Q3 2025

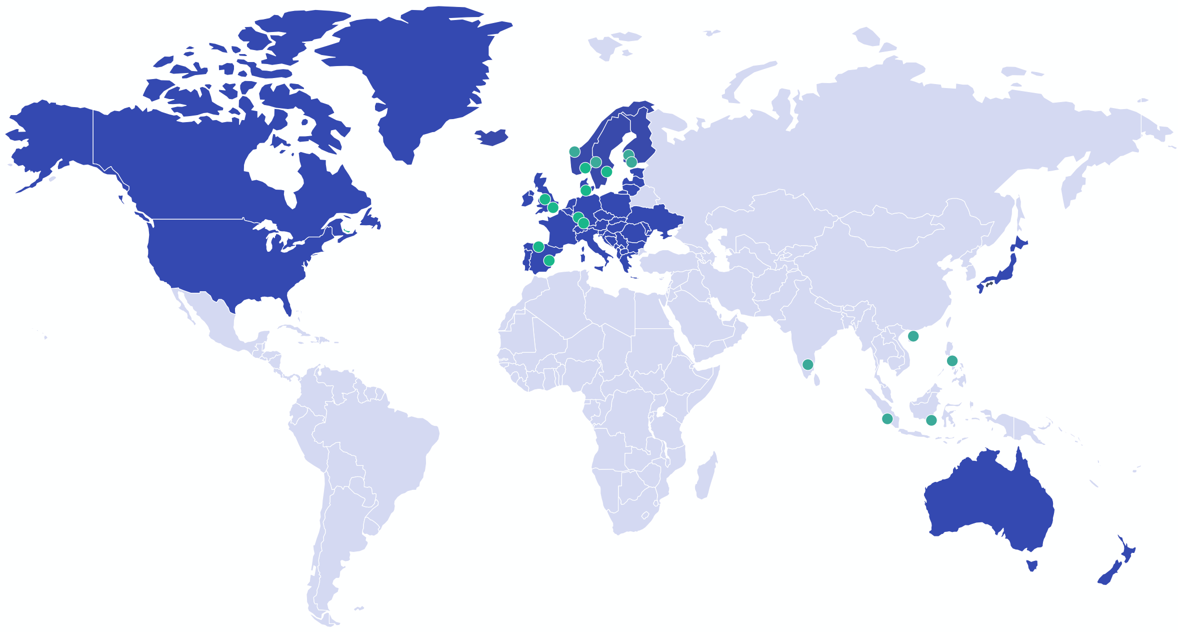
Keystone Q3 2025 Results

KEYSTONE
EDUCATION GROUP

About Keystone

Keystone has the widest geographical reach, creating a clear market leader in multiple markets

Office / Sub-contractor



Company overview

- Keystone is the global leader in digital student recruitment, helping over 5,000 education institutions reach, recruit and enroll prospective students in more than 190 countries across their global network
- Keystone was formed in 2021 through the merger between Keystone Academic Solutions and Educations Media Group but has roots back to 2002 when Education Media Group was founded
- The group has +850 people across the world and helps around 100m students every year in their student journey to enrollment
- Keystone offers education institutions an end-to-end solution across the entire student recruitment value chain, from marketing to application management and enrollment
- Keystone currently has a ~90% market share in the Nordics, a ~30% market share in the UK and a 6% market share globally

Selected customers

Berkeley University of California
EM Strasbourg Business School
ESCP Business School
EU Business School
Frankfurt School of Finance & Management
SciencesPo
Sorbonne Université
Steinbeis Hochschule
LSE
University of Cambridge
Harvard University
IGR-IAE Rennes
iED Institute of Economic Development
Purdue Krannert School of Management
Rome Business School
University of London
University of Oxford
University of San Diego
TUM Technische Universität München
Utrecht University
WU Wirtschaftsuniversität Wien

Keystone at a glance

~5,000
Institutional clients

77/100
Top global university customers

100m
Students visiting on a yearly basis

>100
Customer countries

Directly enroll students yearly at

1,000+
different US universities

50,000+
students across UK institutions

70,000+
direct enrollments
managed yearly by Keystone Enrollment Services

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Key updates

- Revenue -6% driven by US and UK. The market and EBITDA margins stabilizing in Q3 and executed cost saving program with annualized saving of USD 6 million which positions us well for 2026
- Enrollment Services expanded into new geographies, strengthening revenue diversification:
  - Launched in Australia and New Zealand with significant early contract wins
  - Expanded into France with a newly opened sales office
- Domestic student recruitment markets continued to be robust and more stable, with the Nordics showing healthy organic growth.
- With lower enrollment volumes in the UK/US and ongoing efficiency gains from platform consolidation and AI we have reduced our cost base, including a reduction of ~75 roles. We remain focused on driving further productivity improvements and operational synergies through continued tech investment.
- Bond listing completed on Nasdaq Stockholm in October.

