

AIDER

Aider Konsern AS

Base Prospectus

Manager:


Markets

Oslo, 30 September 2022

Important information

The Base Prospectus is based on sources such as annual reports and publicly available information and forward-looking information based on current expectations, estimates and projections about global economic conditions, as well as the economic conditions of the regions and industries that are major markets for Aider Konsern AS' (the Company) and Guarantors' (including subsidiaries and affiliates) lines of business.

A prospective investor should consider carefully the factors set forth in Chapter 1 Risk factors, and elsewhere in the Prospectus, and should consult his or her own expert advisers as to the suitability of an investment in the bonds.

IMPORTANT – EEA AND UK RETAIL INVESTORS - If the Final Terms in respect of any bonds includes a legend titled "Prohibition of Sales to EEA Retail Investors" and/or "Prohibition of Sales to UK Retail Investors", the bonds are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ('EEA') and/or in the United Kingdom (the "UK"). Consequently no key information document required by Regulation (EU) No. 1286/2014 (as amended) (the PRIIPs Regulation) (and for UK, as it forms part of domestic law by virtue of the EUWA (the UK PRIIPs Regulation)) for offering or selling the bonds or otherwise making them available to retail investors in the EEA and/or the UK has been prepared and therefore offering or selling the bonds or otherwise making them available to any retail investor in the EEA and/or the UK may be unlawful under the PRIIPs Regulation and/ or the UK PRIIPs Regulation.

MiFID II product governance and/or UK MiFIR product governance – The Final Terms in respect of any bonds will include a legend titled "MiFID II product governance" and/or "UK MiFIR product governance" which will outline the target market assessment in respect of the bonds and which channels for distribution of the bonds are appropriate. Any person subsequently offering, selling or recommending the bonds (a "distributor") should take into consideration the target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the bonds (by either adopting or refining the target market assessment) and determining appropriate distribution channels.

This Base Prospectus is subject to the general business terms of the Manager, available at its website (www.dnb.no).

The Manager and/or any of their affiliated companies and/or officers, directors and employees may be a market maker or hold a position in any instrument or related instrument discussed in this Base Prospectus and may perform or seek to perform financial advisory or banking services related to such instruments. The Manager's corporate finance department may act as manager or co-manager for this Company and/or Guarantors in private and/or public placement and/or resale not publicly available or commonly known.

Copies of this Base Prospectus are not being mailed or otherwise distributed or sent in or into or made available in the United States. Persons receiving this document (including custodians, nominees and trustees) must not distribute or send such documents or any related documents in or into the United States.

Other than in compliance with applicable United States securities laws, no solicitations are being made or will be made, directly or indirectly, in the United States. Securities will not be registered under the United States Securities Act of 1933 and may not be offered or sold in the United States without registration or an applicable exemption from registration requirements.

The distribution of the Base Prospectus may be limited by law also in other jurisdictions, for example in non-EEA countries. Approval of the Base Prospectus by Finanstilsynet (the Norwegian FSA) implies that the Base Prospectus may be used in any EEA country. No other measures have been taken to obtain authorisation to distribute the Base Prospectus in any jurisdiction where such action is required.

The Base Prospectus dated 30 September 2022 together with a Final Terms and any supplements to these documents constitute the Prospectus.

The content of this Base Prospectus does not constitute legal, financial or tax advice and potential investors should seek legal, financial and/or tax advice.

Unless otherwise stated, this Base Prospectus is subject to Norwegian law. In the event of any dispute regarding the Base Prospectus, Norwegian law will apply.

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1 Risk factors

Investing in bonds issued by Aider Konsern AS and guaranteed by the Guarantors involves inherent risks.

As the Company is the parent company of the Group, and a holding company, the risk factors for the Group are deemed to be equivalent for the purpose of this Base Prospectus.

The risks and uncertainties described in the Prospectus are risks of which the Company is aware and that the Company considers to be material to its business. If any of these risks were to occur, the Company's and/or the Guarantors' business, financial position, operating results or cash flows could be materially adversely affected, and the Company and/or Guarantors could be unable to pay interest, principal or other amounts on or in connection with the bonds. Prospective investors should carefully consider, among other things, the risk factors set out in this Base Prospectus, before making an investment decision.

An investment in the bonds is suitable only for investors who understand the risk factors associated with this type of investment and who can afford a loss of all or part of their investment.

Risks related with the Group and its operations

Inability to successfully integrate new companies in the Group

Successful integration of new companies will be important for the Group in order to fully capitalize on its growth by acquisition strategy. Growth and performance will depend on the ability to manage growth effectively, including to complete successful integration of acquired companies. There is no guarantee that integration of future acquisitions will not encounter difficulties whereby the contemplated effects will not be achieved. If the Company acquires a company, it may have difficulties in integrating that company's personnel, reporting, operations, technology, software and financial set-up or to adapt its reporting to its own reporting systems. In addition, key personnel of the acquired company may decide to resign instead of working for the Group. In some cases, the Group may have difficulties in integrating the acquired services or technologies into its operations. These difficulties could disrupt the ongoing business, provide the Company's management with suboptimal information, distract the Management and employees and increase its expenses. Furthermore, the acquisition of companies and their integration into the Group may not be as economically successful as expected or the management of such acquired companies may not be immediately embedded in the organisation structure of the Group. Each of these factors may have a material adverse effect on the Group's business revenue, profit and financial condition.

The Group's success will depend on its ability to employ and retain skilled personnel

The Group's business is knowledge-based. In order for the Group to run its operations successfully and to reach its strategic and operational objectives, it is dependent on having access to skilled and motivated employees. Therefore, the Group's future development is to a large extent dependent on the Group's success in attracting, developing and retaining employees with appropriate skills in the future. If this is not possible, it could adversely affect the Group's business and prospects. This risk is particularly relevant for the Group due to the fact that the source of competitiveness differs from that of the competition. Several of the main competitors is focusing their strategy around systems and process automation, thus people will play a less important factor. However, the Group's strategy is to build a Competency powerhouse in the Accounting industry, in several cases competing with the big audit firms where the competitive advantage stems the Groups ability to attract, train and retain the top people at all levels in the industry. Consequently, the Group's exposure is likely higher compared to that of the competition.

Inability to successfully finance growth in new and existing markets

A key part of the Group's strategy is growth, both through acquisitions and organically. In the last 24 months, the Group has undertaken 8 acquisitions and grown from 131 MNOK to 319 MNOK. The Group's ability to continue to grow will depend on, the Group's ability to finance new opportunities. Any failure to achieve growth in both new and existing markets could have a material adverse effect on the Group's business, operating results and financial condition. This risk is particularly relevant for the Group since the main source of financing is debt where as most of the major competitors are financed by equity being backed by large Private Equity firms. Hence, the Group is more exposed to changes in the debt market compared to the competition

The Group may incur liabilities from future acquisitions and may not realise all anticipated benefits

As part of its growth strategy, Aider has developed a roadmap for further acquisitions, which inter alia sets out key requirements to operations, development and results that must be met by a company in order to be considered a potential target. Before making an investment in a company or business, the Group assesses the value or potential value of such company or business and the potential return on such investment. In making the assessment and otherwise conducting due diligence, the Group relies on internal resources and, in some cases, an investigation by third parties. However, there can be no assurance that due diligence examinations carried out by the Group or by third parties in connection with contemplated acquisitions of companies or businesses have been sufficient or have revealed all of the risks associated with such companies and businesses, or the full extent of such risks. In addition, post-acquisition of a company, the Group may discover risks or issues which were not

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catered for at the time of acquisition and which may have an adverse effect on the Group's business, revenue, profit and financial condition. Although the Group may obtain certain warranties and indemnities from the seller(s) in respect of the acquired company, such warranties and indemnities may not cover all losses that may arise following the acquisition as the warranties and indemnities may be subject to deductibles and time limitations, as well as be limited to maximum amounts. Following an acquisition, the Group may therefore incur losses that may not be recoverable from the seller(s) or at all. All of the above risk factors may have material adverse effect on the Groups business, profit and financial condition. This risk is particularly relevant for the Group since the Group has a somewhat different acquisition strategy than its competitors. The Group will normally not claim any earn out or guarantees mechanisms from the selling party regarding future financial performance. This means that the Group will bear all risk related to deteriorating performance in acquired companies. Therefore, the consequence of not disclosing issues in the due diligence process will be more severe for the Group compared to many of the competitors having such mechanisms in place. The reason for the Group choosing not have earn out models as a part of the transaction model is that the Group sees this as an obstacle for rapid integration of the acquired business.

Risk relating to disruption, failure or security breaches

Although Aider primarily uses third-party software, the company is dependent on IT systems to achieve its business objectives. The Group's platform and services are further based on inherently complex software technology and cloud infrastructure. The Group relies upon industry accepted security measures and technology such as access control systems to securely maintain confidential and proprietary information maintained on its IT systems and market standard virtual control systems. However, the Group is constantly exposed to external threats associated with data security and is under constant pressure from multiple external players. There is a risk of virus attacks, attempts at hacking, social manipulation and phishing scams, as well as theft of intellectual property or sensitive information belonging to the Group or its business partners. Further, the Group's portfolio of software products, solutions and services and its enterprise IT systems may be vulnerable to damage or disruption, caused by circumstances beyond its control, such as catastrophic events, power outages, natural disasters, computer system or network failures, cyber-attacks or other malicious software programs. The failure or disruption of the Group's IT systems to perform as anticipated, for any reason, could disrupt the Group's business and result in decreased performance, significant remediation costs, transaction errors, loss of data processing inefficiencies, downtime, litigation, and the loss of suppliers or customers. A significant disruption or failure could have a material adverse effect in the Group's business operations, financial performance and financial condition.

The Group is exposed to risk relating to system failures, defects or errors

The Group's platform and services are based on inherently complex software technology, which may have real or perceived defects, errors, failures, vulnerabilities or bugs in the platform. Any significant disruption, system failure, bugs, defects or errors (whether technical or manual) could compromise the Group's ability to deliver the contractual services and/or increase costs. For example, the Group handles payroll processes for many of its customers, which includes calculation of wages and payroll, handling of multiple currencies, statutory reporting to national authorities and remittance. As would be seen, system failures, defects or other errors (whether technical or manual) may result in a loss to or of customers, curtailed operations and damage the Group's reputation, which in turn could have a materially adverse effect on the Group's business, result of operations, financial conditions, cash flows, and/or prospects.

The Group relies on the availability of licenses to third-party software and other intellectual property

The Group's solutions and products include software and other intellectual property licensed from third parties. Some licenses are entered into at a Group level whilst others are entered into by the Group's subsidiaries. The Group offers mostly third party software to its clients, whilst some is acquired by the customers directly. The Group's inability to obtain or maintain certain licenses or other rights, as well as to comply with the terms and conditions of its license and supplier agreements, or the need to engage in litigation regarding these matters, could result in delays in the release of solutions and products and could otherwise disrupt the Group's business, until equivalent technology can be identified, licensed or developed, and integrated into the solutions and products. These events could have a material adverse effect on the Group's business, operating results and financial condition.

The Group may not be able to provide successful and timely enhancements or keep pace with a significant step change in technological development

The accounting industry is rapidly changing as a result of advances in technology and digitalisation. The ability to fully understand customer needs and adapt to their demands quickly is an important factor in positioning Aider as a market leader. The Group operates in markets that are highly susceptible to enhancements of solutions and technological developments. As a result, the Group's future success and profitability will be dependent upon its ability to differentiate itself from its competitors through better service offerings to its customers combined with a wider product range. If the Group is not successful in developing its existing systems and solutions, or the technical skill set of its employees, on a timely and cost-effective basis in response to technological developments or changes in industry standards, this could have a material adverse effect on the Group's ability to retain existing customers and the ability to attract new customers, and ultimately also on the Group's business, results of operations, cash flows, financial condition and/or prospects.

Risk relating to data protection and privacy regulations

The Group's processing of personal data is subject to complex and evolving laws and regulations regarding data protection and privacy ("Data Protection Laws"), including but not limited to the General Data Protection Regulation (EU) 20167679 ("GDPR") in the EU/EEA, which has been incorporated into and made part of local law in the jurisdictions in which the Group mainly operates. Although the Group has adopted measures to ensure compliance with Data Protection Laws, such measures may not always be successful. The Group may incur civil or criminal liability in case of infringement of Data Protection Laws and failure to comply with Data Protection Laws may affect the Group's reputation and brands negatively, which may affect the Group's business, results of operations, cash flows, financial condition and prospects. This issue is particularly relevant for the Group due to the aggressive acquisition strategy. Many small and less professional companies do not necessarily have sufficient routines in place in this area. Changing current GDPR practices in acquired companies might be time consuming and costly leaving the Group with the risk of breaching the regulation.

The Group's internal control systems may not adequately identify all risks and the Group may not properly assess the impact such risks may have

The Company has implemented a risk-management framework to identify and to mitigate risks, in particular in respect of strategic, operational, compliance-related, tax and financial risks. Risks can manifest themselves in many ways, including business interruption, poor performance, IT system malfunctions or failures, non-performance from partners, suppliers and other third parties, breach of applicable laws and regulations, human errors, employee misconduct or internal and external fraud. The Group's risk management activities may not adequately identify all risks and the Group may not properly assess the impact such risks may have. As a result, the Group may suffer financial losses or damage to its reputation. This may have a material adverse effect on the Group's business, revenue, profit and financial condition.

Risk relating to new players entering the Norwegian Accounting market

Currently, the Norwegian accounting market is dominated by relatively small local players some having international ambitions. The Norwegian accounting market is growing rapidly, and is yet to be consolidated and professionalized. Consequently, there is a risk that the local competitive environment might change if new players were to enter the market. This could be both international players, software vendors overtaking deliverables currently delivered by accounting firms etc.. If the Group is unable or is perceived to be unable to compete efficiently, its competitive position may be adversely affected, which as a result, may have a material adverse effect on the Group's business, results of operations, financial condition and/or prospects.

Risk relating to developing necessary customer base and relationship with partners

The Group's commercialization strategy involves entering into customer, marketing, sales and other agreements with third parties. The commercial success of the Group will require such agreements to be entered into with professional third parties on commercially favourable terms. If the Group does not succeed in continuing to attract new customers and maintain existing customers, it could have a material adverse effect on its results of operations, financial condition, cash flows and prospects. Furthermore, the Group's business depends on client goodwill, reputation and on maintaining good relationships with clients, partners, suppliers and employees. Any circumstances that publicly damage the Group's goodwill, injure the Group's reputation or damage the Group's business relationships, may lead to a broader adverse effect than solely the monetary liability arising directly from the damaging events by way of loss of business, goodwill, clients, partners and employees.

Risk associated with regulatory environment and authorisations

The Group's activity as an accounting firm in Norway is subject to regulatory authorization, the requirements of which is set out in the Norwegian accounting services regulation. Changes in supervision and regulation in Norway could materially affect the Group's business and the services offered. Future changes in regulation or other policies can be unpredictable and are beyond the control of the Group. Further, there is also a risk of losing the authorization as an authorized accounting firm should the Group not be able to comply with laws and regulations.

Risks associated with the Group's financial position

The Issuer's indebtedness under the Bonds

Following the issuance of the Bonds, the Issuer will have substantial indebtedness which could have negative consequences for the bondholders as:

- i. the Issuer may be more vulnerable to general adverse economic and industry conditions;
- ii. the Issuer may be at a competitive disadvantage compared to its competitors with less indebtedness or comparable indebtedness at more favourable interest rates and as a result, it may not be better positioned than its competitors to withstand economic downturns; and
- iii. the Issuer's ability to refinance indebtedness may be limited or the associated costs may increase.

At maturity of the Bonds, the Issuer will have to refinance its outstanding debt under the Bonds or otherwise be required to dispose of substantial assets in order to repay the Bonds. The Issuer's ability to successfully refinance

such debt is dependent on the conditions of the financial markets in general at such time. As a result of the above, the Issuer's access to financing sources at a particular time may not be available on favourable terms, or at all. The Issuer's inability to refinance its debt obligations on favourable terms, or at all, could have a material adverse effect on the Issuer's business, financial condition as well as the Group's result of operations.

