

# 4Q



Quarterly Report 2010

# Opera Quarterly Report 4Q10

Revenue was MNOK 193.6 in 4Q10, up from MNOK 142.6 in 4Q09, an increase of 36%. EBIT, excluding one-time extraordinary costs, was MNOK 34.6 in 4Q10 compared to MNOK 4.7 in 4Q09.

## Operational Highlights

### ■ Operators

Operator and co-branded Opera Mini users reached 10.6 million by the end of 4Q10, up 58% versus the end of 3Q10 and up 523% versus the end of 4Q09

4 new operator agreements were announced in 4Q10, including MTN and MTS India

### ■ Mobile OEMs

Opera announced that its Opera Mini mobile browser started shipping on the Galaxy S, the latest Android-based smartphone from Samsung

### ■ Device OEMs

Leadtek, a leading Taiwan-based manufacturer, selected the Opera Devices SDK to bring widgets and full web browsing to its new multimedia phones

### ■ Desktop

Desktop users reached 51 million by the end of 4Q10, up 6% versus 3Q10 and up 11% versus 4Q09

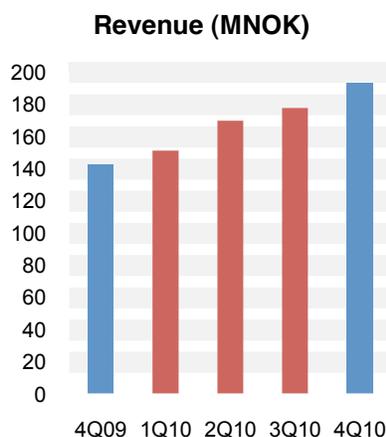
Opera 11 was launched, faster and more secure than ever and with features such as tab stacking, extensions and visual mouse gestures

### ■ Opera Branded Opera Mini

Opera branded Opera Mini users reached 85.5 million at the end of 4Q10, up 85% versus 4Q09

Opera launched the Open Mobile Ad Exchange

## Financials



### Revenues

Revenue in 4Q10 was MNOK 193.6, up 36% from 4Q09, when revenue was MNOK 142.6. Currency fluctuations impacted revenues negatively by 1% in 4Q10 versus 4Q09. On a constant currency basis, 4Q10 revenues increased 37% compared to 4Q09.

### Operating costs

Total operating costs for 4Q10, excluding one-time extraordinary costs, were MNOK 158.9 compared to MNOK 137.9 in 4Q09, an increase of 15%.

### Payroll and related expenses

Total payroll and related expenses, excluding stock option costs, were MNOK 104.9 in 4Q10 compared to MNOK 92.6 in 4Q09, an increase of 13%. Payroll and related expenses increased in 4Q10 versus 4Q09 primarily due to higher compensation expense per employee.

### Stock option costs

Total stock option costs for 4Q10 were MNOK 4.3 compared to MNOK 3.9 in 4Q09, an increase of 11%. Higher stock option costs are primarily due to new employee options granted during the last twelve months.

### Depreciation and amortization

Depreciation and amortization expenses in 4Q10 were MNOK 6.5 compared to MNOK 3.3 in 4Q09, an increase of 97%. Depreciation and amortization costs increased primarily due to higher investments in Opera Mini server infrastructure and the acquisitions of Admarvel and Fastmail, which occurred in 1Q10 and 2Q10 respectively.

### Other operating expenses

Other operating expenses in 4Q10 were MNOK 43.3 compared to MNOK 38.1 in 4Q09, an increase of 14%. Other operating expenses increased in 4Q10 versus 4Q09 primarily due to higher server hosting costs.

### One-Time extraordinary costs

In 4Q10, Opera had one-time extraordinary costs of MNOK 5.5, related primarily to the following: closing of the Opera office in the Czech Republic, impairment of goodwill of a related company, and the moving of hosting services to Iceland from Norway.