Key Figures

IFRS Proforma, USDm	Q3-25	Q3-24	YTD-25	YTD-24
Search & Discovery	11.7	12.6	36.0	38.4
Enrolment Services	9.4	9.9	22.3	23.4
Revenues	**21.1**	**22.5**	**58.3**	**61.8**
CoS	(2.4)	(1.6)	(5.8)	(5.1)
Gross Profit	**18.7**	**21.0**	**52.5**	**56.7**
%	*89%*	*93%*	*90%*	*92%*
Sales & Delivery	(10.5)	(10.4)	(33.1)	(33.0)
Support Functions (Tech & Product)	(2.1)	(1.7)	(5.9)	(5.0)
G&A	(2.3)	(1.8)	(7.3)	(6.0)
SG&A	**(14.9)**	**(13.9)**	**(46.3)**	**(44.0)**
EBITDA (Adj.)	**3.8**	**7.1**	**6.2**	**12.7**
%	*18%*	*31%*	*11%*	*21%*
Capex	(1.7)	(1.0)	(3.9)	(3.0)
Special items	(1.2)	(0.2)	(2.0)	(1.4)

IFRS Non-Proforma, USDm	Q3-25	Q3-24	YTD-25	YTD-24
Search & Discovery	11.7	12.6	36.0	38.4
Enrolment Services	9.4	9.9	22.3	21.4
Revenues	**21.1**	**22.5**	**58.3**	**59.8**
EBITDA (Adj.)	**3.8**	**7.1**	**6.2**	**12.2**
%	*18%*	*31%*	*11%*	*20%*

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Comments to Q3-25

During the last years, Keystone has invested significantly in expanding its U.S. and UK operations — markets where it has historically achieved strong double-digit growth over many years. In Q3-25, both geographies were simultaneously impacted by policy-driven declines in international student demand, creating unprecedented short-term headwinds. U.S. revenues declined by 30% year-over-year, and UK growth remained flat despite rising search activity and visa applications. The Group's revenues for Q3-25 amounted to USD 21.1 million compared to USD 22.5 million in Q3-24. The organic underlying growth in revenues was negative 6% (no proforma effects in the quarter).

In the U.S., revenues were 30% lower than in the same quarter last year. Conflict between the federal government and the higher education sector in the U.S. has negatively affected U.S. enrollments and U.S. schools' investments during the spring, culminating in a global student VISA application halt during Q2. Keystone's report **State of Student Recruitment** show more than 50% reduced interest to the U.S. and that 35% of students intend to postpone studies, 30% chose another study destination while 35% responds they are not affected. Even though enrolment numbers are not available, we expect a double-digit decline in international enrolments.

In Q1 and Q2 we saw early signs of the UK market recovering from the 20% drop in international enrollments in 2024, but despite increased search interest for the UK and an increase in visa applications, and even though final enrollment data is not ready we expect the UK market to remain flat in 2025.

As a response to the challenging market conditions, we launched a cost saving program in Q3. We expect a full year effect in 2026 of USD 6 million (no effect 2025) and includes reduction of 75 roles in addition to other non-FTE savings.

We are delivering on our technology roadmap and continue to invest in future growth and EBITDA margin expansion despite the market headwinds that have a short-term effect on Keystone, but we are refining our focus and reallocating resources to the most strategic areas.

Adjusted EBITDA in Q3-25 were USD 3.8 million, down from USD 7.1 million last year. The main reason for the decline is reduced gross profit of USD 2.3 million mainly from our key markets US and UK. In addition, we also have increased SG&A of USD 1.0 million (excluding USD 0.7 million cost for non-cash option program), of which USD 0.5 million is related to growth investments and tech investments that cannot yet be capitalized.