In order to execute the Group's growth strategy, the Group may require additional capital in the future, which may not be available

The Group may need to raise additional funds through debt or additional equity financings or other sources of financing, to execute the Group's growth strategy and to fund capital expenditures. Adequate sources of capital funding may not be available when needed or may not be available on favourable terms or at all. The Group's ability to obtain such additional capital or financing will depend in part upon prevailing market conditions as well as conditions of its business and its operating results, and those factors may affect its efforts to arrange additional financing on satisfactory terms. If funding is insufficient at any time in the future, the Group may be unable to take advantage of business opportunities or respond to competitive pressures, any of which could adversely impact the Group's results of operations, cash flow and financial condition.

Risks related to the bonds

Value of secured assets

The value of the Issuer is to a high degree dependent on its ability to continue operations on a going concern-basis, and the value of its fixed assets is limited.

Although certain security has been provided for the Bonds, there can be no assurance that the value of the secured assets will be sufficient to cover all the outstanding Bonds together with accrued interest and expenses in case of a default and/or if the Issuer or other members of the Group enter into bankruptcy proceedings. A liquidation scenario may also make it difficult to obtain full market value for these secured assets, which may leave bondholders impaired.

Limitations on guarantees and security interests – financial assistance restrictions

The Bonds will be secured and guaranteed by certain of the Issuer's material subsidiaries. The Security may and guarantees provided under the Bonds will be subject to the mandatory provisions of applicable law which limit the legal capacity or ability to provide security, including, but not limited to the mandatory provisions of section 8-7 and 8-10 of the Norwegian Limited Companies Act (Nw.aksjeloven) which regulate unlawful financial assistance in connection with acquisition of shares in a company or its parent company and other prohibited loans, guarantees and liabilities as well as the provision of security. The Bond Terms contain several agreed security principles pursuant to which the Group will not be required to grant security and/or guarantees under such and certain other circumstances, to the extent in conflict with applicable law. The security principles also entail that certain security and/or guarantees may be limited, cannot be perfected or are otherwise subject to defects (including, without limitation, that established security may become subject to new hardening periods or new and more onerous limitations because of transactions permitted under the Bond Terms). The security principles furthermore includes a provision stating that no security and/or guarantees shall be granted and/or effective if and to an extent such security and/or guarantee is contrary to mandatory provision under local law.

Defaults or insolvency of subsidiaries

Defaults by, or the insolvency of, certain subsidiaries of the Group could result in the obligation of the Group to make payments under parent company financial or performance guarantees in respect of such subsidiaries' obligations or cause cross-defaults on certain borrowings of the Group. There can be no assurance that the Group and its assets would be protected from any actions by the creditors of any subsidiary of the Group, whether under bankruptcy law, by contract or otherwise.

The Bonds may be subject to optional redemption by the Issuer, which may have a material adverse effect on the value of the Bonds

The terms and conditions set out in the bond terms will provide that the Bonds shall be subject to optional redemption by the Issuer at their outstanding principal amount, plus accrued and unpaid interest to the date of redemption, plus in some events a premium calculated in accordance with the bond terms. This feature is likely to limit the market value of the Bonds. During any period when the Issuer may elect to redeem the Bonds, the market value of the Bonds generally will not rise substantially above the price at which they can be redeemed. This may also be true prior to any redemption period. The Issuer may be expected to redeem the Bonds when its cost of borrowing is lower than the interest rate on the Bonds. At those times, an investor generally would not be able to reinvest the redemption proceeds at an effective interest rate as high as the interest rate on the Bonds and may only be able to do so at a significantly lower rate. Potential investors should consider reinvestment risk in light of other investments available at that time.

Insolvency of the Issuer

As the Issuer is incorporated under the laws of Norway, an insolvency proceeding relating to the Issuer, even if brought in another jurisdiction, would likely involve Norwegian insolvency laws, the procedural and substantive

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provisions of which may differ from comparable provisions of those of other jurisdictions with which investors are familiar. Investors should also note that the process of making a claim as creditor of the Issuer under Norwegian law may be complex and time-consuming, and could result in substantial reductions in payments to holders of the Bonds.

2 Definitions

Annual Financial Statements 2021	Aider Konsern AS' financial statements for the year ended 31 December 2021.
Annual Financial Statements 2020	Aider Konsern AS' financial statements for the year ended 31 December 2020.
Articles of Association	The articles of association of Aider Konsern AS or the Guarantors, as amended and currently in effect.
Base Prospectus	This document dated 30 September 2022. The Base Prospectus has been approved by the Norwegian FSA, as competent authority under Regulation (EU) 2017/1129. The Norwegian FSA only approves this Base Prospectus as meeting the standards of completeness, comprehensibility and consistency imposed by Regulation (EU) 2017/1129. Such approval should not be considered as an endorsement of the Issuer that is the subject of this Base Prospectus.
Board or Board of Directors	The board of directors in the Issuer or the Guarantors.
Bond Terms	Means the bond terms agreed between the Issuer and Nordic Trustee AS for each issuance of bonds, including all attachments which form an integrated part of the bond terms, in each case as amended and/or supplemented from time to time.
Companies Registry	The Norwegian Registry of Business Enterprises (<i>Foretaksregisteret</i>)
Company/Issuer	Aider Konsern AS
ERP software solutions	Accounting software being used and delivered by the Group as an integral part of the services produced
Final Terms	Document to be prepared for each new issue of bonds under the Prospectus. The template for Final Terms is included in the Base Prospectus as Annex 3. The template for Final Terms has been approved by the Norwegian FSA, as competent authority under Regulation (EU) 2017/1129. The Norwegian FSA only approves this template for Final Terms as meeting the standards of completeness, comprehensibility and consistency imposed by Regulation (EU) 2017/1129. Such approval should not be considered as an endorsement of the quality of the securities that are the subject of this template for Final Terms. Investors should make their own assessment as to the suitability of investing in the securities.
Group	Means the Issuer and its subsidiaries from time to time.
Group Company	Means any person which is a member of the Group.
Guarantors	Means Aider Innlandet AS, Aider Sør AS, Aider Oslo AS, Aider Vestfold AS, Aider Midt-Norge AS, Aider Bergen AS, Aider Accounting AS, Grasp Labs AS, Causa Nord AS, TET Innfordring AS, Aider Tech AS, Aider Nord AS and Vingman AS
Aider Innlandet Annual Financial Statements 2021	Aider Innlandet AS financial statements for the year ended 31 December 2021.
Aider Innlandet Annual Financial Statements 2020	Aider Innlandet AS financial statements for the year ended 31 December 2020.
Aider Sør Annual Financial Statements 2021	Aider Sør AS financial statements for the year ended 31 December 2021.

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Aider Sør Annual Financial Statements 2020	Aider Sør AS financial statements for the year ended 31 December 2020.
Aider Oslo Annual Financial Statements 2021	Aider Oslo AS financial statements for the year ended 31 December 2021.
Aider Oslo Annual Financial Statements 2020	Aider Oslo AS financial statements for the year ended 31 December 2020.
Aider Vestfold Annual Financial Statements 2021	Aider Vestfold AS financial statements for the year ended 31 December 2021.
Aider Vestfold Annual Financial Statements 2020	Aider Vestfold AS financial statements for the year ended 31 December 2020.
Aider Midt-Norge Annual Financial Statements 2021	Aider Midt-Norge AS financial statements for the year ended 31 December 2021.
Aider Midt-Norge Annual Financial Statements 2020	Aider Midt-Norge AS financial statements for the year ended 31 December 2020.
Aider Bergen Annual Financial Statements 2021	Aider Bergen AS financial statements for the year ended 31 December 2021.
Aider Bergen Annual Financial Statements 2020	Aider Bergen AS financial statements for the year ended 31 December 2020.
Aider Accounting Annual Financial Statements 2021	Aider Accounting AS financial statements for the year ended 31 December 2021.
Aider Accounting Annual Financial Statements 2020	Aider Accounting AS financial statements for the year ended 31 December 2020.
Grasp Labs Annual Financial Statements 2021	Grasp Labs AS financial statements for the year ended 31 December 2021.
Grasp Labs Annual Financial Statements 2020	Grasp Labs AS financial statements for the year ended 31 December 2020.
Causa Nord Annual Financial Statements 2021	Causa Nord AS financial statements for the year ended 31 December 2021.
Causa Nord Annual Financial Statements 2020	Causa Nord AS financial statements for the year ended 31 December 2020.
TET Innføring AS Annual Financial Statements 2021	TET Innføring AS financial statements for the year ended 31 December 2021.
TET Innføring AS Annual Financial Statements 2020	TET Innføring AS financial statements for the year ended 31 December 2020.
Aider Tech Annual Financial Statements 2021	Aider Tech AS financial statements for the year ended 31 December 2021.

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Aider Tech Annual Financial Statements 2020	Aider Tech AS financial statements for the year ended 31 December 2020.
Aider Nord Annual Financial Statements 2021	Aider Nord AS financial statements for the year ended 31 December 2021.
Aider Nord Annual Financial Statements 2020	Aider Nord AS financial statements for the year ended 31 December 2020.
Vingman Annual Financial Statements 2021	Vingman AS financial statements for the year ended 31 December 2021.
Vingman Annual Financial Statements 2020	Vingman AS financial statements for the year ended 31 December 2020.
Prokurist Annual Financial Statements 2021	Prokurist AS financial statements for the year ended 31 December 2021.
Prokurist Annual Financial Statements 2020	Prokurist AS financial statements for the year ended 31 December 2020.
IFRS	International Financial Reporting Standards
ISIN	International Securities Identification Number
Manager	DNB Bank ASA
NOK	Norwegian kroner
VPS or VPS System	The Norwegian Central Securities Depository, Verdipapirsentralen ASA

3 Persons responsible

3.1 Persons responsible for the information

Persons responsible for the information given in the Base Prospectus are as follows:
Aider Konsern AS, Karenslyst allé 11, N-0278 Oslo, Norway

3.2 Declaration by persons responsible

Aider Konsern AS declares that to the best of its knowledge, the information contained in the Base Prospectus is in accordance with the facts and that the Base Prospectus makes no omission likely to affect its import.

Oslo, 30 September 2022

4 Statutory Auditors

The statutory auditors for the Issuer and the Guarantors, except for Grasp Labs AS, Prokurist AS and Vingman AS, for the period covered by the historical financial information has been Mazars AS, Fridtjof Nansens vei 19, N-0369 Oslo, Norway, independent public accountants. Mazars AS is member of The Norwegian Institute of Public Accountants.

The statutory auditors for Grasp Labs AS for the period covered by the historical financial information has been Ernst & Young AS, Dronning Eufemias gate 6A, N-0191 Oslo, Norway, independent public accountants. Ernst & Young AS is member of The Norwegian Institute of Public Accountants.

The statutory auditors for Vingman AS for the period covered by the historical financial information has been Deloitte AS, Dronning Eufemias gate 14, N-0191 Oslo, Norway, independent public accountants. Deloitte AS is member of The Norwegian Institute of Public Accountants.

The statutory auditors for Prokurist AS for the period covered by the historical financial information has been Deloitte AS, Dronning Eufemias gate 14, N-0191 Oslo, Norway, independent public accountants. Deloitte AS is member of The Norwegian Institute of Public Accountants.

5 Information about the Issuer and the Guarantors

5.1 Legal and commercial name, domicile and legal form

Legal name	Commercial name
Aider Konsern AS	Aider Konsern
Aider Innlandet AS	Aider Innlandet
Aider Sør AS	Aider Sør
Aider Oslo AS	Aider Oslo
Aider Vestfold AS	Aider Vestfold
Aider Midt-Norge AS	Aider Midt-Norge
Aider Bergen AS	Aider Bergen
Aider Accounting AS	Aider Accounting
Grasp Labs AS	Grasp Labs
Causa Nord AS	Causa Nord
TET Innføring AS	TET Innføring
Aider Tech AS	Aider Tech
Aider Nord AS	Aider Nord
Vingman AS	Vingman
Prokurist AS	Prokurist

Both the Issuer and the Guarantors are private limited liability companies domiciled in Norway.

5.2 Place of registration, registration number and LEI code

Legal name	Registration number	LEI code
Aider Konsern AS	923 090 029	636700LSENLHRA6AJM05
Aider Innlandet AS	926 047 477	636700T8HRPG6Q6JUI52
Aider Sør AS	992 093 994	636700E24YW6AWQM8Q30
Aider Oslo AS	922 633 452	636700UJY13WUCLNJ854
Aider Vestfold AS	890 139 892	636700O9YDR7LCCXSR34
Aider Midt-Norge AS	987 747 633	636700GVTDIUSL0ZIZ84
Aider Bergen AS	913 099 265	6367005A8T69RC8U9390
Aider Accounting AS	987 372 451	636700N2R2DDBU0GU487
Grasp Labs AS	822 741 002	636700899RR81RAZKF53
Causa Nord AS	919 061 286	6367002AKCPGZT2DQP06
TET Innføring AS	911 672 855	6367003KUGNZWMR6MS24
Aider Tech AS	983 659 055	636700R95771UZ33Q373
Aider Nord AS	921 167 695	636700OJ1CUFSSX3MX57
Vingman AS	976 328 426	6367006G5QJ0EVYQFF78
Prokurist AS	887 323 232	6367007I2V6EYT2ZLY30

Both the Issuer and the Guarantors are registered in the Norwegian Companies Registry.

5.3 Country of incorporation, date of incorporation and legislation

Legal name	Date of incorporation
Aider Konsern AS	13.05.2019
Aider Innlandet AS	29.10.2020
Aider Sør AS	22.11.2007
Aider Oslo AS	18.01.2019
Aider Vestfold AS	08.08.2006
Aider Midt-Norge AS	03.01.2005
Aider Bergen AS	03.01.2014
Aider Accounting AS	09.10.2004
Grasp Labs AS	01.02.2019
Causa Nord AS	02.05.2017
TET Innføring AS	15.02.2013

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Aider Tech AS	01.08.2001
Aider Nord AS	22.06.2018
Vingman AS	12.04.1996
Prokurist AS	20.09.2004

Both the Issuer and the Guarantors are incorporated in Norway and their legislation is Norwegian.

5.4 Address, telephone and website

Legal name	Address	Telephone
Aider Konsern AS	Karenslyst allé 11, N-0278 Oslo, Norway	+47 917 86 525
Aider Innlandet AS	Kirkegata 62, N-2609 Lillehammer, Norway	+47 906 52 570
Aider Sør AS	Hydroparken 295, N-3660 Rjukan, Norway	+47 902 59 877
Aider Oslo AS	Karenslyst allé 11, N-0278 Oslo, Norway	+47 35 08 16 00
Aider Vestfold AS	Træleborgveien 9, N-3112 Tønsberg, Norway	+47 33 30 76 00
Aider Midt-Norge AS	Stiklestadveien 3, N-7041 Trondheim, Norway	+47 415 58 684
Aider Bergen AS	Lars Hilles gate 30, N-5008 Bergen, Norway	+47 952 61 203
Aider Accounting AS	Karenslyst allé 11, N-0278 Oslo, Norway	+47 951 51 885
Grasp Labs AS	Infanterivegen 16, N-3734 Skien, Norway	+47 476 83 018
Causa Nord AS	C.M. Havigs gate 21, N-8656 Mosjøen, Norway	+47 472 93 264
TET Innføring AS	Infanterivegen 16, N-3734 Skien, Norway	+47 906 10 425
Aider Tech AS	Infanterivegen 16, N-3734 Skien, Norway	+47 488 48 400
Aider Nord AS	Dronningens gate 18, N-8001 Bodø, Norway	+47 959 73 292
Vingman AS	Tollbugata 115, N-3041 Drammen, Norway	+47 32 26 43 20
Prokurist AS	Karenslyst allé 11, N-0278 Oslo, Norway	+47 35 08 16 00

Both the Issuer and the Guarantors have website <https://aider.no>.

