategy and the terms of financing. To maintain and develop its capital structure, the Group may change its dividend distribution practices, repurchase its shares or issue new shares.

21. Group's commitments

KThe value of the cash pledges corresponds to the purchase price of the pledged real estate shares.

EUR 1,000	2024	2023
Substantive law collateral		
Cash pledges (movable object, security)	1,073	1,073
Business mortgage, parent company	15,000	15,000
Total	**16,073**	**16,073**

22. Related parties

The Group's related parties include the parent company and subsidiaries. The related parties also include the members of the parent company's Board of Directors and the Group Management Team, including the CEO, and persons and entities over which members of the Management Team or Board of Directors exercise control or significant influence. The Group's related parties also include the shareholders who are considered to exercise significant control in Lemonsoft Oyj: Kari Joki-Hollanti (direct shareholding 25.6%, member of the Board of Directors of Lemonsoft Oyj) and Rite Ventures (42.65%), in which control is exercised by Christoffer Häggblom (the Chairman of the Board of Directors of Lemonsoft Oyj) and Michael Richter (member of the Board of Directors of Lemonsoft Oyj).

The salaries and fees paid to the members of the Board of Directors, the CEO and the Management Team are described in note 4. *Employee benefits*.

Lemonsoft Group comprises the parent company Lemonsoft Oyj and its subsidiaries Metsys Oy, PlanMill Oy, WorkIn Oy, Logentia Oy, Finazilla Oy, Xfer Finland Oy and Finvoicer Group Oy, Atmotics Oy and Applirent Oy in which the parent company's holding is 100%, and Lixani Oy, in which the parent company's holding is 51%.

Related party transactions that are not eliminated in the consolidated financial statements are presented as transactions with related parties. Lemonsoft did not have related party sales, purchases, receivables or liabilities during the financial year.

Major events after the financial period

There were no significant events after the review period.

Financial statement of the parent company, FAS

Parent company income statement, FAS

	Note	1-12/2024	1-12/2023
NET SALES	1	**18,292,589**	**17,711,215**
Other operating income	2	0	0
Materials and services	3	-2,853,981	-2,726,611
Employee benefit expenses	4	-8,590,723	-8,258,454
Depreciation and amortisation		-1,040,898	-926,245
Other operating expenses	6	-2,437,423	-2,079,594
EBIT		**3,369,564**	**3,720,311**
Financial income	7	1,538,572	931,653
Financial expenses	7	-453,200	-278,214
PROFIT (LOSS) BEFORE TAXES		**4,454,935**	**4,373,749**
Income taxes		-498,196	-810,818
PROFIT (LOSS) FOR THE FINANCIAL PERIOD		**3,956,740**	**3,562,932**

Parent company balance sheet, FAS

	Note	31.12.2024	31.12.2023
ASSETS			
NON-CURRENT ASSETS			
Intangible assets	11	4,201,311	4,262,308
Tangible assets	12	562,776	734,036
Holdings in group undertakings		34,416,808	27,786,450
Amounts owed by group undertakings		1,241,051	1,190,051
Other investments	11	2,157,193	3,959,727
TOTAL NON-CURRENT ASSETS		**42,579,139**	**37,932,573**
CURRENT ASSETS			
Inventory		31,376	38,722
Non-current receivables *		1,865,000	1,885,000
Trade debtors	17	1,054,170	1,019,155
Amounts owed by group undertakings *	17	123,343	434,130
Other receivables	17	0	0
Prepayments and accrued income	17	770,093	404,439
Cash at bank and in hand	18	5,239,972	5,458,392
TOTAL CURRENT ASSETS		**9,083,954**	**9,239,838**
TOTAL ASSETS		**51,663,093**	**47,172,411**

	Note	31.12.2024	31.12.2023
EQUITY AND LIABILITIES			
EQUITY			
Share capital		80,000	80,000
Reserve for invested unrestricted equity		18,412,847	17,730,966
Retained earnings		9,581,923	8,707,150
Profit for the financial year		3,956,740	3,562,932
TOTAL EQUITY		**32,031,510**	**30,081,048**
LIABILITIES			
NON-CURRENT LIABILITIES			
Loans from financial institutions	16	7,770,000	5,942,000
TOTAL NON-CURRENT LIABILITIES		**7,770,000**	**5,942,000**
CURRENT LIABILITIES			
Loans from financial institutions	16	2,172,000	1,872,000
Advances received	16	73,076	161,801
Trade creditors	16, 19	537,242	947,331
Amounts owed to group undertakings	16, 19	2,701,896	2,594,571
Other creditors	16, 19	912,756	678,583
Accruals and deferred income	16, 19	5,464,612	4,895,078
TOTAL CURRENT LIABILITIES		**11,861,582**	**11,149,363**
TOTAL LIABILITIES		**19,631,582**	**17,091,363**
TOTAL EQUITY AND LIABILITIES		**51,663,093**	**47,172,411**