### EBIT

Excluding one-time extraordinary costs, EBIT was MNOK 34.6 in 4Q10 compared to MNOK 4.7 in 4Q09. EBIT including

one-time extraordinary costs was MNOK 29.1 in 4Q10. EBIT, excluding stock option costs and one-time extraordinary costs, was MNOK 38.9 in 4Q10 versus MNOK 8.6 in 4Q09. EBITDA, excluding one-time extraordinary costs, was MNOK 41.1 in 4Q10 compared with MNOK 8.0 in 4Q09. EBITDA, excluding stock options costs and one-time extraordinary costs, was MNOK 45.4 compared with MNOK 11.9 in 4Q09.

### Interest income and FX gains/(losses)

Net interest income was MNOK 2.8 in 4Q10 versus MNOK 2.3 in 4Q09. Opera had a foreign exchange gain of MNOK 0.9 in 4Q10 compared with no loss or gain in 4Q09.

### Revaluation of contingent consideration

Opera recorded a one-time charge in 4Q10 due to the upward revaluation of the expected earn-out payments to Admarvel related to the acquisition, which was consummated in January 2010. This revaluation was undertaken for two reasons. First, Admarvel exceeded the revenue and EBIT earn-out targets for FY2010 (please see note 10 for more details); Opera had attached a 75% probability of that happening when it estimated the amount of contingent consideration in 1Q10 related to the Admarvel acquisition. Second, Opera and Admarvel agreed on a new set of earn-out targets for FY2011, replacing those agreed in the original agreement. In summary, Opera asked that the Admarvel management team take on expanded responsibilities as part of Opera, where the Admarvel team responsibilities will include, in addition to Admarvel's core business, the Open Mobile Ad Exchange, the Opera Mobile Store and other Opera mobile properties. Opera estimates the amount of expected contingent consideration related to the new earn-out targets

to be higher when compared to the original agreement.

### Profit for the period

Profit for the period was MNOK 1.2 in 4Q10 compared to MNOK 4.0 in 4Q09. EPS and fully diluted EPS were 0.01 and 0.01, respectively, in 4Q10, compared to 0.03 and 0.03, respectively, in 4Q09. Excluding the one-time extraordinary charges, changes in contingent liabilities and restructuring charges, profit for the period was MNOK 27.6 in 4Q10 and EPS and fully diluted EPS were 0.23 and 0.23, respectively.

### Liquidity and capital resources

The Company's net cash flow from operating activities was MNOK 25.5 in 4Q10 compared to MNOK -14.3 in 4Q09. 4Q10 cash flow from operating activities was impacted positively by strong profitability and negatively by changes in net working capital. Capital expenditures, which are primarily related to Opera's hosting operations, were MNOK 13.9 in 4Q10 versus MNOK 10.3 in 4Q09.

### Cash

Cash and cash equivalents at the end of 4Q10 were MNOK 507.4, compared to MNOK 546.5 in 4Q09.

### Organization

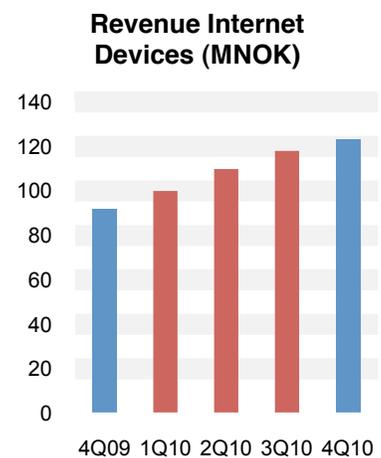
At the end of 4Q10, the Company had 747 full-time employees and equivalents compared to 757 at the end of 4Q09. Headcount was lower by 10 compared to 4Q09 and up by 29 compared to 3Q10.

### Revenue overview

Opera's corporate mission is to provide the best Internet experience on any device. The Company continued to deliver on its mission in 2010. By the end of 4Q10, Opera had more than 160 million monthly active users of its products worldwide, with Opera powering the

Internet on mobile phones, gaming consoles, Internet-connected TVs, set-top boxes, netbooks, desktop computers and laptops. Of the more than 160 million active users, approximately 51 million were desktop users, 10.6 million were related to Opera Mini agreements with operators and 81.1 million were 100% Opera branded Mini users. In addition, Opera has over 10 million users on devices such as TVs and approximately 15 million users of Opera Mobile

### Internet Devices



### Description

Internet Devices includes revenue from mobile phones and other Internet-connected devices, such as game consoles, ConnectedTVs, IPTV set-top boxes, and portable media players, Opera Mini revenue from operators such as Motricity (AT&T) and Megafon, revenue generated from the 100% Opera-branded Opera Mini product and revenue from Admarvel and Fastmail.