Capital expenditures increased to USD 1.7 million in Q3-25 from USD 1.0 million Q3-24. The increased investments (both capitalized and expensed) are due to accelerating our work on platform integration and AI and the ongoing geographical expansion of our Enrollment Services. Our most important growth investments are within these four areas:

- Platform integration
- AI transformation
- Geo expansion
- Traffic growth

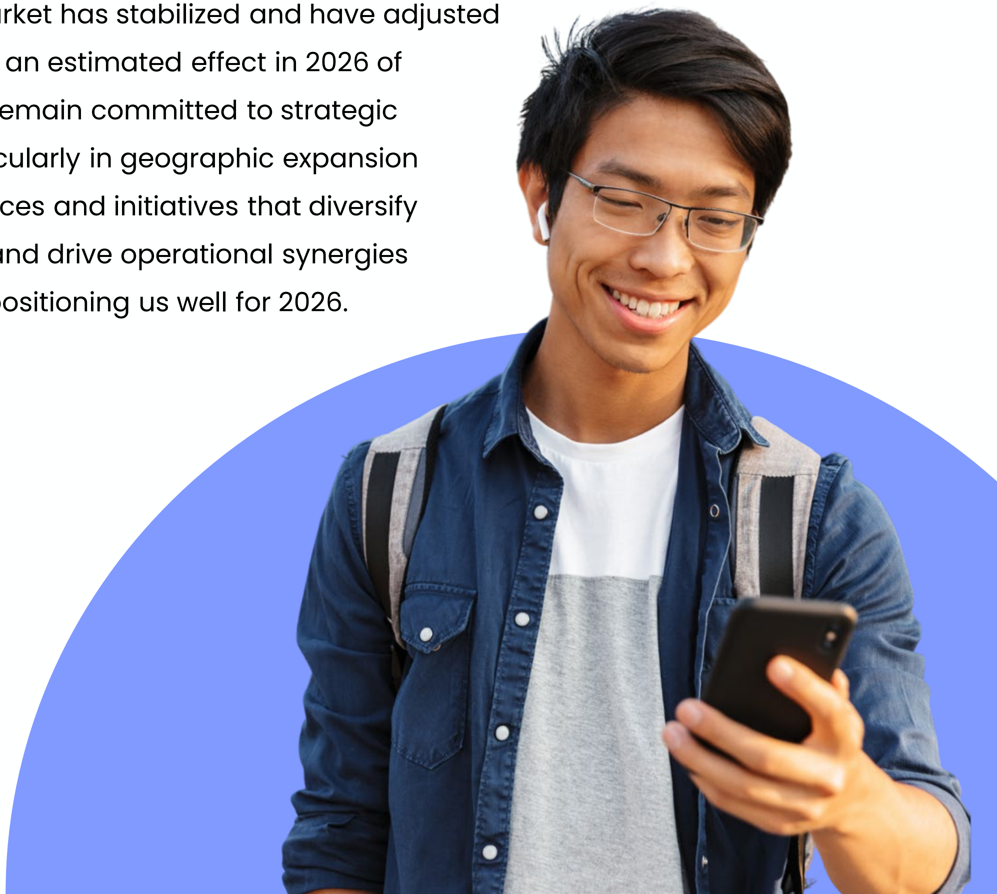
The platform integration work continued in the third quarter and is still showing positive results. This consolidation enables faster product development, reduced operating costs, and a more unified customer experience. We plan for operational synergies to start in H1-26 with full year effect from 2027.

Our next generation, AI-powered engagement platform for Enrollment Services is on track to be launched in Q1-26 promising faster, more personalized student support, improved conversion, and operational efficiency.

Market Outlook

In 2025, we have seen negative policy changes or proposals coming out of key countries such as Australia, Canada, and, particularly, the U.S. that have disrupted international recruitment trends. Our Domestic student recruitment markets in the UK, Nordics and DACH have been more stable, and we also have strong brands and high market share.

We believe the market has stabilized and have adjusted our cost base with an estimated effect in 2026 of USD 6 million. We remain committed to strategic investments, particularly in geographic expansion of Enrollment Services and initiatives that diversify revenue streams and drive operational synergies and automation, positioning us well for 2026.



The long-term growth trajectory is very strong. The number of students in higher education globally have grown from 100 million in 2000 to 250 million in 2022 and is expected to grow to ~350 million over the coming years. The growth is expected to come mainly in Africa and Asia, driven by population and growth in GDP per capita. Our strategy will continue to focus on organic growth and strategic acquisitions while maintaining our high R&D spending to drive change and improvement in the industry using technology.

Keystone's strategy will continue to be guided by the following principles:

- Deliver profitable growth.
- Invest in technology to continuously improve our products and provide better services to students and schools.
- Make acquisitions in new markets or new products/services to reach more students and provide better local enrollment services.
- Combine Enrollment Services with Search & Discovery to create a seamless flow for the students.
- Offer a valuable digital journey combined with personal guidance to help the student enroll at the right school and program.
- Consolidate a streamlined product line that scales globally across our customers.
- Lead the industry with dedication and passion guided by our vision and mission.