** The figures for the comparison year have been changed to match the presentation of 2024.*

Parent company cash flow statement, FAS

	1-12/2024	1-12/2023
Cash flow from operating activities:		
Profit (Loss) for the financial period	4,454,935	4,373,749
Adjustments:	-9,806	375,751
Depreciation and amortisation according to plan	1,035,799	926,245
Other income and expenses without payment	37,500	109,648
Financial income and expenses	-1,085,371	-653,439
Other adjustments	2,265	-6,703
Cash flow before change in working capital	4,445,129	4,749,500
Change in working capital	233,201	-1,555,624
Cash flow before financial items and taxes	4,678,330	3,193,876
Net financial items and taxes	182,628	-294,247
Net cash flow from operating activities (A)	**4,860,958**	**2,899,630**
Cash flow from investing activities:		
Acquisition of tangible and intangible assets	-803,543	-1,380,291
Other investments	-284,207	-1,000,000
Income received from the sale of investments	2,125,489	0
Acquired shares in subsidiaries	-6,126,966	-6,824,182
Net cash flow from investing activities (B)	**-5,089,226**	**-9,204,473**
Cash flow from financing activities:		
Dividends paid	-2,598,731	-2,595,323
Proceeds from non-current loans	4,000,000	6,800,000
Repayments of non-current loans	-1,872,000	-1,386,000
Acquisition of treasury shares	-89,428	0
Share issue	570,007	1,286,409
Net cash flow from financing activities (C)	**9,848**	**4,105,087**

	1-12/2024	1-12/2023
Change in cash and cash equivalents (A + B + C) increase (+) / decrease (–)	**-218,420**	**-2,199,757**
Cash and cash equivalents at the beginning of the financial period	5,458,392	7,658,149
Cash and cash equivalents at the end of the financial period	**5,239,972**	**5,458,392**
Change in cash	-218,420	-2,199,757

Notes to the parent company's financial statements

Accounting principles applied to the parent company's financial statements

The parent company financial statements have been prepared in accordance with Finnish accounting legislation (FAS, Finnish Accounting Standards). The financial statements are based on initial acquisition costs. Unless otherwise stated, the financial statements are presented in euros.

Measurement of non-current assets

Non-current assets are recognized at original cost less depreciation and amortization according to plan. The direct expenses incurred due to the acquisition of the balance sheet item are recognized in the cost. Depreciation and amortization according to plan is calculated using the straight-line method based on the estimated economic useful lives of the non-current assets. An exception to this is the building, which is depreciated by 4 percent using the declining balance method pursuant to the Act on the Taxation of Business Income.

Depreciation periods:

Development expenditure	5 years
Goodwill	5 - 8 years
Other tangible assets	5 years
Machinery and equipment	5 years

Inventories

Inventories are recognized at cost.

Measurement of receivables, financial securities and liabilities

The trade, loan, accrued income and other receivables recognized in receivables are measured at the lower of nominal value or probable value in accordance with chapter 5, section 2, subsection 1 of the Accounting Act. Financial securities and other similar financial assets are measured at the lower of cost or probable fair market price. Liabilities are measured at the higher of nominal value or benchmark value.

Loans and investments granted, and their primary terms and conditions

Lemonsoft Oyj made an investment of EUR 80,000 in Xfer Finland Oy in July 2022. Investments totaling EUR 353,000 have been made in Lixani Oy in years 2020, 2023 and 2024. An investment of 800,000 euros has been made in Finazilla Oy in year 2022. All of these investments are recognized in the reserve for invested non-restricted equity.