### Update

Revenue from Internet Devices grew to MNOK 122.7 in 4Q10 compared to MNOK 92.2 in 4Q09, an increase of 33%.

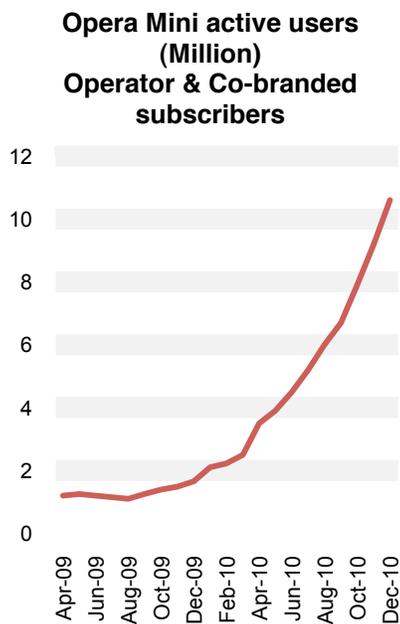
4Q10 saw strong revenue growth from both Operators and Device OEMs and

falling revenue from Mobile OEMs compared to 4Q09. In general, Opera continued to see a marked shift in the revenue mix towards license revenue and away from development revenue.

Revenue from operators increased in 4Q10 versus 4Q09, emanating from customer agreements signed in 2009, such as Motricity for AT&T (USA), as well as customer agreements signed in 2010, such as MTS (Russia) and Telkomsel (Indonesia). Development revenue from operators was slightly down from 4Q09, with license revenue fueling the strong revenue growth. Operators were the largest source of revenue within Internet Devices in 4Q10, followed by Device OEMs and Mobile OEMs.

Device OEM revenue was up compared to 4Q09 driven by higher license revenue. In particular, high activity from ConnectedTV customers contributed positively in the quarter. Revenue from Mobile OEMs declined in 4Q10 compared to 4Q09, due to both lower development revenue and lower mobile OEM shipments.

**Operators**



As operators face increasing downward pressure on average voice revenue per subscriber, and as competition heightens, operators around the world are looking for new sources of revenue and differentiation through the deployment of data services and application stores.

Opera is a trusted partner to operators globally. The company currently offers three main operator-branded hosted solutions to operators: Opera Mini, Opera Turbo and Opera Widgets. Opera Mini is a hosted solution for mass-market phones, offering server-side content compression and fast Internet download speeds. A similar cloud-based content compression technology is now also offered for Opera Mobile and Opera Desktop, which are packaged for distribution to Operators and OEMs as Opera Turbo. Opera Mini, as well as both Opera Mobile and Opera Desktop with Turbo mode, offer up to 90% content compression, all increasing an operator's implied throughput capacity of its mobile network.

Opera's revenue sources from these hosted solutions include license fees, active-user fees, NRE/development fees, hosting services, and maintenance and support.

In total, Opera has agreements with 21 operators worldwide (including agreements with 13 of the world's top 30 operators, comprising more than 1.4 billion subscribers) for both the operator branded version of Opera Mini and the joint operator-Opera co-branded version of Opera Mini, including: T-Mobile International (in 10 of 11 European subsidiaries), Vodafone (in 20 of 21 global subsidiaries), SK Telecom, O2 (Germany), TATA Teleservices (India), Telkomsel (Indonesia), Beeline (Russia), NTC (Russia), Verizon Wireless (US), Motricity for AT&T (US), Megafon, Telenor, Tigo (Guatemala, Honduras and Columbia), TIM Brazil, MTS (Russia, Belarus, Ukraine, and India), Tele2, Nextel (Argentina, Brazil and Mexico) and Smart Telecom (Philippines).