Financial Review

These consolidated financial statements comprise Keystone Academic Solutions AS (bond issuer) (referred to as the “Company” or “parent”) and its subsidiaries (referred to as “the Group” or “Keystone Education Group”).

The consolidated financial statements for the Group are presented in United States Dollars (USD). Unless otherwise stated, all financial information has been rounded to the nearest thousand, and figures in brackets represent figures for same period 2024.

Please note that the consolidated financial statements are prepared on the basis of IFRS and do not reflect proforma adjustments for acquisitions done during the year.

Please refer to note 5 for a reconciliation of proforma adjustments.

Revenue

The Group’s revenues for Q3-25 amounted to USD 21.1 million compared to USD 22.5 million in Q3-24. The organic underlying growth in revenues was negative 6% (no proforma adjustments affecting Q3). The negative growth in revenues was impacted by the current headwinds in the market.

The challenging US market especially had a negative impact on Q3-25 for both Search & Discovery and Enrolment Services, as explained above. Also, our growth is negatively impacted by the UK market not recovering from the 20% drop in international enrolments in 2024. Even though final enrolment data is not ready we expect the UK market to remain flat in 2025.

56 (56) percent of Group revenue was from Search and discovery, while 44 (44) percent was from Enrollment Services.

Disaggregation of revenue Q3 2025 and YTD 2025

USD thousands	Search & Discovery	Enrolment Services	Q3 2025	Search & Discovery	Enrolment Services	YTD 2025
UK	2 008	4 187	6 196	6 844	9 346	16 190
Continental Europe	5 168	38	5 206	14 490	89	14 579
Nordics	2 873	309	3 182	9 047	699	9 746
US	1 089	2 468	3 557	3 649	6 828	10 477
Other	554	2 366	2 920	1 936	5 351	7 288
Revenue from contracts with customers	11 692	9 369	21 061	35 966	22 313	58 280
Recurring revenues	7 608	4 433	12 042	24 219	9 896	34 115
Re-occurring revenues	3 943	-	3 943	11 054	-	11 054
Total over time revenue recognition	11 551	4 433	15 984	35 273	9 896	45 169
Other revenues	141	4 935	5 076	693	12 418	13 111
Total point in time revenue recognition	141	4 935	5 076	693	12 418	13 111

Disaggregation of revenue Q3 2024 and YTD 2024

USD thousands	Search & Discovery	Enrolment Services	Q3 2024	Search & Discovery	Enrolment Services	YTD 2024
UK	2 124	4 233	6 357	7 003	9 136	16 139
Continental Europe	5 471	41	5 512	15 784	91	15 875
Nordics	2 761	236	2 997	8 871	415	9 286
US	1 439	3 619	5 057	4 356	8 542	12 897
Other	800	1 814	2 614	2 362	3 205	5 568
Revenue from contracts with customers	12 594	9 942	22 537	38 376	21 389	59 766
Recurring revenues	8 132	4 638	12 770	24 619	9 919	34 539
Re-occurring revenues	4 280	-	4 280	12 841	-	12 841
Total over time revenue recognition	12 412	4 638	17 050	37 460	9 919	47 380
Other revenues	182	5 305	5 487	916	11 470	12 386
Total point in time revenue recognition	182	5 305	5 487	916	11 470	12 386

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Operational Cost

Operating expenses (excluding depreciation and amortization and special items) amounted to USD 14.9 million in Q3-25, compared to USD 13.9 million in Q3-24. Costs are being managed carefully in a challenging market, while we are increasing focus in areas and on investments that will fuel growth. Around 70% of the SG&A cost base in the Keystone Education group is FTE-related. Some important drivers of the cost increase are due to accelerating our work on platform integration and AI and the ongoing geographical expansion of our Enrolment Services.

Special items amounted to USD 1.2 million in Q3-25 and USD 0.2 million in Q3-24. USD 0.7 million are costs for the new three-year option program (non-cash) and the remaining mostly relates to costs for the bond listing.

EBITDA

The Group reported adjusted EBITDA (excluding non-recurring items) of USD 3.8 million for Q3-25, compared to USD 7.1 million in Q3-24. The adjusted EBITDA margin was 18% in Q3-25 compared to 31% in Q3-24.