The information on the website does not form part of the Base Prospectus unless that information is incorporated by reference into the Base Prospectus.

5.5 Objects and purposes

Legal name	Objects and purposes	Paragraph in articles of association
Aider Konsern AS	The company's objective is outsourcing of personell	3
Aider Innlandet AS	The company's objective is: accounting for other companies and business consulting, other types of consulting and everything that relates to this	2
Aider Sør AS	The company's objective is: accounting and consultancy services related to business and economics with related services, and offer other products and services which relates to this, as well as ownership in similar companies	2
Aider Oslo AS	The company's objective is accounting for others	3
Aider Vestfold AS	The company's objective is: accounting firm, consultancy services and related services	2
Aider Midt-Norge AS	The company's objective is: accounting firm with purpose of accounting, business consulting and other related services to others	3
Aider Bergen AS	The company's objective is to deliver accounting services and related services (authorized accountant)	2
Aider Accounting AS	The company's objective is: business consulting and accounting	4
Grasp Labs AS	The company's objective is digital analysis services, business consulting and related services	3

Base Prospectus

Causa Nord AS	Consultancy services, outsourcing of employees and R&D related work, as well as related services	3
TET Innfordring AS	The company's objective is to do collecting services and related services to this. The company can participate with other company with related business	3
Aider Tech AS	The company's objective is purchase and sale of goods and services, business consulting, other consultancy services, implementation and support of IT-systems for business controlling and other services related to this	3
Aider Nord AS	The company's objective is: sale of goods and services related to business, accounting- and consulting services, and related services	3
Vingman AS	The company's objective is consultancy services related to accounting and economics	3
Prokurist AS	The company's objective is accounting and business services	2

5.6 Recent events

Since the issuing of the bond, the following key events have taken place:

- Acquisition of "Regnskapskontoret Hamar AS"
 - Employees: 6
 - Revenue: 6,9 MNOK
 - Location: Hamar
- Acquisition of "Conto AS"
 - Employees: 8
 - Revenue: 9,2 MNOK
 - Location: Trondheim
- Establishment of Aider Østfold AS
 - Operational from 1.8.2022

5.7 Credit ratings

There has not been issued any credit ratings for Aider.

5.8 Changes in borrowing and funding structure since the last financial year

The Group has placed a MNOK 500 bond to restructure loans and further cash for acquisitions.

5.9 Expected financing of activities

The main driver for future financing is acquisitions. Aider is currently having dialoge with about 20 companies for evaluating the possibility for buying the company. Historically, this has resulted in 5-7 acquisitions in a year. Aider is expecting that annual acquisition spenditure going forward will be in the range of 150 – 250 MNOK, however, special opportunities, like the PwC accounting deal might increase that level. Typically 50% of the financing will be converting shares, and 50% cash. Cash will both stem from Aider's operation and further financing.

6 Business overview

Aider Konsern AS ('Aider') provides accounting services in Norway, including a full suite of proprietary and third-party accounting software solutions, as well as related advisory and business development services. The Company was established in 2019 and has 14 offices across Norway, serving approximately 4,700 customers. Its customer portfolio is diversified across size brackets, industries and regions.

6.1 Main categories of products sold and/or services performed

The Company's core operations comprise accounting services including proprietary and third-party accounting and ERP software solutions, related advisory and business development services.

Aider provides accounting and advisory services to Norwegian companies. These end-customers are also dependent on the use of accounting software. Aider has partnered with most of the largest accounting software firms in Norway and integrated its own interface to be used with these software systems.

In addition, Aider develops its own add-on solutions on top of the standard third-party software, increasing flexibility, automation, and integration across systems. Aider works closely with partly owned Grasp Labs and GoDigital to create these additional solutions. Examples of own-built functionality and solutions are automated data capture for payroll and HR, and data warehouse for business logic and analysis. Add-on functionality increases the switching cost for customers as the same functionality cannot easily be replicated by other suppliers.

In some cases, end-users also use the third-party software without this interface. Note that software partners benefit from accounting firms such as Aider channelling end-customers to their software systems.

6.2 Significant new products or activities

Aider is constantly developing new products and services. Typically, Aider will try to launch a major new service every 6 months:

- Fall of 2021: HR advisory service. At the moment, this team counts 12 people
- Spring of 2022: Business analytics and data warehouse. Currently, this team counts 4 people + back-end resources from the subsidiary Grasp Labs AS
- Fall of 2022: ESG reporting. We see a great need for supporting our customers in developing ESG reports. A dedicated team for ESG reporting is under development.

6.3 Principal markets in which the issuer competes

There are strong inherent defensive market characteristics as accounting is driven by legal requirements, a focus on risk management, and increasing complexity, favouring the larger companies with the most competence. Furthermore, the public accounting title is protected and represents another barrier to entry.

The Norwegian accounting market is very fragmented with ~3,100 companies, categorised by a number of small local companies and fewer large companies. As of 2020, 77% of companies had 10 or fewer employees with 35% having only one. Based on 2020 figures, those 77% represented only a third of total revenues and the 10 largest 31%. In recent years, there has been a strong consolidation trend and the number of accounting companies shrunk by 8% from 2017 to 2020.

Companies are increasingly outsourcing their accounting and payroll tasks either completely or partly, enabling them to focus on their core business and reduce risk. Simultaneously, this allows companies to benefit from the expertise and scale of accounting firms. Furthermore, growing demand for new technology allows for more streamlined services.

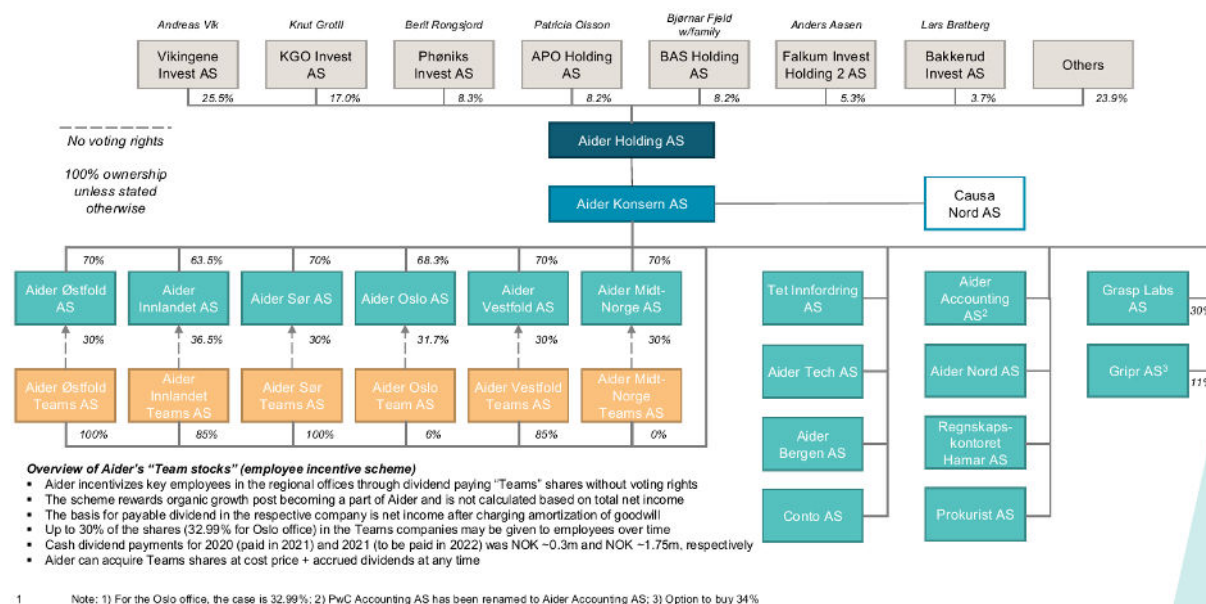
The market is evolving rapidly, driven by technology enhancements through various platform and cloud services, reducing the need for local presence and headcount. The company expects large investments in digitalisation and automation of accounting services, moving the industry towards offering more additional advisory services. Moreover, regular transaction and payroll services are increasingly digitalised and automated through robotisation and the use of artificial intelligence (AI).

7 Organisational structure

7.1 Description of Issuer

Aider Konsern AS is a limited liability company, incorporated and domiciled in Norway. Aider Konsern AS is a holding company and the parent company of the Group.

Organizational chart



7.2 Dependence upon other entities

The Company receives income from investments in its subsidiaries. Therefore, the Company is dependent on the results of the operations of the Company's subsidiaries.

The Guarantors receive funding from the Company. Therefore, the Guarantors are dependent on the results of the operations of their parent company.

8 Trend information

8.1 Prospects and financial performance

There has been no material adverse change in the prospects of the Issuer or the Guarantors since the date of its last published audited financial statements.

There has been no significant change in the financial performance of the Group since the end of the last financial period for which financial information has been published to the date of the Base Prospectus.

8.2 Known trends, uncertainties, demands, commitments or events

The labor market in Norway is becoming increasingly demanding. This is both a threat and an opportunity. For Aider, recruiting new talent now requires more resources and smartness. On the other hand, we see that accounting functions in companies (potential customers) are experiencing the same issues. Typically, they do not have the same professionalism in finding the right candidates and will turn to outsourcing as a solution for staffing up the accounting department. Aider believes that this is a part of the explanation why the accounting industry is continuing to increase the growth figures.

AI and automation is taking the step from being "leading edge" technology, to become a technology for "early adapters". Aider won a prize for "most innovative partner" spring 2022 from one of the leading accounting AI-tech providers in Norway. Aider see that rappid development of new technology, creates technological dept for many accounting departments. This in term, is a trigger for outsourcing, and a a part of the explanation why the accounting industry is continuing to increase the growth figures.

There is increasing uncertainty in global markets. It is expected that this will increase interest rates and consequently the financing cost of Aider. Aider has a sound cash flow from its operations to support these developments forward, however, monitoring of future cash flows will become increasingly important for Aider management.

9 Administrative, management and supervisory bodies

9.1 Information about persons

For the members of the Board of Directors and the Management of the Company and the Guarantors the description below sets out the names, business address and functions within the Issuer and the Guarantors and an indication of the principal activities performed by them outside the Issuer and the Guarantors where these are significant with respect to the Issuer or the Guarantor.

The business address of the Board of Directors and the Management of the Company and the Guarantors can be seen in clause 5.4.

9.1.1 Aider Konsern AS

Board of Directors

Name	Position
Andreas Vik	Chairman
Bjørnar Fjeld	Board member

Andreas Vik, current Chairman and Founder of Aider from nov. 18. Previous experience from building up accounting services in BDO from aug. 12 to nov. 18, CEO of Telenor Global Shared Services from jan. 06 to jul. 12 and Head of System & Process development in Telenor from nov. 03 to jan. 06.

Bjørnar Fjeld, current Head of Business development and Board Member of Aider from nov. 18, Chairman and Founder of Grasp Labs AS from feb. 19 and Chairman of Bakken & Bæck from jan. 13. Previous experience as Chairman of Arken Arkitektkontor AS, as Founder and CEO of Fortuna Rådgivning AS and as CEO of Miljø-Teknologi AS; today part of YARA International.

Management

Name	Position
Andreas Vik	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer
Knut Grotli	Chairman Aider Holding
Berit Rongsjord	Head of Quality
Patricia Olsson	Head of Sales and marketing
Lars Bratberg	Head of HR
Bjørnar Fjeld	Head of IT
Anders Aasen	Head of Business development

Andreas Vik, see description under Board of Directors for Aider Konsern AS.

Aleksander Hatteland, current CFO of Aider as of jul. 19. Previous experience as Manager for BDO Norway from aug. 14 to jun. 19, as well as experience as claims consultant from Sparebank 1 Livsforsikring AS.

Knut Grotli, current Chairman Aider Holding AS as of nov. 18 and Founder & Managing Partner of Ascender AS as of nov. 14. Previous experience as deputy CEO of BDO Norway AS from nov. 11th to nov. 14th, as CEO of PwC Norway from aug. 05 to nov. 10, as Special Investigator for Økokrim from nov. 04 to jul. 05 as well as experience in Corporate Financing from Carnegie Investment Bank from jul. 00 to oct. 04.

Berit Rongsjord, current Head of Quality of Aider as of May 20. Previous experience as Chairman of TET Gruppen AS from okt. 09 to sep. 19, as Head of Accounting for Norsk Hydro ASA from feb. 99 to sep. 09 and as Head of Audit for Telemark Municipal Audit from nov. 94 to jan. 99.

Patricia Olsson, current Head of Sales and marketing of Aider from May 20 and Board member of Tinn Energi AS from sep. 16. Previous experience as Board member of TET Gruppen AS from oct. 09 to sep. 20 and as Manager of Norsk Hydro ASA from feb. 98 to sep. 09.

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Lars Bratberg, current Head of HR of Aider from May 19. Previous experience as Head of PwC Accounting Region East from apr. 14 to apr. 19, as CFO of NetNordic Holding AS from aug. 09 to apr. 14 and as Senior Manager with responsibility of large accounts for PwC AS from sep. 01 to aug. 09.

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Anders Aasen, current Head of Business development of Aider from May 20 and as Owner and Board member of Domino's Pizza Norway from jan. 14. Previous experience as Head of Business development of TET Gruppen AS from aug. 13 to May 20, Partner at BDO and as Manager at Deloitte from 00-03.

9.1.2 Aider Innlandet AS

Board of Directors

Name	Position
Andreas Vik	Chairman
Bjørnar Fjeld	Board member
Jørgen Edvardsen	Board member

Andreas Vik, see description under Board of Directors for Aider Konsern AS.

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Jørgen Edvardsen, Current Board member of Aider from mar. 19. Previous experience as Founder & Leader of Causa AS from jul. 15 to feb. 19 and as Head of Accounting of Vygruppen AS from apr. 12 to jun. 16.

Management

Name	Position
Jørgen Edvardsen	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer
Morten Alver	Head of Region

Jørgen Edvardsen, see description under Board of Directors for Aider Innlandet AS.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

Morten Alver, current Head of Region at Aider Innlandet AS from des. 20. Previous experience as owner of Alver Økonomipartner AS from jan. 16 to des. 20, as CFO of Nokas Secure Solutions AS from jan. 14 to des. 15, as CFO of G4S from aug. 12 to jan. 16 as well as experience as Manager for Ernst & Young from aug. 05 to jul. 12.

9.1.3 Aider Sør AS

Board of Directors

Name	Position
Andreas Vik	Chairman
Bjørnar Fjeld	Board member
Bjørn Åge Einungbrekke	Board member

Andreas Vik, see description under Board of Directors for Aider Konsern AS.

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Bjørn Åge Einungbrekke, current Board member of Aider Sør AS from May 20 and as Senior Accountant for Norsk Hydro ASA from nov. 17. Previous experience in Finance controlling of TET Gruppen AS from oct. 09 to May 20 and as Accounting Manager of Norsk Hydro ASA from apr. 89 to sep. 09.

Management

Name	Position
Patricia Olsson	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Patricia Olsson, see description under Management for Aider Konsern AS.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

9.1.4 Aider Oslo AS

Board of Directors

Name	Position
Andreas Vik	Chairman
Bjørnar Fjeld	Board member
Jørgen Edvardsen	Board member

Andreas Vik, see description under Board of Directors for Aider Konsern AS.

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Jørgen Edvardsen, please see description under Board of Directors for Aider Innlandet AS.

Management

Name	Position
Andreas Vik	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Andreas Vik, see description under Board of Directors for Aider Konsern AS.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

9.1.5 Aider Vestfold AS

Board of Directors

Name	Position
Andreas Vik	Chairman
Bjørnar Fjeld	Board member

Andreas Vik, see description under Board of Directors for Aider Konsern AS.