Opera is seeing heightened interest among operators in the emerging markets in particular for the operator-Opera co-branded Opera Mini solution, for which the browser home page promotes content services from both Opera (such as search) and the operator (such as games and music). For such agreements, Opera and the operator work together and undertake joint marketing initiatives to convert existing Opera-branded Opera Mini users to the co-branded solution. Opera sees this as a compelling way to increase Average Revenue Per User (ARPU) on its more than 85 million Opera-branded Opera Mini users, while operators see such agreements as a way to promote data packages to their users to increase data ARPU and drive more revenue from their content portals.

During the quarter, Opera continued to see strong growth in the number of Opera Mini operator subscribers from its existing agreements. At the end of December 2010, the number of such subscribers grew to 10.6 million, an increase of 58% versus the end of 3Q10 and an increase of 523% versus the end of 4Q09.

In 4Q10, Opera announced that MTN South Africa will launch a co-branded version of Opera Mini to its subscribers. With this agreement, MTN subscribers will be able to enjoy a faster and more affordable web experience through one-click access to MTN's Play entertainment portal, as well as easy access to any other website.

The introduction of the co-branded version of Opera Mini marks a key step in MTN South Africa's small-screen strategy of enabling an enhanced internet user experience on mobile phones. Existing Opera Mini users subscribing to MTN South Africa will automatically receive the special co-branded version the next time they use Opera Mini.



In 4Q10, Entel Chile, which has 7 million subscribers and is a Vodafone partner, became the first operator in Latin America to offer Opera Mini with widgets on handsets. With widgets, or stand-alone Web applications, Entel Chile subscribers will be able to undertake simple tasks with the click of a button, such as checking weather or updating their status on a social network.

Telenor, which Opera announced an agreement with in 3Q10, rolled out its “Klik” service in 4Q10 in Serbia and Montenegro. “Klik”, which features Opera Mini along with other services such as Facebook, gives subscribers unlimited mobile internet access.

In 4Q10, Opera announced an agreement with MTS India for a co-branded version of Opera Mini. MTS India, which has 8 million subscribers in India, launched the service in 4Q10. This launch comes on the heels of other Opera Mini launches that MTS has undertaken in Russia, Belarus and Ukraine.

In addition to a very high focus among operators to drive greater adoption of the mobile web, many of the Tier 1 operators in the developed markets have also placed high priority on launching application stores. Opera has compelling solutions, both independently and in concert with partners such as Ericsson, to help operators set up application stores. Unlike application stores that work only on individual platforms, Opera Widgets uses the Web as the application environment. This enables operators to offer a branded application store across its entire handset portfolio, allowing operators to focus on delivering value-added content and services to their entire subscriber base.

Opera currently has agreements with 3 operators for Opera Widgets, including Vodafone, T-Mobile International, and a leading global telecom operator via its partnership with Ericsson.

In 4Q10 Opera announced that it joined the Wholesale Application Community (WAC). WAC is an alliance of 28 of the world’s leading mobile operators, including China Mobile, Verizon Wireless, Vodafone and Telenor. These 28 operators are currently working together to both define, create and deploy a common mobile application platform and build a large and vibrant developer community around the WAC application framework and technologies.

### Mobile OEMs

Global mobile Original Equipment Manufacturers (OEMs) are currently responding aggressively to operator demands for compelling devices to drive greater data services adoption. As a result, more than ever before, mobile OEMs are highly focused on providing operators and their subscribers with compelling browsing solutions on their devices – i.e., full HTML browsers that enable browsing of the full Web and access to rich Web applications.

Opera currently offers Opera Mobile to mobile OEMs, with widgets and Turbo capabilities as optional pre-installations. Opera Mobile offers mobile OEMs, and ultimately operator subscribers, a desktop-capable browser on mobile devices, enabling the use of rich Web applications.

Opera also offers Opera Mini to mobile OEMs and finds increasing interest among Mobile OEMs to distribute Opera Mini. During 4Q 2010, Opera Mini was pre-installed on mobile devices from such Mobile OEMs as ZTE Corporation, TCL Communications, Huawei, Mediatek, and Nokia.