The main reason for the decline is reduced gross profit of USD 2.3 million mainly from our key markets US and UK, as explained above. In addition, we also have increased SG&A (adj.) of USD 1.0 million, of which USD 0.5m is related to growth investments and tech investments that cannot be capitalized. Capital expenditures increased to USD 1.7 million in Q3-25 from USD 1.0 million Q3-24. The increased investments (both capitalized and expensed) are due to accelerating our work on platform integration and AI and the ongoing geographical expansion of our Enrolment Services.

We are continuing to invest in future growth and EBITDA margin expansion despite the market headwinds that have short-term effects on Keystone. We are and will continue investing in geographic expansions both organically and via M&A to further diversify our revenue streams and fuel growth.

Depreciation, amortization, and impairment

Depreciation and amortization totalled USD 2.6 million in Q3-25 compared to USD 2.2 million last year. Most of this is related to amortization of goodwill and other intangibles related to acquisitions. No impairment was recognized in Q3-25 or Q3-24. Please refer to 2024 Annual Report on keg.com/investor-relations for more information on impairment testing. There are no changes in assumptions or sensitivities. A secondary transaction was also completed bringing in Oberon as one of the top investors at 8% ownership which support the book value of equity.

Net financial items

Total finance income amounted to USD 1.2 million (0.7), mainly related to foreign exchange gains.

Total finance costs were USD 2.7 million (4.2), comprising both interest on debt and interest on financial leases under IFRS 16. Total interest expenses were USD 2.2 million in Q3-25 compared to USD 2.3 million in Q3-24. Even though interest-bearing debt is higher in Q3-25 than Q3-24, we have more favorable interest margin in the bond than in the previous financing arrangement. Interest-bearing liabilities were USD 117.2 million (121.0 million including IFRS 16 lease liabilities) in Q3-25 compared to USD 76.9 million (USD 80.8 million including IFRS 16 lease liabilities) in Q3-24. Please note that USD 3.4 million of YTD 2025 interest expenses are related to the old financing arrangement where most of this is refinancing costs (make-whole interests).

Profit/loss

The net loss was USD 2.3 million in Q3-25, compared to USD 0.3 million profit in Q3-24.

Cash flow and investments

The Group had a positive operating cash flow of USD 0.2 million in Q3-25, compared to USD 2.1 million in Q3-24. The variance between the operating cash flow of USD 0.2 million and EBITDA (unadjusted) of USD 2.6 million in Q3-25 is explained by negative working capital movements of USD 2.2 million and paid income taxes of USD 0.1 million.

Cash outflow from investing activities amounted to USD 9.6 million for Q3-25, compared to USD 4.4 million in Q3-24. Investing activities mainly relate to acquisition of companies, including settlement of earnout liabilities. Capital expenditures accounted for USD 1.6 million (0.9) of the cash outflows from investing activities and relates to capitalized research and development.

The net cash flow from financing activities in Q3-25 was an outflow of USD 2.3 million, compared to a cash outflow of USD 2.4 million in the same period last year. Interest payments amounted to USD 2.1 million in Q3-25, same as in Q3-24. Please also see comments above in net financial items.

Funding

The company's cash position was USD 31.6 million at the end of Q3-25, compared to USD 13.9 million at the end of Q3-24.

Given the current activity level and financial forecasts, the company will have sufficient liquidity through 2025, and there are no maintenance covenants in the bond loan. The financial forecast is subject to certain risk factors.

Interim condensed consolidated statement of comprehensive income

USD thousands	Note	Q3 2025	Q3 2024	YTD 2025	YTD 2024
Revenue					
Net revenue from contracts with customers		21 061	22 537	58 280	59 766
Operating expenses					
Cost of services	3	(2 393)	(1 575)	(5 763)	(4 305)
Personnel expenses		(12 491)	(11 137)	(36 457)	(34 094)
Depreciation and amortization expenses		(2 559)	(2 235)	(7 323)	(6 509)
Other operating expenses		(3 135)	(2 771)	(10 464)	(9 173)
Total operating expenses		(20 578)	(17 719)	(60 007)	(54 081)
Operating profit ("EBIT"), excluding costs for business combinations and restructuring		482	4 818	(1 728)	5 685
Business combinations and restructuring costs		(488)	(235)	(1 391)	(1 361)
Operating profit ("EBIT")		(6)	4 583	(3 118)	4 324