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Management

Name	Position
Lene Kvia	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Lene Kvia, current CEO of Aider Vestfold AS as of aug. 21. Previous experience as Department Manager of Azets from jun. 10 to aug. 21, as Board member of Tønsberg Næringsforening from aug. 14 to apr. 20, as Board member/member of appeal committee of NARF from jan. 01 to jun. 10. And as CEO of Skjee Regnskap AS from sep. 98 to jun. 10.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

9.1.6 Aider Midt-Norge AS

Board of Directors

Name	Position
Andreas Vik	Chairman
Bjørnar Fjeld	Board member

Andreas Vik, see description under Board of Directors for Aider Konsern AS.

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Management

Name	Position
Christian Langseth	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Christian Langseth, current CEO of Aider Midt-Norge AS. Previous experience as CEO form ABRA Regnskap AS from oct. 17 to mar. 19 and auditor at BDO AS from aug. 08 to sept. 17.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

9.1.7 Aider Bergen AS

Board of Directors

Name	Position
Andreas Vik	Chairman
Bjørnar Fjeld	Board member

Andreas Vik, see description under Board of Directors for Aider Konsern AS.

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Management

Name	Position
Kirsten Graverholt	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Kirsten Graverholt, current CEO of Aider Bergen AS as of May 20. Previous experience as Head of Accounting of Akasia Regnskap AS from nov. 16 to apr. 20, as CEO of Akasia Regnskap AS from nov. 14 to nov. 16. And as HR Manager of StorBergen Boligbyggelag from May 12 to oct. 14.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

9.1.8 Aider Accounting AS

Board of Directors

Name	Position
Andreas Vik	Chairman
Bjørnar Fjeld	Board member

Andreas Vik, see description under Board of Directors for Aider Konsern AS.

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Management

Name	Position
Elisabeth Eide	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Elisabeth Eide, current CEO of Aider Accounting AS as of mar. 22. Previous experience as Partner of PwC Norway from feb. 14 to mar. 22, as Board member of Bergen Turlag DNT from mar. 12 to mar. 22, as Financial Controller of Rieber & Søn ASA from oct. 10 to mar. 22 and as Consolidated Chief Accountant of AGR from jul. 07 to sep. 10.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

9.1.9 Grasp Labs AS

Board of Directors

Name	Position
Bjørnar Fjeld	Chairman
Per Halvorsen	Board member
Johan Bakken	Board member

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Per Halvorsen, current CEO of Sparebank 1 Sør-Øst.

Johan Bakken, Founding partner in Bakken & Bæck AS.

Management

Name	Position
Arve Skjervheim	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Arve Skjervheim, CEO and Co-Founder of Grasp Labs AS from apr. 19. Previous experience as Consultant of TET Gruppen AS from jan. 15 to apr. 19, as Customer Lifecycle Manager of Telenor Norway from nov. 12 to jun. 14 and as Business Partner of Telehuset from nov. 10 to nov. 12.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

9.1.10 Causa Nord AS

Board of Directors

Name	Position
Andreas Vik	Chairman
Bjørnar Fjeld	Board member

Andreas Vik, see description under Board of Directors for Aider Konsern AS.

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Management

Name	Position
Anne-Berit Lindseth	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Anne-Berit Lindseth, current CEO of Causa Nord AS as of jan. 17. Previous experience as Account Consultant of Elkem ASA from nov. 86 to apr. 17.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

9.1.11 TET Innføring AS

Board of Directors

Name	Position
Andreas Vik	Chairman
Bjørnar Fjeld	Board member

Andreas Vik, see description under Board of Directors for Aider Konsern AS.

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Management

Name	Position
Åge Flohr	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Åge Flohr, current CEO of TET innføring AS from mar. 13. Previous experience as CEO of Medic24 ANS from aug. 12 to aug. 20, as Chairman of TET Kristiansand AS from sep. 12 to nov. 19, as Chairman of Omsorgstjenesten AS from des. 11 to May 18, as Chairman of TQM Partner AS from May 14 to jan. 16 as well as several other Chairman roles.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

9.1.12 Aider Tech AS

Board of Directors

Name	Position
Andreas Vik	Chairman

Bjørnar Fjeld	Board member
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Andreas Vik, see description under Board of Directors for Aider Konsern AS.

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Management

Name	Position
Bjørnar Fjeld	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

9.1.13 Aider Nord AS

Board of Directors

Name	Position
Andreas Vik	Chairman
Bjørnar Fjeld	Board member

Andreas Vik, see description under Board of Directors for Aider Konsern AS.

Bjørnar Fjeld, see description under Board of Directors for Aider Konsern AS.

Management

Name	Position
Marianne Blix	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Marianne Blix, current CEO of Aider Nord AS as of oct. 21. Previous experience as CEO of Imprezzio AS from sep. 19 to oct. 21, as Accounting Manager of MacGregor Norway AS from des. 18 to oct. 21, as Accounting Manager of MacGregor Norway AS from feb. 17 to oct. 21, as Head of Administration of Ever AS from nov. 14 to jan. 17, as CFO of BBL Finans AS from mar. 13 to oct. 14, as Service Delivery Manager/Consultant for Telenor Global Shared Services AS from apr. 03 to feb. 13.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

9.1.14 Vingman AS

Board of Directors

Name	Position
Halvard Kristoffer Rype	Chairman
Øydis Bujordet Engedal	Board member

Halvard Kristoffer Rype, current Chairman of Vingman AS as of sep. 14. Previous experience as Manager of Regnskapsdata AS from sep. 05 to aug. 14.

Øydis Bujordet Engedal, current Board member of Vingman AS as of feb. 91. Previous experience from Økonor Accountor Group.

Management

Name	Position
Halvard Kristoffer Rype	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Halvard Kristoffer Rype, see description under Board of Directors for Vingman AS.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

9.1.15 Prokurist AS

Board of Directors

Name	Position
Nils Christian Weel	Chairman
Espen Solli	Board member

Nils Christian Weel, current CFO of Kvadratera. Previous experience as partner at Realist Næringsmegling.

Espen Solli, current CEO of Prokurist AS since January 2005.

Management

Name	Position
Espen Solli	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Espen Solli, see description under Board of Directors for Prokurist AS.

Aleksander Hatteland, see description under Management for Aider Konsern AS.

9.2 Administrative, management and supervisory bodies conflicts of interest

There are no potential conflicts of interest between any duties to the Issuer or the Guarantors of the persons referred to in item 9.1 and their private interests and/or other duties.

10 Major shareholders

10.1 Ownership

Aider Konsern AS

The share capital of Aider Konsern AS is 1 000 000 divided into 100 000 shares at a nominal value of 10 each.

The company is wholly owned by Aider Holding AS. Aider Konsern AS has only one class of shares.

Aider Innlandet AS

The share capital of Aider Innlandet AS is 100 000 divided into 100 000 shares at a nominal value of 1 each.

The company is owned 63.5 % by Aider Konsern AS. Aider Innlandet AS has only one class of shares. Through indirect ownership Aider Konsern AS have 94% voting rights and 89% of the shares. The shares in Aider Innlandet Teams AS can be purchased at any time by Aider Konsern AS to accounted equity value in Aider Innlandet Teams AS. Other than what follows by laws and regulations, no other measures are in place to ensure that such majority ownership is not abused.

Ownership structure	Shares	% of voting rights	Indirect ownership all shares
Aider konsern AS	63 500	94 %	89 %
Aider Innlandet Teams AS	30 000	0 %	5 %
Syhem Invest AS	4 250	4 %	4 %
Onh Holding AS	2 250	2 %	2 %

Aider Sør AS

The share capital of Aider Sør AS is 685 000 divided into 685 shares at a nominal value of 1 000 each.

The company is owned 70 % by Aider Konsern AS. Aider Sør AS has only one class of shares.

Through indirect ownership Aider Konsern AS have 100% voting rights and 100% of the shares. The shares in Aider Sør Teams AS can be purchased at any time by Aider Konsern AS to accounted equity value in Aider Sør Teams AS. Other than what follows by laws and regulations, no other measures are in place to ensure that such majority ownership is not abused.

Ownership structure	Shares	% of voting rights	Indirect ownership all shares
Aider konsern AS	480	100 %	100 %
Aider Sør Teams AS	205	0 %	0 %

Aider Oslo AS

The share capital of Aider Oslo AS is 62 259 divided into 62 259 shares at a nominal value of 1 each.

The company is owned 76% by Aider Konsern AS. Aider Oslo AS has three class of shares. A-shares have all rights, B-shares have only dividend rights and Preferanse-shares have rights of a payment of Nok 1 000 per share per 31.12.2026.

Through indirect ownership Aider Konsern AS have 100% voting rights and 79% of the shares. The shares in Aider Oslo Team AS can be purchased at any time by Aider Konsern AS to accounted equity value in Aider Oslo Team AS. Other than what follows by laws and regulations, no other measures are in place to ensure that such majority ownership is not abused.

Ownership structure	Shares	% of voting rights	Indirect ownership all shares
Aider konsern AS	47 488	100 %	79 %
Aider Oslo Team AS	14 771	0 %	21 %

Aider Vestfold AS

The share capital of Aider Vestfold AS is 100 000 divided into 100 shares at a nominal value of 1 000 each.

The company is owned 70 % by Aider Konsern AS. Aider Vestfold AS has only one class of shares.

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Through indirect ownership Aider Konsern AS have 100% voting rights and 85% of the shares. The shares in Aider Vestfold Team AS can be purchased at any time by Aider Konsern AS to accounted equity value in Aider Vestfold Team AS. Other than what follows by laws and regulations, no other measures are in place to ensure that such majority ownership is not abused.

Ownership structure	Shares	% of voting rights	Indirect ownership all shares
Aider konsern AS	70 000	100 %	85 %
Aider Vestfold Team AS	30 000	0 %	15 %

Aider Midt-Norge AS

The share capital of Aider Midt-Norge AS is 50 010 divided into 1 667 shares at a nominal value of 30 each.

The company is owned 70 % by Aider Konsern AS. Aider Midt-Norge AS has only one class of shares.

Through indirect ownership Aider Konsern AS have 100% voting rights and 70% of the shares. The shares in Aider Midt-Norge Team AS can be purchased at any time by Aider Konsern AS to accounted equity value in Aider Midt-Norge Team AS. Other than what follows by laws and regulations, no other measures are in place to ensure that such majority ownership is not abused.

Ownership structure	Shares	% of voting rights	Indirect ownership all shares
Aider konsern AS	1 167	100 %	70 %
Aider Midt-Norge Team AS	500	0 %	30 %

Aider Bergen AS

The share capital of Aider Bergen AS is 150 000 divided into 10 shares at a nominal value of 15 000 each.

The company is wholly owned by Aider Konsern AS. Aider Bergen AS has only one class of shares.

Aider Accounting AS

The share capital of Aider Accounting AS is 4 004 896 divided into 210 784 shares at a nominal value of 19 each.

The company is wholly owned by Aider Konsern AS. Aider Accounting AS has only one class of shares.

Grasp Labs AS

The share capital of Grasp Labs AS is 100 000 divided into 100 shares at a nominal value of 1 000 each.

The company is owned 30 % by Aider Konsern AS. Grasp Labs AS has only one class of shares. Other than what follows by laws and regulations, no other measures are in place to ensure that such majority ownership is not abused.

Causa Nord AS

The share capital of Causa Nord AS is 30 000 divided into 1 000 shares at a nominal value of 30 each.

The company is wholly owned by Aider Konsern AS. Causa Nord AS has only one class of shares.

TET Innforing AS

The share capital of TET Innforing AS is 800 000 divided into 800 shares at a nominal value of 1 000 each.

The company is wholly owned by Aider Konsern AS. TET Innforing AS has only one class of shares.

Aider Tech AS

The share capital of Aider Tech AS is 187 600 divided into 18 760 shares at a nominal value of 10 each.

The company is wholly owned by Aider Konsern AS. Aider Tech AS has only one class of shares.

Aider Nord AS

The share capital of Aider Nord AS is 440 000 divided into 4 400 shares at a nominal value of 100 each.

The company is wholly owned by Aider Konsern AS. Aider Nord AS has only one class of shares.

Vingman AS

The share capital of Vingman AS is 111 000 divided into 111 000 shares at a nominal value of 1 each.

The company is wholly owned by Aider Konsern AS. Vingman AS has only one class of shares.

Prokurist AS

The share capital of Prokurist AS is 100 000 divided into 10 000 shares at a nominal value of 10 each.

The company is wholly owned by Aider Konsern AS. Prokurist AS has only one class of shares.

10.2 Change of control of the company

There are no arrangements, known to the Company, the operation of which may at a subsequent date result in a change in control of the Company.

11 Financial information concerning the Company's and the Guarantors' assets and liabilities, financial position and profits and losses

11.1 Historical Financial Information

Aider Konsern AS

The Issuer's consolidated financial statements for 2021 have been prepared in accordance with International Financial Reporting Standards (IFRSs).

The Issuer's have not prepared consolidated statements for 2020 as this was not required by law.

The Group's accounting policies are shown in Annual Financial Statements 2021, page 24, note 1.

The separate financial statements for the Issuer for 2021 and 2020 have been prepared in accordance with the Norwegian accounting act and generally accepted accounting principles in Norway.

The Issuer's accounting policies are shown in Annual Financial Statements 2021, page 69, note 1.

The Annual Financial Statements 2020 and the Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Aider Konsern AS Consolidated		
Consolidated profit and loss statement	12-13	N/A
Consolidated balance sheet	15-17	N/A
Consolidated cash flow statement	21	N/A
Notes to the consolidated accounts	24-56	N/A
Aider Konsern AS		
Profit and loss statement	58-59	1
Balance sheet	61-64	2-3
Cash flow statement	66	See 2021
Notes to the accounts	69-77	5

Aider Innlandet AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company's accounting policies are shown in Aider Innlandet Annual Financial Statements 2021, page 5, note 0.

The Aider Innlandet Annual Financial Statements 2020 and the Aider Innlandet Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Aider Innlandet AS		
Profit and loss statement	1	1
Balance sheet	2-3	2-3
Cash flow statement	4	Own attachment
Notes to the accounts	5	4

Aider Sør AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company's accounting policies are shown in Aider Sør Annual Financial Statements 2021, page 8 note 0.

The Aider Sør Annual Financial Statements 2020 and the Aider Sør Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Aider Sør AS		
Profit and loss statement	4	2
Balance sheet	5-6	3-4
Cash flow statement	7	5
Notes to the accounts	8	6

Aider Oslo AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company's accounting policies are shown in Alder Oslo Annual Financial Statements 2021, page 7, note 0.

The Aider Oslo Annual Financial Statements 2020 and the Aider Oslo Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Aider Oslo AS		
Profit and loss statement	3	1
Balance sheet	4-5	2-3
Cash flow statement	6	Own attachment
Notes to the accounts	7	4

Aider Vestfold AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company's accounting policies are shown in Aider Vestfold Annual Financial Statements 2021, page 6 note 0.

The Aider Vestfold Annual Financial Statements 2020 and the Aider Vestfold Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Aider Vestfold AS		
Profit and loss statement	1	1
Balance sheet	2-3	2-3
Cash flow statement	5	Own attachment
Notes to the accounts	6	4

Aider Midt-Norge AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company's accounting policies are shown in Aider Midt-Norge Annual Financial Statements 2021, page 5, note 0.

The Aider Midt-Norge Annual Financial Statements 2020 and the Aider Midt-Norge Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Aider Midt-Norge AS		
Profit and loss statement	1	1
Balance sheet	2-3	2-3
Cash flow statement	4	Own attachment
Notes to the accounts	5	4

Aider Bergen AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company's accounting policies are shown in Aider Bergen Annual Financial Statements 2021, page 6 note 0.