Notes concerning the parent company income statement

1. Net Sales

EUR 1,000	1-12/2024	1-12/2023
Net sales	18,293	17,711
SaaS	15,242	14,342
Transaction	1,215	1,135
Consulting and other	1,835	2,234

2. Other operating income

EUR 1,000	1-12/2024	1-12/2023
Recognition of contingent consideration	0	0
Other income	0	0
Total	**0**	**0**

3. Materials and services

EUR 1,000	1-12/2024	1-12/2023
External services and materials	2,854	2,727
Total	**2,854**	**2,727**

4. Personnel

Number of employees

	1-12/2024	1-12/2023
Average number of employees during the financial period	133	132
Number of employees at the end of the financial year	132	125

Employee benefit expenses

EUR 1,000	1-12/2024	1-12/2023
Wages and salaries	7,108	6,707
Social security costs	150	261
Pension costs	1,332	1,291
Share-based payments	0	0
Total	**8,591**	**8,258**

6. Other operating expenses

EUR 1,000	1-12/2024	1-12/2023
Other personnel expenses	625	463
Premises expenses	390	361
IT expenses	651	351
Marketing expenses	237	281
Other expenses	535	623
Total	**2,437**	**2,080**

Audit fees

EUR 1,000	1-12/2024	1-12/2023
Audit services	32	34
Auditor's certificates and statements	3	2
Tax services	0	0
Other services	12	60
Total	**47**	**96**

7. Financial income and expenses

Financial income

EUR 1,000	1-12/2024	1-12/2023
Income from group undertakings	1,400	800
Income from non-current asset investments	19	4
Interest income and other financial income	120	128
Total	**1,539**	**932**

Financial expenses

EUR 1,000	1-12/2024	1-12/2023
Impairment of non-current assets investments	0	0
Interest expenses and other financial expenses	-453	-278
Total	**-453**	**-278**

11. Goodwill and intangible assets

Intangible rights

EUR 1,000	2024	2023
Acquisition cost 1.1.	47	15
Additions	0	33
Deductions	0	0
Acquisition cost at the end of the period	47	47
Accumulated depreciation and amortisation 1.1.	22	15
Depreciation and amortisation for the period	11	7
Accumulated depreciation and amortisation at the end of the period	33	22
Book value at the end of the period	**14**	**25**

Goodwill

EUR 1,000	2024	2023
Acquisition cost 1.1.	5,507	5,507
Additions	5	0
Deductions	0	0
Acquisition cost at the end of the period	5,512	5,507
Accumulated depreciation and amortisation 1.1.	2,460	1,752
Depreciation and amortisation for the period	714	709
Accumulated depreciation and amortisation at the end of the period	3,174	2,460
Book value at the end of the period	**2,338**	**3,046**

Other intangible assets

EUR 1,000	2024	2023
Acquisition cost 1.1.	1,541	350
Additions	804	1,191
Deductions	0	0
Acquisition cost at the end of the period	2,344	1,541
Accumulated depreciation and amortisation 1.1.	350	320
Depreciation and amortisation for the period	145	30
Accumulated depreciation and amortisation at the end of the period	495	350
Book value at the end of the period	**1,849**	**1,191**

Investments in group undertakings

EUR 1,000	2024	2023
Acquisition cost 1.1.	27,786	18,719
Additions	6,632	9,560
Deductions	-2	-493
Acquisition cost at the end of the period	**34,417**	**27,786**

Amounts owed by group undertakings

EUR 1,000	2024	2023
Acquisition cost 1.1.	1,190	1,080
Additions	51	110
Deductions	0	0
Acquisition cost at the end of the period	**1,241**	**1,190**

Other shares and participations

EUR 1,000	2024	2023
Acquisition cost 1.1.	3,960	2,876
Additions	284	1,084
Deductions	-2,087	0
Acquisition cost at the end of the period	**2,157**	**3,960**

12. Tangible assets

Buildings and structures

EUR 1,000	2024	2023
Acquisition cost 1.1.	331	331
Additions	0	0
Deductions	0	0
Acquisition cost at the end of the period	331	331
Accumulated depreciation and amortisation 1.1.	102	92
Depreciation and amortisation for the period	9	10
Accumulated depreciation and amortisation at the end of the period	111	102
Book value at the end of the period	**220**	**229**

Machinery and equipment

EUR 1,000	2024	2023
Acquisition cost 1.1.	807	668
Additions	0	138
Deductions	0	0
Acquisition cost at the end of the period	807	807
Accumulated depreciation and amortisation 1.1.	507	394
Depreciation and amortisation for the period	104	113
Accumulated depreciation and amortisation at the end of the period	611	507
Book value at the end of the period	**195**	**299**