USD thousands	Note	Q3 2025	Q3 2024	YTD 2025	YTD 2024
Finance income and costs					
Finance income		1 210	669	2 506	2 251
Finance cost		(2 718)	(4 197)	(12 334)	(10 297)
Interest, FX, and change in fair value of contingent consideration (earn-outs)		(38)	(15)	139	(1 876)
Net finance income/(costs)	4	(1 546)	(3 542)	(9 690)	(9 921)
Net profit/(loss) before income tax		(1 551)	1 041	(12 808)	(5 598)
Income tax expense		(699)	(753)	(1 803)	(1 784)
Net profit/(loss)		**(2 251)**	**288**	**(14 611)**	**(7 382)**
Other comprehensive income that may be reclassified to profit or loss on subsequent periods (net of tax)					
Exchange differences on translation of foreign operations		-	-	-	-
Total comprehensive income/loss		**(2 251)**	**288**	**(14 611)**	**(7 382)**

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Interim condensed consolidated statement of financial position

USD thousands	Note	30-Sep 2025	30-Sep 2024
Non-current assets			
Intangible assets		185 386	180 829
Right of use assets		4 276	4 491
Property, plant, and equipment		634	744
Other non-current assets		1 512	359
Total non-current assets		191 808	186 423
Current assets			
Cash and cash equivalents		31 549	13 869
Trade receivables		14 721	17 226
Other current assets		5 609	4 398
Total current assets		51 879	35 493
Total assets		243 687	221 916

USD thousands	Note	30-Sep 2025	30-Sep 2024
Equity			
Equity attributable to owners of the company		73 501	88 929
Non-controlling interests		40	4
Total equity		73 541	88 933
Non-current liabilities			
Interest bearing liabilities		117 239	76 878
Lease liabilities		3 749	3 940
Deferred tax liability		10 061	10 389
Other non-current liabilities		43	7 755
Total non-current liabilities		131 092	98 962
Current liabilities			
Trade payables and other payables		2 658	2 336
Deferred revenue		19 158	17 344
Taxes payable		2 392	1 574
Current portion of lease liabilities		834	704
Other current liabilities	5	14 012	6 927
Current contingent consideration liabilities	5	-	5 136
Total current liabilities		39 054	34 021
Total liabilities		170 146	132 983
Total equity and liabilities		243 687	221 916

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Interim condensed consolidated statement of changes in equity

USD thousands	Note	Q3 2025	Q3 2024	YTD 2025	YTD 2024
Opening balance		**76 033**	**84 476**	**78 374**	**86 073**
Comprehensive income/(loss)					
Profit/(loss) for the period		(2 251)	288	(14 611)	(7 382)
Other comprehensive income/(loss) for the period		-	-	-	-
Total comprehensive income/(loss) for the period		(2 251)	288	(14 611)	(7 382)
Contributions by and distributions to owners					
Issuance of ordinary shares related to business combinations		-	-	-	-
Issuance of ordinary shares related to incentive program		-	-	-	196
Share-based payment transactions		713	9	716	42
Total contributions by and distributions to owners		713	9	716	7 160
Other changes to equity					
Translation of equity components		(954)	4 168	9 066	3 087
Other changes		-	(8)	(4)	(5)
Total other changes to equity		(954)	4 160	9 062	3 082
Balance 30 September		**73 541**	**88 933**	**73 541**	**88 933**

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Interim condensed consolidated state of cash flow

USD thousands	Note	Q3 2025	Q3 2024	YTD 2025	YTD 2024
Cash flows from operating activities					
Net profit/(loss) before income tax		(1 551)	1 041	(12 808)	(5 598)
Income taxes paid		(136)	(660)	(2 825)	(2 354)
Adjustments for:					
Depreciation, amortisation and impairment expenses		2 559	2 235	7 323	6 509
Other net finance items		1 546	3 542	9 690	9 921
Working capital changes:					
Changes in trade receivables, trade and other payables		869	(1 103)	2 221	(686)
Changes in other operating working capital		(3 134)	(2 968)	(1 949)	(2 507)
Net cash from operating activities		153	2 088	1 653	5 286
Cash flows from investment activities					
Acquisition of equipment		(35)	(37)	(126)	(184)
Capitalized Research & Development		(1 629)	(944)	(3 745)	(2 847)
Payment for acquisitions of subsidiaries, net of cash acquired		(7 957)	(3 448)	(7 957)	(17 812)
Net cash from investment activities		(9 622)	(4 429)	(11 828)	(20 843)