The Aider Bergen Annual Financial Statements 2020 and the Aider Bergen Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Aider Bergen AS		
Profit and loss statement	2	1
Balance sheet	3-4	2-3
Cash flow statement	5	Own attachment
Notes to the accounts	6	5-7

Aider Accounting AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and simplified IFRS. The financial reporting period is 30.06.2021-1.7.2020 for annual report 2021 and 30.06.2020-1.7.2019 for annual report 2020.

The company's accounting policies are shown in Aider Accounting Annual Financial Statements 2021, page 12 note 1 & 2.

The Aider Accounting Annual Financial Statements 2020 and the Aider Accounting Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Aider Accounting AS		
Profit and loss statement	9	5
Balance sheet	10	6
Cash flow statement	11	7
Notes to the accounts	12	8

Grasp Labs AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company's accounting policies are shown in Grasp Labs Annual Financial Statements 2021, page 5, note 0.

The Grasp Labs Annual Financial Statements 2020 and the Grasp Labs Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Grasp Labs AS		
Profit and loss statement	2	2
Balance sheet	3-4	3-4
Cash flow statement	Own attachment	Own attachment
Notes to the accounts	5	5

Causa Nord AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company's accounting policies are shown in Causa Nord Annual Financial Statements 2021, page 5, note 0.

The Causa Nord Annual Financial Statements 2020 and the Causa Nord Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Causa Nord AS		
Profit and loss statement	1	1
Balance sheet	2-3	2-3
Cash flow statement	4	Own attachment
Notes to the accounts	5	4-6

TET Innføring AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company's accounting policies are shown in TET Innføring Annual Financial Statements 2021, page 6, note 0.

The TET Innføring Annual Financial Statements 2020 and the TET Innføring Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
TET Innføring AS		
Profit and loss statement	2	2
Balance sheet	3-4	3-4
Cash flow statement	5	Own attachment
Notes to the accounts	6	6-8

Aider Tech AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company's accounting policies are shown in Aider Tech Annual Financial Statements 2021, page 8, note 0.

The Aider Tech Annual Financial Statements 2020 and the Aider Tech Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Aider Tech AS		
Profit and loss statement	4	2
Balance sheet	5-6	3-4
Cash flow statement	7	Own attachment
Notes to the accounts	8	6-9

Aider Nord AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company's accounting policies are shown in Aider Nord Annual Financial Statements 2021, page 5, note 0.

The Aider Nord Annual Financial Statements 2020 and the Aider Nord Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Aider Nord AS		
Profit and loss statement	1	1
Balance sheet	2-3	2-3
Cash flow statement	4	Own attachment
Notes to the accounts	5	4

Vingman AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company's accounting policies are shown in Vingman Annual Financial Statements 2021, page 5, note 0.

The Vingman Annual Financial Statements 2020 and the Vingman Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Vingman AS		
Profit and loss statement	2	2
Balance sheet	3-4	3-4
Cash flow statement	Own attachment	Own attachment
Notes to the accounts	5	5

Prokurist AS

The company's financial statements for 2021 and 2020 have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles.

The company's accounting policies are shown in Prokurist Annual Financial Statements 2021, page 5, note 0.

The Prokurist Annual Financial Statements 2020 and the Vingman Annual Financial Statements 2021 are attached as Annex 2. Historical financial information is available on the pages shown below.

	Annual Financial Statements	
	2021	2020
Prokurist AS		
Profit and loss statement	2	2
Balance sheet	3-4	3-4
Cash flow statement	9	Own attachment
Notes to the accounts	5-8	5

11.2 Auditing of historical annual financial information

11.2.1 Statement of audited historical financial information

For both the Issuer and the Guarantors, the audit has been conducted in accordance with laws, regulations, and auditing standards and practises generally accepted in Norway, including International Standards on Auditing (ISAs).

A statement of audited historical financial information is given in the auditor's reports for each of the Issuer and the Guarantors, attached as Annex 2.

11.2.2 Other audited information

No other information in this Base Prospectus has been audited.

11.3 Age of latest financial information

11.3.1 Last year of audited financial information

The last year of audited financial information is 2021 for both the Issuer and the Guarantors.

11.4 Legal and arbitration proceedings

There are no on-going legal and arbitration proceedings

11.5 Significant change in the Company's or the Guarantors' financial position

Since end of the last financial period there has been some significant changes in Aider's financial position:

- Integration of PwC Accounting
 - Financially integratet from 1.3.2022
 - PwC Accounting had revenues of 130 MNOK in fiscal year 2021
- Bond financing. Acquisition of "Regnskapskontoret Hamar AS"
 - Employees: 6
 - Revenue: 6,9 MNOK
 - Location: Hamar
- Acquisition of "Conto AS"
 - Employees: 8
 - Revenue: 9,2 MNOK

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- Location: Trondheim
- Establishment of Aider Østfold AS
 - Operational from 1.8.2022

12 Documents available

The following documents (or copies thereof) may be inspected for the life of the Base Prospectus at the headquarters of the Company, Karenslyst allé 11, N-0278 Oslo, Norway, or at <https://aider.no>:

- (a) the up to date memorandum and articles of association of the Company;
- (b) all reports, letters, and other documents, valuations and statements prepared by any expert at the Company's request, any part of which is included or referred to in the Base Prospectus;

13 Financial instruments that can be issued under the Base Prospectus

The Base Prospectus, as approved in accordance with the EU Prospectus Regulation 2017/1129, allows for Bonds to be offered to the public or admitted to trading on a regulated market situated or operating within any EEA country.

This chapter describes the form, type, definitions, general terms and conditions, return and redemption mechanisms, rating and template for Final Terms associated with the Bonds.

Risk factors related to the Bonds are described in Chapter 1 Risk Factors.

13.1 Securities Form

A Bond is a financial instrument as defined in the Norwegian Securities Trading Act (Verdipapirhandelloven) § 2-2.

The Bonds are electronically registered in book-entry form with the Securities Depository.

13.2 Security Type

Borrowing limit – tap issue

The Loan may be either open or closed for increase of the Borrowing Amount during the tenor. A tap issue can take place until five banking days before the Maturity Date. If the issue is open, the First Tranche and Borrowing Limit will be specified in the Applicable Final Terms.

Return

Fixed Rate (FIX)

A Bond issue with a fixed Interest Rate will bear interest at a fixed rate as specified in the applicable Final Terms.

The Interest Rate will be payable annually or semi-annually on the Interest Payment Dates as specified in the applicable Final Terms.

Floating Rate (FRN)

A Bond issue with a floating Interest Rate will bear interest equal to a Reference Rate plus a fixed Margin for a specified period (3, 6 or 12 months). Interest Rate or Reference Rate may be deemed to be zero. The period lengths are equal throughout the term of the Loan, but each Interest Payment Date is adjusted in accordance with the Business Day Convention. The Interest Rate for each forthcoming period is determined two Business Days prior to each Interest Payment Date based on the then current value of the Reference Rate plus the Margin.

The Interest Rate will be payable quarterly, semi-annually or annually on the the Interest Payment Dates as specified in the applicable Final Terms.

The relevant Reference Rate, the Margin, the Interest Payment Dates and the then current Interest Rate will be specified in the applicable Final Terms.

Redemption

The Loan will mature in full at the Maturity Date at a price equal to 100 per cent. of the nominal amount.

The Issuer may have the option to prematurely redeem the Loan at terms specified in the applicable Final Terms.

The Bondholders may have the right to require that the Issuer purchases all or some of the Bonds held by that Bondholder at terms specified in the applicable Final terms.

Security

The Bonds may be either secured or unsecured. Details will be specified in the applicable Final Terms.

Negative pledge

The Bonds may have negative pledge clause. Details will be specified in the applicable Final Terms.

13.3 Definitions

This section includes a summary of the definitions set out in any Bond Terms as well as certain other definitions relevant for this Prospectus. The Bond Trustee may amend the definitions in the Bond Terms for any new issue of bonds during the tenor of this Base Prospectus. This may cause the definitions in this Base Prospectus to be incorrect and no longer valid for such new issues of bonds. If the definitions in this Base Prospectus at any point in time no longer represents the correct understanding of the definitions set out in the Bond Terms, the Bond Terms shall prevail. The Bond Terms are attached to the Final Terms.

Additional Bonds:	Means the debt instruments issued under a Tap Issue, including any Temporary Bonds.
Attachment:	Means any schedule, appendix or other attachment to the Bond Terms.
Base Prospectus:	This document. Describes the Issuer and predefined features of Bonds that can be listed under the Base prospectus, as specified in the Prospectus Regulation (EU) 2017/1129. Valid for 12 months after it has been published. In this period, a prospectus may be constituted by the Base Prospectus, any supplement(s) to the Base Prospectus and a Final Terms for each new issue.
Bond Issue/Bonds/ Notes/the Loan:	Means (i) the debt instruments issued by the Issuer pursuant to the Bond Terms, including any Additional Bonds, and (ii) any overdue and unpaid principal which has been issued under a separate ISIN in accordance with the regulations of the CSD from time to time.
Bond Terms:	The terms and conditions, including all Attachments which form an integrated part of the Bond Terms, in each case as amended and/or supplemented from time to time.
Bondholder:	A person who is registered in the CSD as directly registered owner or nominee holder of a Bond, subject however to the Bondholders' rights in the Bond Terms.
Bondholders' decisions:	<p>The Bondholders' Meeting represents the supreme authority of the Bondholders community in all matters relating to the Bonds and has the power to make all decisions altering the terms and conditions of the Bonds, including, but not limited to, any reduction of principal or interest and any conversion of the Bonds into other capital classes.</p> <p>At the Bondholders' meeting each Bondholder may cast one vote for each voting bond owned at close of business on the day prior to the date of the Bondholders' meeting in the records registered in the Securities Depository.</p> <p>In order to form a quorum, at least half (1/2) of the voting bonds must be represented at the Bondholders' meeting. See also the clause for repeated Bondholders' meeting in the Bond Terms.</p> <p>Resolutions shall be passed by simple majority of the votes at the Bondholders' Meeting, however, a majority of at least 2/3 of the voting bonds represented at the Bondholders' Meeting is required for any waiver or amendment of any terms of the Bond Terms.</p> <p>(For more details, see also the clause for Bondholders' decisions in the Bond Terms)</p>
Bondholders rights:	<p>Bondholders' rights are specified in the Bond Terms.</p> <p>By virtue of being registered as a Bondholder (directly or indirectly) with the CSD, the Bondholders are bound by the Bond Terms.</p>
Bond Trustee:	<p>Nordic Trustee AS, Postboks 1470 Vika, 0116 Oslo, or its successor(s) Website: https://nordictrustee.com</p> <p>The Bond Trustee has power and authority to act on behalf of, and/or represent, the Bondholders in all matters, including but not limited to taking any legal or other action, including enforcement of the Bond Terms, and the commencement of bankruptcy or other insolvency proceedings against the Issuer, or others.</p> <p>The Bond Trustee shall represent the Bondholders in accordance with the finance documents. The Bond Trustee is not obligated to assess or monitor the financial condition of the Issuer or any other obligor unless to the extent expressly set out in the Bond Terms, or to take any steps</p>

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	to ascertain whether any event of default has occurred. The Bond Trustee is entitled to take such steps that it, in its sole discretion, considers necessary or advisable to protect the rights of the Bondholders in all matters pursuant to the terms of the finance documents.
Borrowing Limit – Tap Issue and Borrowing Amount/First Tranche	<p>Borrowing Limit is the maximum issue amount for an open Bond issue.</p> <p>Borrowing Amount/First Tranche is the borrowing amount for a closed Bond Issue, eventually the borrowing amount for the first tranche of an open Bond Issue.</p> <p>Borrowing Limit – Tap Issue and Borrowing Amount/First Tranche will be specified in the Final Terms.</p>
Business Day:	Means a day on which both the relevant CSD settlement system is open, and the relevant currency of the Bonds settlement system is open
Business Day Convention:	<p>If the last day of any Interest Period originally falls on a day that is not a Business Day, the Interest Payment Date will be as follow:</p> <p>If Fixed Rate, the Interest Payment Date shall be postponed to the next day which is a Business Day (Following Business Day convention).</p> <p>If FRN, the Interest Period will be extended to include the first following Business Day unless that day falls in the next calendar month, in which case the Interest Period will be shortened to the first preceding Business Day (Modified Following Business Day convention).</p>
Calculation Agent:	The Bond Trustee, if not otherwise stated in the applicable Final Terms.
Call Option:	<p>The Final Terms may specify that the Issuer is entitled to redeem (all or some of) the Outstanding Bonds prior to the Maturity Date.</p> <p>In such case the Call Date(s), the Call Price(s) and the Call Notice Period will be specified in the Final Terms.</p>
Change of Control Event:	Means a person or group of persons (excluding the Parent, but not excluding any shareholder in the Parent) acting in concert gaining direct or indirect Decisive Influence over the Issuer.
Currency:	<p>The currency in which the bond issue is denominated.</p> <p>Currency will be specified in the Final Terms.</p>
Day Count Convention:	<p>The convention for calculation of payment of interest;</p> <p>a) If Fixed Rate, the interest shall be calculated on the basis of a 360-day year comprised of twelve months of 30 days each and, in case of an incomplete month, the actual number of days elapsed (30/360-days basis), unless:</p> <p>(i) the last day in the relevant Interest Period is the 31st calendar day but the first day of that Interest Period is a day other than the 30th or the 31st day of a month, in which case the month that includes that last day shall not be shortened to a 30-day month; or</p> <p>(ii) the last day of the relevant Interest Period is the last calendar day in February, in which case February shall not be lengthened to a 30-day month.</p> <p>(b) If FRN, the interest shall be calculated on the basis of the actual number of days in the Interest Period in respect of which payment is being made divided by 360 (actual/360-days basis).</p>
Decisive Influence:	<p>Means a person having, as a result of an agreement or through the ownership of shares or interests in another person (directly or indirectly):</p> <p>(a) a majority of the voting rights in that other person; or</p> <p>(b) a right to elect or remove a majority of the members of the board of directors of that other person.</p>
Denomination – Each Bond:	<p>The nominal amount of each Bond.</p> <p>Denomination of each bond will be specified in the Final Terms.</p>
Disbursement Date / Issue Date	Date of bond issue.