Other tangible assets

EUR 1,000	2024	2023
Acquisition cost 1.1.	718	699
Additions	0	19
Deductions	0	0
Acquisition cost at the end of the period	718	718
Accumulated depreciation and amortisation 1.1.	513	455
Depreciation and amortisation for the period	58	58
Accumulated depreciation and amortisation at the end of the period	571	513
Book value at the end of the period	**147**	**205**

17. Trade and other receivables

EUR 1,000	2024	2023
Trade receivables	1,060	1,052
Lease security deposits	59	25
Accrued income	707	372
VAT receivable	0	0
Other receivables	1,987	2,293
Total	**3,813**	**3,743**

Age distribution of trade receivables

EUR 1,000	2024	2023
Undue trade receivables	820	740
Trade receivables 1-30 days overdue	235	239
Trade receivables 31-60 days overdue	15	88
Trade receivables over 60 days overdue	12	19
Total	**1,082**	**1,086**
Provision for expected credit losses	-22	-34
Total trade receivables	**1,060**	**1,052**

Specification of prepaid expenses and accrued income

EUR 1,000	2024	2023
Wage and salary receivables	8	0
Rent receivables	59	25
Tax receivables	368	48
Prepaid expenses	127	175
Accrued income	178	120
Other	26	29
Total	**766**	**398**

Specification of group receivables

EUR 1,000	2024	2023
Non-current receivables		
Loans to group companies	1,865	1,865
Capital loans to group companies	0	20
Current receivables		
Trade receivables from group companies	6	33
Other receivables from group companies	117	401
Total	**1,988**	**2,319**

18. Cash and cash equivalents

EUR 1,000	2024	2023
Cash	0	0
Bank accounts	5,240	5,458
Total	**5,240**	**5,458**

Changes in equity

EUR 1,000	2024	2023
Restricted equity		
Share capital 1 January	80	80
Share capital 31 December	80	80
Restricted equity, total 31 December	**80**	**80**
Free equity		
Invested unrestricted equity reserve 1 January	17,731	16,445
Directed share issue	682	1,286
Invested unrestricted equity reserve 31 December	18,413	17,731
Invested unrestricted equity reserve, total	**18,413**	**17,731**
Retained earnings 1 January	**12,270**	**11,302**
Dividends distributed	-2,599	-2,595
Acquisition of treasury shares	-89	0
Retained earnings, total 31 December	**9,582**	**8,707**
Profit for the financial year	3,957	3,563
Free equity, total 31 December	**31,952**	**30,001**
Distributable equity, total	**32,032**	**30,081**

Statement of the parent company's distributable unrestricted equity

EUR 1,000	2024	2023
Invested unrestricted equity reserve	18,413	17,731
Retained earnings	9,582	8,707
Profit for the financial year	3,957	3,563
Unrestricted equity, total 31 December	31,952	30,001
Capitalized development expenditure	-804	-1,191
Distributable equity, total	**31,148**	**28,810**

19. Trade payables and other current liabilities

EUR 1,000	2024	2023
Loans from financial institutions	2,172	1,872
Lease liabilities	0	0
Advances received	73	162
Trade payables	540	949
Contingent consideration	3,893	3,450
Accrued expenses	1,572	1,445
Other payables	3,611	3,271
Total	**11,862**	**11,149**

Specification of accruals and deferred income

EUR 1,000	2024	2023
Holiday pay liabilities including social security expenses	1,168	1,121
Tax liabilities	0	1
Other accruals and deferred income	4,297	3,772
Total	**5,465**	**4,895**

Specification of group liabilities

EUR 1,000	2024	2023
Current liabilities		
Trade payables to group companies	3	2
Other payables to group companies	2,699	2,593
Total	**2,702**	**2,595**

16. Maturity of liabilities

2024

EUR 1,000	2025	2026	2027	2028 ->	Total
Loans from financial institutions	2,172	1,972	1,772	4,026	9,942
Lease liabilities	0	0	0	0	0
Advances received	73	0	0	0	73
Trade payables	537	0	0	0	537
Contingent consideration	1,188	1,605	683	417	3,893
Other payables	5,187	0	0	0	5,187
Total	**9,157**	**3,577**	**2,455**	**4,443**	**19,632**

2023

EUR 1,000	2024	2025	2026	2027 ->	Total
Loans from financial institutions	1,872	1,372	1,172	3,398	7,814
Lease liabilities	0	0	0	0	0
Advances received	162	0	0	0	162
Trade payables	949	0	0	0	949
Contingent consideration	1,283	1,083	1,083	0	3,450
Other payables	4,716	0	0	0	4,716
Total	**8,983**	**2,455**	**2,255**	**3,398**	**17,091**

Other notes concerning the parent company

Substantive law collateral

EUR 1,000	2024	2023
Substantive law collateral		
Cash pledges (movable object, security)	1,073	1,073
Business mortgage, parent company	15,000	15,000
Total	**16,073**	**16,073**

The value of the cash pledges corresponds to the purchase price of the pledged real estate shares.