Opera currently has license and distribution agreements with a diverse range of mobile OEMs, including HTC (Opera Mobile), Micromax (Opera Mini), Motorola (Opera Mobile & Opera Mini), MTK (Opera Mobile & Opera Mini), Nokia (Opera Mini), Samsung (Opera Mobile &

Opera Mini), Sony Ericsson (Opera Mini) Spice Mobile (Opera Mini), Huawei (Opera Mobile), TCL (Opera Mini) and ZTE (Opera Mobile & Opera Mini).

### Device OEMs

As device manufacturers seek to enhance their relationships with and provide compelling applications and services to their consumers, they are increasingly developing Internet-connected devices.

With the Opera Devices SDK, device manufacturers are able to offer not only Web-browsing capabilities and full access to the Internet to their operator and consumer end customers, but also customized Web applications which are accessible from the home screen of the device. Moreover, with the Opera Devices SDK, device manufacturers are able to use their own (and third-party) developers to create user interfaces and menu systems using Web technologies, such as HTML and CSS, quickly and easily, accelerating time to market for new consumer electronic devices.

Opera is finding particularly strong interest in its products and services from the ConnectedTV segment. Traditionally, television has been referred to as a “lean back” medium, where interaction is passive. Today, television manufacturers are trying to encourage consumers to become more actively engaged with their TV sets (more of a “lean forward” model) by providing web applications, web browsing and other digital content on TVs.

The Opera Devices SDK is well positioned in the ConnectedTV market to offer a complete “lean forward” entertainment experience. Not only does the SDK support Opera Widgets and fast web browsing, but manufacturers can also use the SDK to build user interfaces and incorporate other forms of digital broadcast content, including Hybrid Broadcast Broadband TV (HbbTV), an emerging standard that combines both

broadcast and broadband content delivery.

In 4Q10, Leadtek, a leading Taiwan-based manufacturer of video telecommunication products, selected the Opera Devices SDK to bring widgets and full web browsing to its AMOR 8210 and AMOR 8A10 multimedia phones.

Opera currently has license agreements with a wide range of consumer electronic device OEMs, including Nintendo, Philips, Sony, Sharp, Toshiba, and Loewe.

### Mobile Consumers

Historically, Internet access has been relegated primarily to desktop computers instead of mobile devices due to several factors, namely, the lack of full HTML browsers on mass-market mobile phones, the dearth of compelling content from WAP, and slow download speeds.

Yet, while less than 30% of the world's population has access to a desktop computer, approximately 70% of the world population, or about 5 billion people, have a mobile phone.

In 2006, Opera launched its Opera Mini browser globally, with the mission of putting the full Internet in every pocket. Opera Mini works on the majority of mobile phones in the market, delivers the full Internet (WAP browsers only bring a small subsection of Internet content), and, through its client-server and compression technology, renders the full Internet up to nine times faster than a normal browser.

In December 2010, 85.5 million unique active users worldwide browsed the Web using the Opera branded and co-branded version of Opera Mini, viewing 46.7 billion Web pages. As of December 31, 2010, since launch, close to 600 billion Web pages have been viewed on Opera Mini.

Opera generates revenue for the 100% Opera-branded version of Opera Mini

mainly through content partnerships, including search. Opera has Google as the default search partner for Opera Mini and Opera Mobile worldwide. In addition, Opera has content partnerships with companies such as Pocketgear, which powers the Opera Mobile Store, to drive additional revenue and ARPU.

Moreover, Opera believes that its increasing Opera Mini user base, particularly when geographically concentrated, will facilitate more and more direct agreements with operators for a co-branded operator solution, for which ARPU is significantly higher.

Opera has also started to generate revenue from mobile advertising, via both its content partnerships and Opera's own properties, such as the Opera Mobile Store. Admarvel, Opera's mobile advertising subsidiary, has also experienced strong revenue growth during 2010.