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	<p>On the Issue Date the bonds will be delivered to the Bondholder's VPS-account against payment or to the Bondholder's custodian bank if the Bondholder does not have his/her own VPS-account.</p> <p>The Issue Date will be specified in the Final Terms.</p>
Early redemption option after a Put Option Event	<p>The Final Terms may specify that the Issuer is entitled to redeem all (but not only some) of the Outstanding Bonds prior to the Maturity Date if Bonds representing more than a certain percentage of the Outstanding Bonds have been repurchased pursuant to a Put Option Event.</p> <p>In such case the terms of the early redemption option will be specified in the Final Terms.</p>
Early redemption option due to a tax event:	<p>The Final Terms may specify that the Issuer is entitled to redeem all (but not only some) of the Outstanding Bonds prior to the Maturity Date due to a tax event.</p> <p>In such case the terms of the early redemption option will be specified in the Final Terms.</p>
Exchange:	<p>Means:</p> <p>(a) Oslo Børs (the Oslo Stock Exchange); or</p> <p>(b) any regulated market as such term is understood in accordance with the Markets in Financial Instruments Directive 2014/65/EU (MiFID II) and Regulation (EU) No. 600/2014 on markets in financial instruments (MiFIR).</p>
Final Terms:	<p>Document describing securities as specified in Prospectus Regulation (EU) 2017/1129, prepared as part of the Prospectus. Final Terms will be prepared for each new security as specified in Prospectus Regulation (EU) 2017/1129, issued by the Issuer.</p>
Guarantee:	<p>Means the unconditional and irrevocable Norwegian law guarantee and indemnity (Norwegian: "selvskyldnerkausjon") issued by each of the Guarantors in respect of the Secured Obligations, subject to (if required by mandatory limitations under applicable law) limitation language customary in Norway and/or other applicable jurisdictions and acceptable to the Bond Trustee.</p> <p>See Bond Terms for definition of Secured Obligations.</p>
Guarantor:	<p>Means Aider Innlandet AS, Aider Sør AS, Aider Oslo AS, Aider Vestfold AS, Aider Midt-Norge AS, Aider Bergen AS, Aider Accounting AS, Grasp Labs AS, Causa Nord AS, TET Innføring AS, Aider Tech AS, Aider Nord AS, Prokurist AS and Vingman AS.</p>
Interest Determination Date(s):	<p>In the case of NIBOR: Means, in relation to any period for which Interest Rate is to be determined, 2 Quotation Business Days before the first day of the relevant Interest Period.</p> <p>Interest Determination Date(s) for other Reference Rates, see Final Terms.</p>
Interest Payment Date(s):	<p>The Interest Rate is paid in arrears on the last day of each Interest Period.</p> <p>Any adjustment will be made according to the Business Day Convention.</p> <p>The Interest Payment Date(s) will be specified in the Final Terms.</p>
Interest Period:	<p>The first Interest Period runs from and including the Issue Date to but excluding the first Interest Payment Date. The subsequent Interest Periods run from and including an Interest Payment Date to but excluding the next Interest Payment Date. The last Interest Payment Date corresponds to the Maturity Date.</p>
Interest Rate:	<p>Rate of interest applicable to the Bonds;</p> <p>(i) If Fixed Rate, the Bonds shall bear interest at the percentage rate per annum (based on the Day Count Convention)</p> <p>(ii) If FRN, the Bonds shall bear interest at a rate per annum equal to the Reference Rate plus a Margin (based on the Day Count Convention). Interest Rate or Reference Rate may be deemed to be zero.</p> <p>The Interest Rate is specified in Final Terms.</p>

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Interest Rate Adjustment Date:	Date(s) for adjusting of the interest rate for bond issue with floating interest rate. The Interest Rate Adjustment Date will coincide with the Interest Payment Date.
ISIN:	International Securities Identification Number for the Bond Issue. ISIN is specified in Final Terms.
Issuer:	Aider Konsern AS is the Issuer under the Base Prospectus.
Issuer's Bonds:	Means any Bonds which are owned by the Issuer or any affiliate of the Issuer.
Issue Price:	The price in percentage of the Denomination, to be paid by the Bondholders at the Issue Date. Issue Price will be specified in Final Terms.
LEI-code:	Legal Entity Identifier (LEI), is a 20-character reference code to uniquely identify legally distinct entities that engage in financial transactions. LEI-code is specified in Final Terms.
Listing:	Listing of a bond issue on an Exchange is due to the Base Prospectus, any supplement(s) to the Base Prospectus and a Final Terms. An application for listing will be sent after the Disbursement Date and as soon as possible after the Prospectus has been approved by the Norwegian FSA. Bonds listed on an Exchange are freely negotiable. See also Market Making.
Manager:	The bond issue's manager(s), as specified in the Final Terms.
Market Making:	For Bonds listed on an Exchange, a market-maker agreement between the Issuer and a Manager may be entered into. This will be specified in the Final Terms.
Margin:	The margin, specified in percentage points, to be added to the Reference rate. Margin will be specified in the Final terms.
Maturity Date:	The date the bond issue is due for payment, if not already redeemed pursuant to Call Option, Put Option, Early redemption option due to a tax event or Early redemption option after a Put Option Event. The Maturity Date coincides with the last Interest Payment Date and is adjusted in accordance with the Business Day Convention. The Maturity Date is specified in the Final Terms.
Outstanding Bonds:	Means any Bonds not redeemed or otherwise discharged. The Issuer will issue on the Issue date the first tranche of the bond issue as specified in Final Terms. During the term of the bond issue, new tranches may be issued up to the Borrowing Limit, as specified in Final Terms.
Parent:	Means Aider Holding AS, a company existing under the laws of Norway with registration number 824 973 822 and the owner of 100% of the shares in the Issuer.
Paying Agent:	The entity designated by the Issuer to manage (maintain the Issuer Account for) the bond issue in the Securities Depository. The Paying Agent is specified in the Final Terms.
Prospectus:	The Prospectus consists of the Base Prospectus, any supplement(s) to the Base Prospectus and the relevant Final Terms prepared in connection with application for listing on an Exchange.

Base Prospectus

Put Option:	<p>The Final Terms may specify that upon the occurrence of a Put Option Event, each Bondholder will have the right to require that the Issuer purchases all or some of the Bonds held by that Bondholder.</p> <p>In such case the exercise procedures, the repayment date and redemption price will be specified in the Final Terms.</p>
Put Option Event:	Means a Change of Control Event.
Quotation Business Day:	Means a day on which Norges Bank's settlement system is open.
Redemption:	The Outstanding Bonds will mature in full on the Maturity Date and shall be redeemed by the Issuer on the Maturity Date at a price equal to 100 per cent. of the Nominal Amount, if not already redeemed pursuant to Call Option, Put Option, Early redemption option due to a tax event or Early redemption option after a Put Option Event.
Redemption Price:	<p>The price determined as a percentage of the Denomination to which the bond issue is to be redeemed at the Maturity Date.</p> <p>Redemption Price is 100 per cent of Denomination – Each Bond.</p>
Reference Rate:	<p>For FRN, the Reference Rate shall be NIBOR or any other rate as specified in the Final Terms, which appears on the Relevant Screen Page as at the specified time on the Interest Determination Date in question.</p> <p>The Reference Rate, the Relevant Screen Page, the specified time, information about the past and future performance and volatility of the Reference Rate and any fallback provisions will be specified in Final Terms.</p>
Relevant Screen Page:	<p>For FRN, an internet address or an electronic information platform belonging to a renowned provider of Reference Rates.</p> <p>The Relevant Screen Page will be specified in the Final Terms.</p>
Securities Depository /CSD:	<p>The securities depository in which the bonds are registered, in accordance with the Norwegian Act of 2019 no. 6 regarding Securities depository.</p> <p>Unless otherwise specified in the Final Terms, the following Securities Depository will be used: Norwegian Central Securities Depository ("Verdipapirsentralen" or "VPS"), P.O. Box 4, 0051 Oslo.</p>
Tap Issues:	<p>The Issuer may, provided that the conditions set out in the Bond Terms are met, at one or more occasions up until, but excluding, the Maturity Date or any earlier date when the Bonds have been redeemed in full, issue Additional Bonds until the aggregate nominal amount of the Bonds outstanding equals in aggregate the maximum issue amount (less the aggregate nominal amount of any previously redeemed Bonds)</p> <p>If N/A is specified in the Borrowing Limit in the Final Terms, the Issuer may not make Tap issues under the Bond Terms.</p>
Temporary Bonds:	If the Bonds are listed on an Exchange and there is a requirement for a new prospectus in order for the Additional Bonds to be listed together with the Bonds, the Additional Bonds may be issued under a separate ISIN (such Bonds referred to as the "Temporary Bonds"). Upon the approval of the prospectus, the Issuer shall (i) notify the Bond Trustee, the Exchange and the Paying Agent and (ii) ensure that the Temporary Bonds are converted into the ISIN for the Bonds.
Yield:	<p>Dependent on the Market Price for bond issue with floating rate. Yield for the first interest period can be determined when the interest is known, normally two Business Days before the Issue Date.</p> <p>For bond issue with fixed rate, yield is dependent on the market price and number of Interest Payment Date.</p>

	<p>The yield is calculated in accordance with «Anbefaling til Konvensjoner for det norske sertifikat- og obligasjonsmarkedet» prepared by Norske Finansanalytikeres Forening in January 2020: https://www.finansanalytiker.no/wp-content/uploads/2020/02/Rentekonvensjon-pr-januar-2020-v2.pdf</p> <p>Yield is specified in Final Terms.</p>
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13.4 General terms and conditions

These general terms and conditions summarize and describe the general terms and conditions set out in any Bond Terms. The Bond Trustee may amend the general terms and conditions in the Bond Terms for any new issue of bonds during the tenor of this Base Prospectus. This may cause the general terms and conditions in this Base Prospectus to be incorrect and no longer valid for such new issues of bonds. If the general terms and conditions in this Base Prospectus at any point in time no longer represents the correct understanding of the general terms and conditions set out in the Bond Terms, the Bond Terms shall prevail. The Bond Terms are attached to the Final Terms.

13.4.1 Use of proceeds

- (a) The Issuer will use the net proceeds from the Initial Bond Issue for:
- (i) first, together with other cash of the Group (if relevant), towards refinancing in full the Existing Debt and, through a loan to the Parent for the purpose of repayment of the Existing Parent Debt; and
 - (ii) second, for general corporate purposes of the Group (including acquisitions).
- (b) The Issuer will use the net proceeds from the issuance of any Additional Bonds for acquisitions (including refinancing of any bridge financing used solely for an acquisition).

See Bond Terms for definition of Existing Debt and Existing Parent Debt.

Other use of proceeds will be specified in the Final Terms.

13.4.2 Publication

The Base Prospectus, any supplement(s) to the Base Prospectus and the Final Terms will be published on Issuer's website <https://aider.no>, or on the Issuer's visit address, Karenslyst allé 11, N-0278 Oslo, Norway, or their successor (s).

The Prospectus will be published by a stock exchange announcement.

13.4.3 Redemption

Matured interest and matured principal will be credited each Bondholder directly from the Securities Registry. Claims for interest and principal shall be limited in time pursuant the Norwegian Act relating to the Limitation Period Claims of 18 May 1979 no 18, p.t. 3 years for interest rates and 10 years for principal.

13.4.4 Fees, Expenses and Tax legislation

The tax legislation of the investor's Member State and of the Issuer's country of incorporation may have an impact on the income received from the securities.

The Issuer shall pay any stamp duty and other public fees in connection with the loan. Any public fees or taxes on sales of Bonds in the secondary market shall be paid by the Bondholders, unless otherwise decided by law or regulation. The Issuer is responsible for withholding any withholding tax imposed by Norwegian law.

13.4.5 Security Depository and secondary trading

The Bonds are electronically registered in book-entry form with the Securities Depository, see also the definition of "Securities Depository". Securities Depository is specified in the Final Terms.

Secondary trading will be made over an Exchange for Bonds listed on a marketplace. See also definition of "Market Making".

Prospectus fee for the Base Prospectus including templates for Final Terms is NOK 128,000. In addition, there is a listing fee for listing of the Bonds in accordance with the current price list of the Exchange. The listing fees will be specified in the Final Terms.

13.4.6 Status of the Bonds and Security

The Bonds constitute senior unsubordinated obligations of the Issuer and will rank *pari passu* between themselves and at least *pari passu* with all other senior creditors (except in respect of claims mandatorily preferred by law).

The kind of security will be specified in the Final Terms.

13.4.7 Bond Terms

The Bond Terms has been entered into between the Issuer and the Bond Trustee. The Bond Terms regulates the Bondholders' rights and obligations in relations with the bond issue. The Bond Trustee enters into the Bond Terms on behalf of the Bondholders and is granted authority to act on behalf of the Bondholders to the extent provided for in the Bond Terms.

By virtue of being registered as a Bondholder (directly or indirectly) with the CSD, the Bondholders are bound by the Bond Terms and any other Finance Document, without any further action required to be taken or formalities to be complied with by the Bond Trustee, the Bondholders, the Issuer or any other party.

The Bond Terms will be attached to the Final Terms for each Bond issue and is also available through the Manager, the Issuer and the Bond Trustee.

13.4.8 Legislation

The Bond Terms is governed by and construed in accordance with Norwegian law.

The Issuer and the Guarantors are subject to Norwegian legislation, the most relevant laws for their operations are the Private Limited Companies Act, the Norwegian Securities Trading Act and the Norwegian Stock Exchange Regulations.

13.4.9 Approvals

The Bonds will be issued in accordance with the Issuer's Board of Directors approval.

The date of the Issuer's Board of Directors approval will be specified in the Final Terms

The Base Prospectus has been submitted to the Norwegian Financial Supervisory Authority (Finanstilsynet) before listing of the Bonds takes place.

Final Terms will be submitted to Finanstilsynet for information purposes in connection with an application for listing of a Bond Issue.

The Base prospectus will not be the basis for offers for subscription in bonds that are not subject to a prospectus obligation.

13.4.10 Restrictions on the free transferability of the securities

Any restrictions on the free transferability of the securities will be specified in the Final Terms.

13.5 Return and redemption

Bonds may have return and redemption mechanisms as explained below. The relevant Final Terms refer to these mechanisms and provide relevant parameter values for the specific bond issue.

13.5.1 Bonds with floating rate

13.5.1.a Return (interest)

The Interest Rate is specified in Interest Rate ii). Payment of the Interest Rate is calculated on basis of the Day Count Convention (b).

Interest Rate or Reference Rate may be deemed to be zero.

The period lengths are equal throughout the term of the Loan, but each Interest Payment Date is adjusted in accordance with the Business Day Convention. The Interest Rate for each forthcoming period are determined two Business Days prior to each Interest Payment Date based on the then current value of the Reference Rate plus the Margin.

The Interest Rate is paid in arrears on each Interest Payment Date. The first Interest Period runs from and including the Issue Date to but excluding the first Interest Payment Date. The subsequent Interest Periods run from and including an Interest Payment Date to but excluding the next Interest Payment Date. The last Interest Payment Date corresponds to the Maturity Date.

The relevant Reference Rate, the Margin, the Interest Payment Dates and the then current Interest Rate will be specified in the applicable Final Terms.

Interest calculation method for secondary trading is given by act/360, modified following.

13.5.1.b Redemption

Redemption is made in accordance with Redemption.

13.5.2 Bonds with fixed rate

13.5.2.a Return (interest)

The interest rate is specified in Interest Rate (i). Payment of the the Interest Rate is calculated on basis of the Day Count Convention (a).

The Interest Rate is paid in arrears on each Interest Payment Date. The first Interest Period runs from and including the Issue Date to but excluding the first Interest Payment Date. The subsequent Interest Periods run from and including an Interest Payment Date to but excluding the next Interest Payment Date. The last Interest Payment Date corresponds to the Maturity Date.

The Interest Rate and the Interest Payment Dates will be specified in the applicable Final Terms.

Interest calculation method for secondary trading is given by act/365 for bond issue with fixed rate.

13.5.2.b Redemption

Redemption is made in accordance with Redemption.

13.6 Rating

The Issuer has not been rated.

The Bonds have not been rated.

13.7 Final Terms

Template for Final Terms for fixed and floating bond issue, see Appendix 3.

Manager's disclaimer

DNB Bank ASA, the Manager, has assisted the Company in preparing the Base Prospectus. The Manager has not verified the information contained herein. Accordingly, no representation, warranty or undertaking, express or implied, is made and the Manager expressly disclaims any legal or financial liability as to the accuracy or completeness of the information contained in this Base Prospectus or any other information supplied in connection with the issuance or distribution of bonds by Aider Konsern AS.

This Base Prospectus is subject to the general business terms of the Manager, available at its website. Confidentiality rules and internal rules restricting the exchange of information between different parts of the Manager may prevent employees of the Manager who are preparing this Base Prospectus from utilizing or being aware of information available to the Manager and/or any of their affiliated companies and which may be relevant to the recipient's decisions.

Each person receiving this Base Prospectus acknowledges that such person has not relied on the Manager, nor on any person affiliated with it in connection with its investigation of the accuracy of such information or its investment decision.

Oslo, 30 September 2022

DNB Bank ASA
www.dnb.no

Annex 1 Memorandum and articles of association

Annex 2 Annual Reports and Auditors' reports

Annex 3 Template for Final Terms for fixed and floating rate Bonds

[Annex 3]

AIDER

Final Terms

for

[Title of the bond issue]

Oslo, [Date]

Terms used herein shall be deemed to be defined as such for the purpose of the conditions set forth in the Base Prospectus clauses 2 Definitions and 13.3 Definitions, these Final Terms and the attached Bond Terms and the attached Guarantee agreement.