USD thousands	Note	Q3 2025	Q3 2024	YTD 2025	YTD 2024
Cash flow from financing activities					
Proceeds from issuance of shares - incentive program		-	-	-	196
Net payments from new loans		-	-	104 707	20 767
Down payments of interest-bearing liabilities		-	-	(71 437)	-
Interest paid bond		(2 047)	-	(4 158)	-
Interest paid previous financing arrangements		-	(2 137)	(3 439)	(5 910)
Principal payment of lease liabilities		(292)	(309)	(884)	(968)
Proceeds from minority shareholders		-	6	-	26
Net cash to/from financing activities		(2 339)	(2 439)	24 789	14 110
Net change in cash and cash equivalents		(11 808)	(4 781)	14 614	(1 447)
Currency effects on cash		24	385	4 708	(159)
Cash and cash equivalents at period start		43 333	18 265	12 227	15 475
Cash and cash equivalents at period end		31 549	13 869	31 549	13 869

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Notes to the interim condensed consolidated financial statements Q3-25

- General information
- Summary of significant accounting policies
- Cost of services
- Finance income and costs
- Provisions, contingent liabilities, and contingent consideration liabilities from business combinations
- Alternative Performance Measures (APM)

1. Company information

The Group delivers services to higher education institutions and prospective students to help the student connect and find the right education. Keystone Education Group ("KEG") consists of Keystone Academic Solutions AS (bond issuer) and its subsidiaries. Keystone Academic Solutions AS is a limited liability company incorporated in Norway.

The Company's registered office is at Rolfsbuktveien 4D, 1364 Fornebu, Norway. The consolidated financial statements of Keystone Academic Solutions AS (referred to as the "Company" or the "Parent Company") incorporates the financial statements of the Company and its subsidiaries, collectively referred to as the "Group".

The following subsidiaries are included in the consolidated financial statements:

Company name	Country of incorporation	Ownership and voting share interest
Keystone Academic Solutions AS	Norway	
Find A Solutions Ltd	UK	100%
Find a University Ltd	UK	100%
Keystone Sports AS	Norway	100%
Keystone Sports GmbH	Germany	100%
Uni-Quest LTD	UK	100%
UniQuest, Inc	USA	100%
Athletes Global Management Sports, S.L.	Spain	100%
Keystone Education Group AB	Sweden	100%
EMG-Educations Media Group AB	Sweden	100%
Blueberry College & Universitet AB	Sweden	100%
Find Courses PRO AB	Sweden	100%
Keystone Group APS	Denmark	100%
Studentum AS	Norway	100%
Kursfinder GmbH	Germany	100%
Keystone Education Group OY	Finland	100%
The Alliance App	UK	68%
Future Elite Sports Ltd	UK	100%
Future Elite Players Ltd	UK	100%
Icon Sports SL	Spain	100%
TarGroup Media GmbH	Germany	100%
Edunation Oy	Finland	100%
Asia Exchange Oy	Finland	100%
Edunation HK Limited	Hong Kong	100%
Asiabroad Limited	Hong Kong	100%
UniQuest conversion services private limited	India	100%

2. Summary of significant accounting policies

2.1 Basis of preparation

The interim condensed consolidated financial statements of the Group have been prepared in accordance with IAS 34 Interim Financial Reporting as issued by the International Accounting Standards Board (IASB) and adopted by the EU. The interim financial statements do not include all of the information and disclosures required for a complete set of financial statements and should be read in conjunction with the consolidated financial statements of the Group for the year ended December 31, 2024. The interim financial statements have not been subject to audit or review.

The interim financial statements are presented in US dollars (USD), unless otherwise stated. As a result of rounding differences, amounts and percentages may not add up to the total.

2.2 Accounting policies and critical accounting estimates

Accounting policies

The accounting policies adopted in the preparation of the interim financial statements are consistent with those followed in the preparation of the Group's consolidated financial statements for the year ended December 31, 2024 (available at keg.com/investor-relations).

Critical accounting estimates

The preparation of interim financial statements requires Management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing these condensed interim financial statements, the significant judgments made by Management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those applied to the consolidated financial statements for the year ended December 31, 2024.

3. Cost of services

Specification of cost of services

Cost of services are all the direct costs associated with running or performing the customer services including direct marketing, event, project, cost for courses, and other costs.

USD thousands	Q3 2025	Q3 2024	YTD 2025	YTD 2024
External services	(1 401)	(309)	(2 048)	(594)
Marketing	550	(341)	(70)	(1 126)
Events and project costs	(95)	(26)	(450)	(156)
Hosting	(231)	(182)	(529)	(559)
Other	(1 215)	(717)	(2 665)	(1 869)
Total	(2 393)	(1 575)	(5 763)	(4 305)

External services include payment of for external courses and items such as Google Ads and Meta marketing that are part of or empower products.