Rent and lease liabilities

EUR 1,000	2024	2023
Rental obligations		
Current	191	139
Non-current	106	0
Total	**296**	**139**
Lease obligations		
Current	26	2
Non-current	34	0
Total	**60**	**2**

The company is liable to review the value added tax deductions of the real estate investments completed in 2017 - 2018 if the taxable use of the property decreases during the review periods. The last year of reviewing the liability is 2032. The residual liability on 31 December 2024 amounted to EUR 147 thousand.

Signatures to the financial statements and report of the Board of Directors

Vaasa, 19 March 2025

Christoffer Häggblom Chairman of the Board	Kari Joki-Hollanti Member of the Board	Michael Richter Member of the Board
Saila Miettinen-Lähde Member of the Board	Ilkka Hiidenheimo Member of the Board	Alpo Luostarinen CEO

Auditor’s note

A statement on the audit conducted has been issued today.

Vaasa, 20 March 2025

KPMG Oy Ab
Kim Järvi
KHT

Auditor’s Report

To the Annual General Meeting of Lemonsoft Oyj

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Lemonsoft Oyj (business identity code 2017863-1) for the year ended 31 December, 2024. The financial statements comprise the consolidated balance sheet, income statement, statement of comprehensive income, statement of changes in equity, statement of cash flows and notes, including material accounting policy information, as well as the parent company’s balance sheet, income statement, statement of cash flows and notes.

In our opinion

– the consolidated financial statements give a true and fair view of the group’s financial position, financial performance and cash flows in accordance with IFRS Accounting Standards as adopted by the EU

– the financial statements give a true and fair view of the parent company’s financial performance and financial position in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements.

Basis for Opinion

We conducted our audit in accordance with good auditing practice in Finland. Our responsibilities under good auditing practice are further described in the *Auditor’s Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the parent company and of the group companies in accordance with the ethical requirements that are applicable in Finland and are relevant to our audit, 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.

Responsibilities of the Board of Directors and the Managing Director for the Financial Statements

The Board of Directors and the Managing Director are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with IFRS Accounting Standards as adopted by the EU, and of financial statements that give a true and fair view in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements. The Board of Directors and the Managing Director are also responsible for such internal control as they determine 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, the Board of Directors and the Managing Director are responsible for assessing the parent company’s and the group’s ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting. The financial statements are prepared using the going concern basis of accounting unless there is an intention to liquidate the parent company or the group or cease operations, or there is 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 good auditing practice will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with good auditing practice, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

– Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, 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 parent 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 the Board of Directors' and the Managing Director'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 parent company's or 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 parent company or 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 so that the financial statements give a true and fair view.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance 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.

Other Reporting Requirements

Other Information

The Board of Directors and the Managing Director are responsible for the other information. The other information that we have obtained prior to the date of this auditor's report is the report of the Board of Directors. Our opinion on the financial statements does not cover the other information.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. With respect to the report of the Board of Directors, our responsibility also includes considering whether the report of the Board of Directors has been prepared in compliance with the applicable provisions.

In our opinion, the information in the report of the Board of Directors is consistent with the information in the financial statements and the report of the Board of Directors has been prepared in compliance with the applicable provisions.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Vaasa, 19 March 2025

KPMG OY AB

KIM JÄRVI
Authorised Public Accountant, KHT

Information for shareholders

Upcoming events in 2024

- Lemonsoft's Annual General Meeting is scheduled to be held on 9th of April 2025.
- Interim Report January - March 2025 on Friday, 25 April 2025
- Half-year Report January - June 2025 on Thursday, 14 August 2025
- Interim Report January - September 2024 on Friday, 31 October 2025

Dividend

Lemonsoft Oyj's Board of Directors proposes to the Annual General Meeting that a dividend of EUR 0.14 (0.14) per share will be paid for the financial year ended 31 December 2024, i.e. a total dividend would be approximately EUR 2.6 million.

Lemonsoft aims to carry out an active dividend policy, provided that any profit distribution does not undermine the targets set out in the company's growth strategy, or other financial targets.

For further information, please contact:

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