In 4Q10, Opera launched the Open Mobile Ad Exchange, a revolutionary platform that opens up the untapped potential of Opera Mini for advertisers. With this launch, Opera opens the world of mobile advertising to feature phones, where Opera Mini is the leading browser.

With the Open Mobile Ad Exchange, publishers are able to maximize revenue from apps and content by using easily-embedded JavaScript in their webpages, while advertisers gain unique and detailed visibility and control over advertising monetization via near-real-time reporting and analytics.

The Open Mobile Ad Exchange is easy to implement, giving publishers and developers unparalleled tools to manage and optimize their revenues. Publishers and developers also benefit from a new marketplace that brings together a broad community of advertisers, ad agencies and ad networks. Publishers are also free to decide how, when and where advertising will appear in their content.

As far as Opera Mini distribution, while Opera.com continues to be the primary channel for distributing the Opera branded version of Opera Mini, Opera has also focused increasingly on distribution via direct agreements with mobile OEMs and other third parties. Opera has such mobile OEM distribution deals with Huawei, Lemon Mobile, MTK, Nokia, Sony Ericsson and TCL.

Opera Mini is also available on several handset vendor applications stores, such as Apple's iPhone App Store and the Android Market. Additionally, GetJar, a leading global cross platform application store, also drives meaningful distribution of Opera Mini.

In addition to a high focus on increasing distribution of Opera Mini with OEMs and other channels, Opera is also putting much greater focus on distribution of Opera Mobile on the high end Open OS/Smartphone platforms, such as Android and Series 60.

In 4Q10, Opera made its latest version of Opera Mobile (version 10.1) available for Android and Nokia Series 60 users.

### Desktop

#### Description

Since the first public release in 1995, Opera has continuously delivered browser innovation for desktop PCs. Opera's desktop browser provides its users with a safe, efficient and enjoyable browsing experience.

Today, the desktop browser is more strategically important than ever, as the world moves rapidly towards the clear dominance of Web applications over device-centric computing. This trend is no more pronounced than with social networking, where Facebook, for example, has more than 650 million active users alone.

With the advent of HTML5, the fundamental fabric of the web is changing.



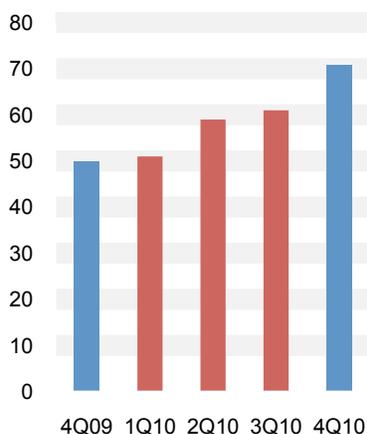
Many new things are now possible, such as playing video without the need for third-party applications or plug-ins and using geo-location to provide locally-targeted information. In addition, HTML5 will ultimately make web applications more powerful and always available. Such applications will increasingly function more like native applications.

Opera's monetization strategy for its desktop browser revolves predominantly around search. Google is Opera's global search partner and provides the vast majority of desktop monetization. This global partnership is supplemented by local search partnerships in certain markets, such as Russia, Japan, and China, where Opera works with Yandex, Yahoo! Japan and Baidu, respectively.

Historically, the vast majority of desktop user growth has occurred in the emerging markets. Opera expects this trend to continue, as Opera's key value proposition in the emerging markets emanates to a large extent from the fact that it is considered the fastest browser, valued highly in many emerging markets where overall broadband penetration is low and Internet dial-up is the norm. While the emerging markets offer higher user growth rates than developed markets, Opera remains very focused on building its market position in higher search ARPU markets such as the USA, South Africa and Germany.

In 4Q10, Opera Software launched Opera 11 for Desktop. Opera 11 offers new and improved features such as tab stacking, extensions, and visual mouse gestures.

**Revenue Desktop (MNOK)**



**Update**

Revenue from Desktop rose 41% in 4Q10 to MNOK 70.9, compared to MNOK 50.4 in 4Q09, with users up approximately 11% versus 4Q09. Revenue growth from Desktop was strong due in particular to growth in ARPU. The main contributors to higher ARPU in the quarter were higher searches per user and strong growth in revenue from local search providers such as Yandex.