[In case MiFID II identified target market are professional investors and eligible counterparties, insert the following:]

[MIFID II product governance / Professional investors and eligible counterparties (ECPs) only target market – Solely for the purposes of [the/each] manufacturer’s product approval process, the target market assessment in respect of the Bonds has led to the conclusion that: (i) the target market for the Bonds is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended) (**MiFID II**); and (ii) all channels for distribution of the Bonds to eligible counterparties and professional clients are appropriate. *[Consider any negative target market]*. Any person subsequently offering, selling or recommending the Bonds (a **distributor**) should take into consideration the manufacturer[’s/s’] target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Bonds (by either adopting or refining the manufacturer[’s/s’] target market assessment) and determining appropriate distribution channels.]

[UK MiFIR product governance / Professional investors and eligible counterparties only (ECPs) target market – Solely for the purposes of [the/each] manufacturer’s product approval process, the target market assessment in respect of the Bonds has led to the conclusion that: (i) the target market for the Bonds is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook, and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (**UK MiFIR**); and (ii) all channels for distribution of the Bonds to eligible counterparties and professional clients are appropriate. *[Consider any negative target market]*. Any person subsequently offering, selling or recommending the Bonds (a **distributor**) should take into consideration the manufacturer[’s/s’] target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the **UK MiFIR Product Governance Rules**) is responsible for undertaking its own target market assessment in respect of the Bonds (by either adopting or refining the manufacturer[’s/s’] target market assessment) and determining appropriate distribution channels.]

[PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Bonds are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (**EEA**). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of MiFID II; (ii) a customer within the meaning of Directive (EU) 2016/97 where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II; or (iii) not a qualified investor as defined in the Prospectus Regulation (as defined below). Consequently no key information document required by Regulation (EU) No. 1286/2014 (as amended) (the **PRIIPs Regulation**) for offering or selling the Bonds or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Bonds or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.]

[PROHIBITION OF SALES TO UK RETAIL INVESTORS – The Bonds are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (**UK**). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No. 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (**EUWA**); (ii) a customer within the meaning of the provisions of FSMA and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No. 600/2014 as it forms part of domestic law by virtue of the EUWA; or (iii) not a qualified investor as defined in Article 2 of Regulation (EU) 2017/1129 as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by Regulation (EU) No. 1286/2014 as it forms part of domestic law by virtue of the EUWA (the **UK PRIIPs Regulation**) for offering or selling the Bonds or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Bonds or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.]

[In case MiFID II identified target market are retail investors, professional investors and eligible counterparties, insert the following:]

[MIFID II product governance / Retail investors, professional investors and eligible counterparties (ECPs) target market – Solely for the purposes of [the/each] manufacturer’s product approval process, the target market assessment in respect of the Bonds has led to the conclusion that: (i) the target market for the Bonds is eligible counterparties, professional clients and retail clients, each as defined in Directive 2014/65/EU (as amended) (**MiFID II**); *EITHER* [and (ii) all channels for distribution of the Bonds are appropriate[, including investment advice, portfolio management, non-advised sales and pure execution services]] *OR* [(ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Bonds to retail clients are appropriate – investment advice[,/and] portfolio management[,/and]]

and][non-advised sales][and pure execution services][, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable]]. [*Consider any negative target market*]. Any person subsequently offering, selling or recommending the Bonds (a **distributor**) should take into consideration the manufacturer['s/s'] target market assessment; however, a distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Bonds (by either adopting or refining the manufacturer['s/s'] target market assessment) and determining appropriate distribution channels[, subject to the distributor's suitability and appropriateness obligations under MiFID II, as applicable].]

[UK MiFIR product governance / Retail investors, professional investors and eligible counterparties target market – Solely for the purposes of [the/each] manufacturer's product approval process, the target market assessment in respect of the Bonds has led to the conclusion that: (i) the target market for the Bonds is retail clients, as defined in point (8) of Article 2 of Regulation (EU) 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 (**EUWA**), and eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook (**COBS**), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA (**UK MiFIR**); EITHER [and (ii) all channels for distribution of the Bonds are appropriate, including investment advice, portfolio management, non-advised sales and pure execution services] OR [(ii) all channels for distribution to eligible counterparties and professional clients are appropriate; and (iii) the following channels for distribution of the Bonds to retail clients are appropriate – investment advice[,/and] portfolio management[,/ and][non-advised sales][and pure execution services][, subject to the distributor's (as defined below) suitability and appropriateness obligations under COBS, as applicable]]. [*Consider any negative target market*]. Any person subsequently offering, selling or recommending the Bonds (a **distributor**) should take into consideration the manufacturer['s/s'] target market assessment; however, a distributor subject to FCA Handbook Product Intervention and Product Governance Sourcebook (the **UK MiFIR Product Governance Rules**) is responsible for undertaking its own target market assessment in respect of the Bonds (by either adopting or refining the manufacturer['s/s'] target market assessment) and determining appropriate distribution channels[, subject to the distributor's suitability and appropriateness obligations under COBS, as applicable].]

This document constitutes the Final Terms of the Bonds described herein pursuant to the Regulation (EU) 2017/1129 and must be read in conjunction with the Base Prospectus dated 30 September 2022 and [the supplement[s] to the Base Prospectus dated [date]].

The Base Prospectus dated 30 September 2022 [and the supplement[s] to the Base Prospectus dated [date]] [together] constitute[s] a base prospectus for the purposes of the Regulation (EU) 2017/1129 ([together,] the "Base Prospectus").

Final Terms include a summary of each Bond Issue.

These Final Terms and the Base Prospectus [and the supplement[s] to the Base Prospectus] are available on the Issuer's website <https://aider.no>, or on the Issuer's visit address, Karenslyst allé 11, N-0278 Oslo, Norway, or their successor (s).

1 Summary

The below summary has been prepared in accordance with the disclosure requirements in Article 7 in the Regulation (EU) 2017/1129 as of 14 June 2017.

Introduction and warning

<i>Disclosure requirement</i>	<i>Disclosure</i>
Warning	This summary should be read as introduction to the Base Prospectus. Any decision to invest in the securities should be based on consideration of the Base Prospectus as a whole by the investor. The investor could lose all or part of the invested capital. Where a claim relating to the information contained in the Base Prospectus is brought before a court, the plaintiff investor might, under the national law, have to bear the costs of translating the Base Prospectus before the legal proceedings are initiated. Civil liability attaches only to those persons who have tabled the summary including any translation thereof, but only where the summary is misleading, inaccurate or inconsistent, when read together with the other parts of the Base Prospectus, or where it does not provide, when read together with the other parts of the prospectus, key information in order to aid investors when considering whether to invest in such securities.
Name and international securities identification number ('ISIN') of the securities.	[•]
Identity and contact details of the issuer, including its legal entity identifier ('LEI').	

Legal name	Address	Telephone
Aider Konsern AS	Karenslyst allé 11, N-0278 Oslo, Norway	+47 917 86 525
Aider Innlandet AS	Kirkegata 62, N-2609 Lillehammer, Norway	+47 906 52 570
Aider Sør AS	Hydroparken 295, N-3660 Rjukan, Norway	+47 902 59 877
Aider Oslo AS	Karenslyst allé 11, N-0278 Oslo, Norway	+47 35 08 16 00
Aider Vestfold AS	Træleborgveien 9, N-3112 Tønsberg, Norway	+47 33 30 76 00
Aider Midt-Norge AS	Stiklestadveien 3, N-7041 Trondheim, Norway	+47 415 58 684
Aider Bergen AS	Lars Hilles gate 30, N-5008 Bergen, Norway	+47 952 61 203
Aider Accounting AS	Karenslyst allé 11, N-0278 Oslo, Norway	+47 951 51 885
Grasp Labs AS	Infanterivegen 16, N-3734 Skien, Norway	+47 476 83 018
Causa Nord AS	C.M. Havigs gate 21, N-8656 Mosjøen, Norway	+47 472 93 264
TET Innfordring AS	Infanterivegen 16, N-3734 Skien, Norway	+47 906 10 425
Aider Tech AS	Infanterivegen 16, N-3734 Skien, Norway	+47 488 48 400
Aider Nord AS	Dronningens gate 18, N-8001 Bodø, Norway	+47 959 73 292
Vingman AS	Tollbugata 115, N-3041 Drammen, Norway	+47 32 26 43 20
Prokurist AS	Karenslyst allé 11, N-0278 Oslo, Norway	+47 35 08 16 00

Legal name	Registration number	LEI code
Aider Konsern AS	923 090 029	636700LSENLHRA6AJM05
Aider Innlandet AS	926 047 477	636700T8HRPG6Q6JUI52
Aider Sør AS	992 093 994	636700E24YW6AWQM8Q30
Aider Oslo AS	922 633 452	636700UJY13WUCLNJ854
Aider Vestfold AS	890 139 892	636700O9YDR7LCCXSR34
Aider Midt-Norge AS	987 747 633	636700GVTDIUSL0ZIZ84
Aider Bergen AS	913 099 265	6367005A8T69RC8U9390
Aider Accounting AS	987 372 451	636700N2R2DDBU0GU487
Grasp Labs AS	822 741 002	636700899RR81RAZKF53
Causa Nord AS	919 061 286	6367002AKCPGZT2DQP06
TET Innfordring AS	911 672 855	6367003KUGNZWMR6MS24
Aider Tech AS	983 659 055	636700R95771UZ33Q373
Aider Nord AS	921 167 695	636700OJ1CUFSSX3MX57
Vingman AS	976 328 426	6367006G5QJ0EVYQFF78
Prokurist AS	887 323 232	6367007I2V6EYT2ZLY30

Identity and contact details of the offeror or of the person asking for admission to trading on a regulated market.	There is no offeror, the Base Prospectus has been produced in connection with listing of the securities on an Exchange. The Issuer is going to ask for admission to trading on a regulated market.
Identity and contact details of the competent authority that approved the prospectus	Financial Supervisory Authority of Norway (Finanstilsynet), Revierstredet 3, 0151 Oslo. Telephone number is +47 22 93 98 00. E-mail: prospekter@finansstilsynet.no .
Date of approval of the prospectus.	The Base Prospectus was approved on 30 September 2022.

Key information on the Issuer

<i>Disclosure requirements</i>	<i>Disclosure</i>																										
<i>Who is the issuer of the securities</i>	Aider Konsern AS																										
Domicile and legal form	The Company is a private limited liability company incorporated in Norway and organized under the laws of Norway, including the Private Limited Liability Companies Act																										
Principal activities	[Insert from Base Prospectus chapter 6]																										
Major shareholders	<p>Aider Konsern AS is wholly owned by Aider Holding AS.</p> <p>Aider Innlandet AS is owned 63.5 % by Aider Konsern AS. Aider Sør AS is owned 70 % by Aider Konsern AS. Aider Oslo AS is owned 68.3 % by Aider Konsern AS. Aider Vestfold AS is owned 70 % by Aider Konsern AS. Aider Midt-Norge AS is owned 70 % by Aider Konsern AS. Aider Bergen AS is wholly owned by Aider Konsern AS. Aider Accounting AS is wholly owned by Aider Konsern AS. Grasp Labs AS is owned 30 % by Aider Konsern AS. Causa Nord AS wholly owned by Aider Konsern AS. TET Innføring AS is wholly owned by Aider Konsern AS. Aider Tech AS is wholly owned by Aider Konsern AS. Aider Nord AS is wholly owned by Aider Konsern AS. Vingman AS is wholly owned by Aider Konsern AS. Prokurist AS is wholly owned by Aider Konsern AS.</p> <p>There are no arrangements, known to the Company, the operation of which may at a subsequent date result in a change in control of the Company.</p>																										
Management	<p>The management of the Company and the Guarantor can be seen below:</p> <p>Aider Konsern AS</p> <table border="1"> <thead> <tr> <th>Name</th> <th>Position</th> </tr> </thead> <tbody> <tr> <td>Andreas Vik</td> <td>Chief Executive Officer</td> </tr> <tr> <td>Aleksander Hatteland</td> <td>Chief Financial Officer</td> </tr> <tr> <td>Knut Grotli</td> <td>Chairman Aider Holding</td> </tr> <tr> <td>Berit Rongsjord</td> <td>Head of Quality</td> </tr> <tr> <td>Patricia Olsson</td> <td>Head of Sales and marketing</td> </tr> <tr> <td>Lars Bratberg</td> <td>Head of HR</td> </tr> <tr> <td>Bjørnar Fjeld</td> <td>Head of IT</td> </tr> <tr> <td>Anders Aasen</td> <td>Head of Business development</td> </tr> </tbody> </table> <p>Aider Innlandet AS</p> <table border="1"> <thead> <tr> <th>Name</th> <th>Position</th> </tr> </thead> <tbody> <tr> <td>Jørgen Edvardsen</td> <td>Chief Executive Officer</td> </tr> <tr> <td>Aleksander Hatteland</td> <td>Chief Financial Officer</td> </tr> <tr> <td>Morten Alver</td> <td>Head of Region</td> </tr> </tbody> </table>	Name	Position	Andreas Vik	Chief Executive Officer	Aleksander Hatteland	Chief Financial Officer	Knut Grotli	Chairman Aider Holding	Berit Rongsjord	Head of Quality	Patricia Olsson	Head of Sales and marketing	Lars Bratberg	Head of HR	Bjørnar Fjeld	Head of IT	Anders Aasen	Head of Business development	Name	Position	Jørgen Edvardsen	Chief Executive Officer	Aleksander Hatteland	Chief Financial Officer	Morten Alver	Head of Region
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Aider Sør AS

Name	Position
Patricia Olsson	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Aider Oslo AS

Name	Position
Andreas Vik	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Aider Vestfold AS

Name	Position
Lene Kvia	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Aider Midt-Norge AS

Name	Position
Christian Langseth	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Aider Bergen AS

Name	Position
Kirsten Graverholt	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Aider Accounting AS

Name	Position
Elisabeth Eide	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Grasp Labs AS

Name	Position
Arve Skjervheim	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Causa Nord AS

Name	Position
Anne-Berit Lindseth	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

TET Innføring AS

Name	Position
Åge Flohr	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Aider Tech AS

Name	Position
Bjørnar Fjeld	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Aider Nord AS

Name	Position
Marianne Blix	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Vingman AS

Name	Position
Halvard Kristoffer Rype	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Prokurist AS

Name	Position
Espen Solli	Chief Executive Officer
Aleksander Hatteland	Chief Financial Officer

Statutory auditors

The statutory auditors for the Issuer and the Guarantors, except for Grasp Labs AS, Prokurist AS and Vingman AS, for the period covered by the historical financial information has been Mazars AS, Fridtjof Nansens vei 19, N-0369 Oslo, Norway, independent public accountants. Mazars AS is member of The Norwegian Institute of Public Accountants.

The statutory auditors for Grasp Labs AS for the period covered by the historical financial information has been Ernst & Young AS, Dronning Eufemias gate 6A, N-0191 Oslo, Norway, independent public accountants. Ernst & Young AS is member of The Norwegian Institute of Public Accountants.

The statutory auditors for Vingman AS for the period covered by the historical financial information has been Deloitte AS, Dronning Eufemias gate 14, N-0191 Oslo, Norway, independent public accountants. Deloitte AS is member of The Norwegian Institute of Public Accountants.

The statutory auditors for Prokurist AS for the period covered by the historical financial information has been Deloitte AS, Dronning Eufemias gate 14, N-0191 Oslo, Norway, independent public accountants. Deloitte AS is member of The Norwegian Institute of Public Accountants.