4. Finance income and costs

Specification of finance income and costs

The Group's other finance income and other finance costs mainly relate to gains and losses on foreign exchange from translation difference.

USD thousands	Q3 2025	Q3 2024	YTD 2025	YTD 2024
Interest income	104	5	637	374
Foreign exchange gains	1 106	664	1 868	1 876
Other finance income	1	-	1	-
Finance income	1 210	669	2 506	2 251
Interest expense bond	(2 080)	-	(5 632)	-
Interest expense previous financing arrangements	-	(1 993)	(3 428)	(6 326)
Other interest expense	149)	(263)	(740)	(263)
Foreign exchange losses	(362)	(1 839)	(1 521)	(3 433)
Other finance costs	(127)	(102)	(1 014)	(275)
Finance costs	(2 718)	(4 197)	(12 334)	(10 297)
Interest, FX, and change in fair value of contingent consideration (earn-outs)	(38)	(15)	139	(1 876)
Net finance costs	(1 546)	(3 542)	(9 690)	(9 921)

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5. Provisions, contingent liabilities, and contingent consideration liabilities from business combinations

As of September 2025, KEG has not recognized any contingent considerations related to earnout agreements. In July 2025 we paid an earnout of EUR 4.5 million (USD 5.3m) and EUR 2.2 million (USD 2.6m) in delayed consideration for an acquisition done in 2024.

In addition to these contingent liabilities, EUR 4.1 million (USD 4.9m) in sellers' credit due to be paid in January 2026 is recognized as other short-term liabilities.

6. Alternative Performance Measures (APM)

Alternative performance measures, i.e., financial performance measures not within the applicable financial reporting framework, are used by Keystone to provide supplemental information, by excluding items that, in Keystone's view, does not give an indication of the periodic operating results of the Company. Financial APMs are intended to enhance comparability of the results and cash flows from period to period.

APM's used are:

- **Adjusted EBITDA:** earnings before financial items, tax, depreciation and amortization, business combinations and restructuring costs and non-cash share-based payments (option program)
- **Net cash (debt):** Short- and long-term interest-bearing debt adjusted for the Groups liquidity positions. Only the utilized part of the credit facility is included in the calculations.
- **Proforma adjustments:** Proforma means that all acquired entities are reflected in profit and loss with for the whole reporting period, regardless of when they were acquired. We use proforma numbers to report the underlying organic performance of the business.

Reconciliation of Adjusted EBITDA

USD thousands	Q3 2025	Q3 2024	YTD 2025	YTD 2024
Interest-bearing debt	117 239	76 878	117 239	76 878
Cash and cash equivalents	(31 549)	(13 869)	(31 549)	(13 869)
Net interest-bearing debt	85 690	63 009	85 690	63 009

Reconciliation of net interest-bearing debt

USD thousands	Q3 2025	Q3 2024	YTD 2025	YTD 2024
Operating profit ("EBIT"), excluding non-recurring costs	482	4 818	(1 728)	5 685
Share-based payments (option program)	714	11	615	50
Depreciation & amortization expenses	2 559	2 235	7 323	6 509
Adjusted EBITDA	3 756	7 064	6 211	12 243

Reconciliation of proforma numbers

USD thousands	Q3 2025			YTD 2025		
	IFRS non-proforma	Adj.	IFRS proforma	IFRS non-proforma	Adj.	IFRS proforma
Revenues	21 061		21 061	58 280		58 280
Gross profit	18 668		18 668	52 517		52 517
Gross margin	89%		89%	90%		90%
EBITDA	2 554		2 554	4 205		4 205
EBTIDA adj. (excl. non-recurring items)	3 756		3 756	6 211		6 211
EBITDA %	18%		18%	11%		11%
EBIT	(6)		(6)	(3 118)		(3 118)

USD thousands	Q3 2024			YTD 2024		
	IFRS non-proforma	Adj.	IFRS proforma	IFRS non-proforma	Adj.	IFRS proforma
Revenues	22 537		22 537	59 766	2 007	61 772
Gross profit	20 962		20 962	55 460	1 244	56 704
Gross margin	93%		93%	93%	62%	92%
EBITDA	6 818		6 818	10 832	500	11 332
EBTIDA adj. (excl. non-recurring items)	7 064		7 064	12 243	500	12 743
EBITDA %	31%		31%	20%	25%	21%
EBIT	4 583		4 583	4 324	480	4 804

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