**Outlook**

Opera remains positive about the Company's growth prospects. Within Internet Devices, the success that key Opera customers, such as Motricity (AT&T) and Telkomsel, have experienced with their mobile Web initiatives powered by Opera has heightened interest among operators in particular for Opera's solutions. Opera also sees accelerating interest among consumer electronic device manufacturers for Opera's solutions, particularly in the Connected TV segment, as Web browsers become a more common component of a broad array of device types.

Opera believes it is well positioned to continue to take advantage of these "megatrends" within the operator, mobile

phone and consumer electronics industries.

Opera also expects to see increased revenue streams for the Opera-branded version of Opera Mini, as usage expands and as revenue and business models evolve further in the mobile Internet space.

The Company also sees positive growth prospects from its Desktop product, particularly as a result of user growth in the emerging markets.

Opera's key operational priorities in 2011 include continuing to (i) sign up new leading operators and grow active users of Opera products and services with existing operator customers, (ii) grow revenues and users for its Opera branded consumer products (Desktop, Opera-branded Opera Mini), (iii) increase Opera's position with top mobile phone OEMs and chipset manufacturers globally, (iv) build on the momentum Opera has with major consumer electronic OEMs, particularly in the ConnectedTV space, and (v) offer content-related services to its large user base, leveraging the fact that its browsers run on a wide and disparate array of devices.

Oslo, February 18, 2011

The Board of Directors

Opera Software ASA

William J. Raduchel	Lars Boilesen
Chairman	CEO
(sign.)	(sign.)

This report and the description of Opera's business and financials should be read in conjunction with the presentation given by the Company of its quarterly numbers, a webcast of which can be found at [www.opera.com](http://www.opera.com).



## Consolidated Statement of Comprehensive Income

(Numbers in KNOK, except per share amounts)

	4Q 2010 (Unaudited)	4Q 2009 (Unaudited)	% Change	FY 2010 (Unaudited)	FY 2009 (Audited)	% Change
Desktop	70,866	50,369	41%	242,275	184,912	31%
Internet devices	122,716	92,200	33%	449,964	427,826	5%
<b>Total operating revenue</b>	<b>193,581</b>	142,569	36%	<b>692,239</b>	612,738	13%
Payroll and related expenses, excluding stock option costs	104,862	92,608	13%	394,858	389,625	1%
Stock option costs	4,296	3,884	11%	17,626	14,074	25%
Depreciation and amortization	6,501	3,308	97%	22,915	13,272	73%
Other operating expenses	43,275	38,084	14%	153,241	141,453	8%
<b>Results from operating activities ("EBIT") excl. one-time costs</b>	<b>34,647</b>	4,686		<b>103,599</b>	54,314	
One-time costs	5,535	0		34,630	0	
<b>Results from operating activities ("EBIT")</b>	<b>29,112</b>	4,686		<b>68,969</b>	54,314	
Other interest income/expense, net	2,846	2,256		10,176	10,039	
Interest expense related to VAT case	(2,375)	0		(2,375)	0	
Interest expense related to contingent consideration	(2,576)	0		(9,233)	0	
FX gains/losses related to contingent consideration, net	259	0		(724)	0	
Other FX gains/losses, net (negative amount = losses)	864	17		(4,988)	(19,862)	
Revaluation of contingent consideration	(14,649)	0		(14,649)	0	
<b>Profit before income tax</b>	<b>13,481</b>	6,958		<b>47,175</b>	44,491	
Provision for taxes*	(12,256)	(3,001)		(22,260)	(13,631)	
<b>Profit for the period</b>	<b>1,225</b>	3,957		<b>24,916</b>	30,860	
Foreign currency translation differences for foreign operations	1,131	(258)		2,685	(2,404)	
<b>Total comprehensive income for the period</b>	<b>2,356</b>	3,698		<b>27,601</b>	28,456	
<b>Earnings per share**</b>	<b>0.010</b>	0.033		<b>0.209</b>	0.260	
Earnings per share, fully diluted**	0.010	0.033		0.206	0.255	
Shares used in earnings per share calculation	119,296,432	118,810,057		118,947,486	118,657,031	
Shares used in earnings per share calculation, fully diluted	122,040,330	120,874,526		120,792,343	121,210,653	
<b>Number of employees</b>	<b>747</b>	757		<b>747</b>	757	

\*The quarterly and year to date provision for taxes is based on an estimated tax rate for the Group. FY 2009 is actual.