What is the key financial information regarding the issuer

Key financial information

Aider Konsern AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	-4 986 895	-2 791 602
Net financial debt (long term debt plus short term debt minus cash)	98 417 339	37 516 623
Net Cash flows from operating activities	120 315 292	24 140 178
Net Cash flows from financing activities	9 975 056	137 931 872
Net Cash flow from investing activities	-131 696 924	-160 685 376

Aider Innlandet AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	1 264 659	-406 837
Net financial debt (long term debt plus short term debt minus cash)	476 750	418 789
Net Cash flows from operating activities	1 010 477	-314 822

Net Cash flows from financing activities	-88 231	414 822
Net Cash flow from investing activities	0	0

Aider Sør AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	15 352 638	-5 901
Net financial debt (long term debt plus short term debt minus cash)	6 645 011	16 373 859
Net Cash flows from operating activities	26 952 982	-11 054 377
Net Cash flows from financing activities	1 092 572	150 233
Net Cash flow from investing activities	-116 232	-1 839 604

Aider Oslo AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	10 460 573	1 582 378
Net financial debt (long term debt plus short term debt minus cash)	15 550 523	9 131 609
Net Cash flows from operating activities	13 235 849	1 003 427
Net Cash flows from financing activities	-975 264	14 771
Net Cash flow from investing activities	-189 343	0

Aider Vestfold AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	3393 934	2 714 649
Net financial debt (long term debt plus short term debt minus cash)	9 099 031	2 166 196
Net Cash flows from operating activities	5794851	2 759 320
Net Cash flows from financing activities	-3705974	-2 100 000
Net Cash flow from investing activities	-841323	0

Aider Midt-Norge AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	2 857566	2 910 014
Net financial debt (long term debt plus short term debt minus cash)	-125 877	241 675
Net Cash flows from operating activities	2 354 806	2 281 351
Net Cash flows from financing activities	0	-1 000 000
Net Cash flow from investing activities	0	0

Aider Bergen AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	2 350 736	910,675
Net financial debt (long term debt plus short term debt minus cash)	-1 701 167	1 389 090
Net Cash flows from operating activities	2 355 846	1 970 377
Net Cash flows from financing activities	1 255 725	-1 228 708
Net Cash flow from investing activities	0	-280 466

Aider Accounting AS

Amounts in NOK	Annual Report	
	2020	2019
Operating profit	7 945	7 288
Net financial debt (long term debt plus short term debt minus cash)	3 179	8 120
Net Cash flows from operating activities	14 384	14 205
Net Cash flows from financing activities	-5600	-4 500
Net Cash flow from investing activities	-985	-199

Grasp Labs AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	-346 451	-829 192
Net financial debt (long term debt plus short term debt minus cash)	-318 076	-1 444 896
Net Cash flows from operating activities	-492 476	-791 438
Net Cash flows from financing activities	0	0
Net Cash flow from investing activities	0	0

Causa Nord AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	-194 323	-6 963
Net financial debt (long term debt plus short term debt minus cash)	151 719	63 908
Net Cash flows from operating activities	-76 650	38 863
Net Cash flows from financing activities	-2 878	0
Net Cash flow from investing activities	0	0

TET Innføring AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	312 790	-78,205
Net financial debt (long term debt plus short term debt minus cash)	-746 070	543 414
Net Cash flows from operating activities	1 195 742	-773 973
Net Cash flows from financing activities	0	0
Net Cash flow from investing activities	0	0

Aider Tech AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	3 118 868	-3,737,487
Net financial debt (long term debt plus short term debt minus cash)	22 963 301	21 046 950
Net Cash flows from operating activities	-344 856	407 314
Net Cash flows from financing activities	6 562 519	4 721 871
Net Cash flow from investing activities	-6 252 262	-5 082 837

Aider Nord AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	197 910	-6 471
Net financial debt (long term debt plus short term debt minus cash)	-23 564	-50 105
Net Cash flows from operating activities	360 756	-216 687
Net Cash flows from financing activities	-300 000	400 000
Net Cash flow from investing activities	-18 130	-36 645

Vingman AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	2 061 276	2 054 135
Net financial debt (long term debt plus short term debt minus cash)	-3 875 869	-2 488 732
Net Cash flows from operating activities	1 684 592	2 178 928
Net Cash flows from financing activities	-500 000	- 650 000
Net Cash flow from investing activities	-224 117	-546 277

Prokurist AS

Amounts in NOK	Annual Report	
	2021	2020
Operating profit	1 430 630	484 020
Net financial debt (long term debt plus short term debt minus cash)	170 151	2 586 525

Net Cash flows from operating activities	2 703 299	-311 823
Net Cash flows from financing activities	-1 496 176	938 708
Net Cash flow from investing activities	-274 660	-50 000

There is no description of any qualifications in the audit report for the Annual Report 2021.

<i>What are the key risk factors that are specific to the issuer</i>	<ul style="list-style-type: none"> • Inability to successfully integrate new companies in the Group: Successful integration of new companies will be important for the Group in order to fully capitalize on its growth by acquisition strategy. • The Group's success will depend on its ability to employ and retain skilled personnel: The Group's business is knowledge-based. In order for the Group to run its operations successfully and to reach its strategic and operational objectives, it is dependent on having access to skilled and motivated employees. • Inability to successfully achieve growth in new and existing markets
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Key information on the securities

Disclosure requirements	Disclosure
<i>What are the main features of the securities</i>	
Description of the securities, including ISIN code.	[●]
Currency for the bond issue	[●]
Borrowing Limit and Borrowing Amount [● tranche]	[●]
Denomination – Each Bond	[●]
Any restrictions on the free transferability of the securities.	[●]
Description of the rights attached to the securities, limitations to those rights and ranking of the securities.	[●]
Information about Issue and Maturity Date, interest rate, instalment and representative of the bondholders	[●]
Status of the bonds and security	[●]
<i>Where will the securities be traded</i>	
Indication as to whether the securities offered are or will be the object of an application for admission to trading.	[●]
<i>What are the key risks that are specific to the securities</i>	
Most material key risks	<ul style="list-style-type: none"> • Value of secured assets: The value of the Issuer is to a high degree dependent on its ability to continue operations on a going concern-basis, and the value of its fixed assets is limited. • Financial assistance restrictions • Defaults or insolvency of subsidiaries

Key information on the admission to trading on a regulated market

Disclosure requirements	Disclosure
Under which conditions and timetable can I invest in this security?	<p>[●]</p> <p>The estimate of total expenses related to the admission to trading, please see clause 13.4.5 in the Base Prospectus.</p> <p>[/ Other: (specify)]</p>

	Listing fee Oslo Børs [●] Registration fee Oslo Børs [●]
<i>Why is the prospectus being produced</i>	In connection with listing of the securities on the Oslo Børs.
Reasons for the admission to trading on a regulated market and use of.	Use of proceeds [●] Estimated net amount of the proceeds [●]
Description of material conflicts of interest to the issue including conflicting interests.	[●]

2 Detailed information about the security

Generally:

ISIN code:	[ISIN]
The Loan/The Bonds:	[Title of the bond issue]
Borrower/Issuer:	Aider Konsern AS registered in the Norwegian Companies Registry with registration number 923 090 029. The Company's LEI code is 636700LSENLHRA6AJM05.
Group:	Means the Issuer and its subsidiaries from time to time.
Group Company:	Means any person which is a member of the Group.
Guarantors:	Means Aider Innlandet AS, Aider Sør AS, Aider Oslo AS, Aider Vestfold AS, Aider Midt-Norge AS, Aider Bergen AS, Aider Accounting AS, Grasp Labs AS, Causa Nord AS, TET Innføring AS, Aider Tech AS, Aider Nord AS, Prokurist AS and Vingman AS
Security Type:	[Un]secured [open] bond issue with [fixed/floating] rate
Borrowing Limit – Tap Issue:	[Currency] [Amount borrowing limit]
Borrowing Amount [●] tranche:	[Currency] [Amount [●] tranche]
Denomination – Each bond:	[Currency] [Amount denomination] - each and ranking pari passu among themselves
Securities Form:	As set out in the Base Prospectus clause 13.1.
Publication:	As specified in the Base Prospectus section 13.4.2.
Issue Price:	[As defined in the Base Prospectus section 13.3] [Issue price] %
Disbursement Date/Issue Date:	[As defined in the Base Prospectus section 13.3] [Issue date]
Maturity Date:	[As defined in the Base Prospectus section 13.3] [Maturity Date]
Guarantee:	As defined in the Base Prospectus section 13.3. [terms of the Guarantee] [The Guarantee Agreement is attached to this Final Terms.]
Interest Rate:	
Interest Bearing from and Including:	[Issue date] / Other: (specify)]
Interest Bearing To:	[As defined in the Base Prospectus section 13.3] [Maturity Date] / Other: (specify)]
Reference Rate:	[As defined in the Base Prospectus section 13.3] Floating rate: [NIBOR] [3 / 6 / 12] months

	[<i>description of Reference Rate</i>]
	Relevant Screen Page: [<i>Relevant Screen Page</i>]
	Specified time: [<i>specified time</i>]
	Information about the past and future performance and volatility of the Reference Rate is available at [<i>Relevant Screen Page / other: (specify)</i>]
	Fallback provisions: [<i>Provisions</i>]
	/ <i>Other: (specify)</i>
	/ <i>Fixed Rate: N/A</i>
Margin:	[<i>As defined in the Base Prospectus section 13.3</i>]
	<i>Floating Rate:</i> [Margin] % p.a.
	/ <i>Fixed Interest: N/A</i>
	/ <i>Other: (specify)</i>
Interest Rate:	[<i>Bond issue with floating rate (as defined in the Base Prospectus section 13.3): [Reference Rate + Margin] % p.a.</i>]
	Current Interest Rate: [<i>current interest rate</i>]
	/ <i>Bond Issue with fixed rate (as defined in the Base Prospectus section 13.3): [Interest rate] % p.a.</i>
Day Count Convention:	[<i>Floating Rate:</i> As defined in the Base Prospectus section 13.3 / <i>Fixed Rate:</i> As defined in the Base Prospectus section 13.3]
Day Count Fraction – Secondary Market:	[<i>Floating Rate:</i> As specified in the Base Prospectus section 13.5.1.a / <i>Fixed Rate:</i> As specified in the Base Prospectus section 13.5.2.a]
Interest Determination Date:	[<i>Floating Rate:</i> As defined in the Base Prospectus section 13.3. Interest Rate Determination Date: [Interest Rate Determination Date(s)] each year. / <i>Fixed rate:</i> N/A / <i>Other: (specify)</i>]
Interest Rate Adjustment Date:	[<i>Floating Rate:</i> As defined in the Base Prospectus section 13.3. / <i>Fixed rate:</i> N/A]
Interest Payment Date:	As defined in the Base Prospectus section 13.3 and specified in the Base Prospectus section 13.5.1 (FRN) / section 13.5.2 (fixed rate) Interest Payment Date: [Date(s)] each year. The first Interest Payment Date is [Date].
#Days first term:	[<i>Number of interest days</i>] days
Yield:	As defined in the Base Prospectus section 13.3. The Yield is [<i>yield</i>]

Business Day:	As defined in the Base Prospectus section 13.3. <i>/ Other: (specify)</i>
Amortisation and Redemption:	
Redemption:	As defined in the Base Prospectus section 13.3 and as specified in the Base Prospectus section 13.4.3, 13.5.1.b and 13.5.2.b. The Maturity Date is [<i>maturity date</i>]
Call Option:	As defined in the Base Prospectus section 13.3. <i>[terms of the call option]</i> Call Date(s): [<i>call date(s)</i>] Call Price(s): [<i>call price(s)</i>] Call Notice Period: [<i>call notice period</i>]
Put Option:	As defined in the Base Prospectus section 13.3. <i>[terms of the put option]</i>
Early redemption option after a Put Option Event:	As defined in the Base Prospectus section 13.3. <i>[terms of the early redemption option after a Put Option Event]</i>
Early redemption option due to a tax event:	As defined in the Base Prospectus section 13.3. <i>[terms of the early redemption option due to a tax event]</i>
Obligations:	
Issuer's special obligations during the term of the Bond Issue:	As specified in the Base Prospectus section 13.4.6. <i>/ Other: (specify)</i>
Listing:	
Listing of the Bond Issue/Marketplace:	As defined in the Base Prospectus section 13.3 and specified in the Base Prospectus section 13.4.5. Exchange for listing of the Bonds: [<i>Exchange</i>] <i>/ The Bonds will not be applied for listing on any Exchange.</i> <i>/ Other: (specify)</i>
Any restrictions on the free transferability of the securities:	As specified in the Base prospectus section 13.4.10. Restrictions on the free transferability of the securities: [<i>specify</i>]
Purpose/Use of proceeds:	As specified in the Base Prospectus section 13.4.1. Estimated total expenses related to the offer: [<i>specify</i>] Estimated net amount of the proceeds: [<i>specify</i>] Use of proceeds: [<i>specify</i>] <i>[Other: (specify)]</i>
Prospectus and Listing fees:	As defined in the Base Prospectus section 13.3 and specified in the Base Prospectus section 13.4.5. Listing fees: [<i>specify</i>]

	<i>/ Other: (specify)</i>
Market-making:	As defined in the Base Prospectus section 13.3. [A market-making agreement has been entered into between the Issuer and [name of market maker]] <i>/ Other: (specify)</i>
Approvals:	As specified in the Base Prospectus section 13.4.9. Date of the Board of Directors' approval: [date] <i>/ Other: (specify)</i>
Bond Terms:	As defined in the Base Prospectus section 13.3 and specified in the Base Prospectus section 13.4.7. By virtue of being registered as a Bondholder (directly or indirectly) with the CSD, the Bondholders are bound by the Bond Terms and any other Finance Document, without any further action required to be taken or formalities to be complied with by the Bond Trustee, the Bondholders, the Issuer or any other party. <i>/ Other: (specify)</i>
Status and security:	As specified in the Base Prospectus section 13.4.6. <i>/ Other: (specify)</i>
Bondholders' meeting/ Voting rights:	As defined in the Base Prospectus section 13.3. <i>/ Other: (specify)</i>
Availability of the Documentation:	https://aider.com
Manager:	[name and contact details of Manager] [LEI for Manager]
Bond Trustee:	As defined in the Base prospectus section 13.3.
Paying Agent:	As defined in the Base prospectus section 13.3. The Paying Agent is [name of the Paying Agent]
Securities Depository / CSD:	As defined in the Base Prospectus section 13.3 and specified in the Base Prospectus section 13.4.5 <i>/ Other: (specify)</i>
Calculation Agent:	[As defined in the Base Prospectus section 13.3 <i>/ Other: (specify)</i>
Listing fees:	Prospectus fee for the Base Prospectus including template for Final Terms is NOK 128,000. [Listing and other fees at the Exchange: (specify)] <i>/ No listing: N/A]</i>

3 Additional information

Advisor

The Issuer has mandated [*name of Manager*] as Manager for the issuance of the Loan. The Manager has acted as advisor[s] to the Issuer in relation to the pricing of the Loan.

The Manager will be able to hold position in the Loan.

/ *Other: (specify)*

Interests and conflicts of interest

[The involved persons in the Issuer or offer of the Bonds have no interest, nor conflicting interests that are material to the Bond Issue.

/ *Other: (specify)*

Rating

[There is no official rating of the Loan.

The Issuer is rated as follows:

Standard & Poor's: [•]

Moody's: [•]

/ *Other: (specify)*

Listing of the Loan:

[As defined in the Base Prospectus section 13.3]

The Prospectus will be published in [*country*]. An application for listing at [*Exchange*] will be sent as soon as possible after the Issue Date. Each bond is negotiable.

Statement from the Manager:

[*name of manager*] has assisted the Issuer in preparing the prospectus. The Manager has not verified the information contained herein. Accordingly, no representation, warranty or undertaking, express or implied, is made, and the Manager expressly disclaims any legal or financial liability as to the accuracy or completeness of the information contained in this prospectus or any other information supplied in connection with bonds issued by the Issuer or their distribution. The statements made in this paragraph are without prejudice to the responsibility of the Issuer. Each person receiving this prospectus acknowledges that such person has not relied on the Manager nor on any person affiliated with them in connection with its investigation of the accuracy of such information or its investment decision.

[*place*], [*date*]

[*name of Manager*]
[*web address of Manager*]