\*\*Earnings per share is calculated based on the profit for the period.



## Consolidated Statement of Financial Position

(Numbers in KNOK)

	12/31/2010 (Unaudited)	12/31/2009 (Audited)
<b>Assets</b>		
<b>Non-current assets</b>		
<b>Intangible assets</b>		
Goodwill	114,903	16,416
Other intangible assets	20,252	1,716
<b>Total intangible assets</b>	<b>135,155</b>	<b>18,132</b>
<b>Property, plant and equipment</b>		
Property, plant and equipment	55,872	42,848
<b>Total property, plant and equipment</b>	<b>55,872</b>	<b>42,848</b>
<b>Financial assets and deferred tax assets</b>		
Deferred tax assets	28,277	37,833
Other investments and deposits	17,210	15,811
<b>Total financial assets and deferred tax assets</b>	<b>45,487</b>	<b>53,644</b>
<b>Total non-current assets</b>	<b>236,514</b>	<b>114,624</b>
<b>Current assets</b>		
<b>Trade and other receivables</b>		
Accounts receivables	121,193	65,650
Unbilled revenue	64,462	58,816
Other receivables	20,863	36,144
<b>Total trade and other receivables</b>	<b>206,517</b>	<b>160,609</b>
<b>Cash and cash equivalents</b>	<b>507,422</b>	<b>546,482</b>
<b>Total current assets</b>	<b>713,939</b>	<b>707,091</b>
<b>Total assets</b>	<b>950,453</b>	<b>821,715</b>



## Consolidated Statement of Financial Position

(Numbers in KNOK)

	12/31/2010 (Unaudited)	12/31/2009 (Audited)
<b>Shareholders' equity and liabilities</b>		
<b>Equity</b>		
<b>Paid in capital</b>		
Share capital	2,381	2,371
Share premium reserve	457,005	457,109
Other reserves	60,639	43,768
<b>Total paid in capital</b>	<b>520,025</b>	503,248
<b>Retained earnings</b>		
Other equity	103,304	99,679
<b>Total retained earnings</b>	<b>103,304</b>	99,679
<b>Total equity</b>	<b>623,329</b>	602,928
<b>Liabilities</b>		
<b>Non-current liabilities</b>		
Provisions	39,442	0
<b>Total non-current liabilities</b>	<b>39,442</b>	0
<b>Current liabilities</b>		
Accounts payable	25,254	9,357
Taxes payable	(960)	5,130
Social security, VAT and other taxation payable	29,345	21,399
Deferred revenue	124,949	123,808
Other short-term liabilities	66,190	50,569
Provisions	42,903	8,525
<b>Total current liabilities</b>	<b>287,682</b>	218,787
<b>Total liabilities</b>	<b>327,124</b>	218,787
<b>Total equity and liabilities</b>	<b>950,453</b>	821,715



## Consolidated Statement of Cash Flows

(Numbers in KNOK)

	4Q 2010 (Unaudited)	4Q 2009 (Unaudited)	FY 2010 (Unaudited)	FY 2009 (Audited)
<b>Cash flow from operating activities</b>				
Profit/loss before taxes	13,481	6,958	47,175	44,491
Taxes paid	(9,973)	(55,662)	(3,519)	(84,517)
Depreciation expenses	6,501	3,308	22,915	13,272
Profit/loss from sales of property, plant and equipment	0	0	(31)	0
Impairment of intangible assets	1,716	0	1,716	0
Changes in accounts receivables **	(44,356)	18,074	(63,119)	61,553
Changes in accounts payable	13,115	(1,548)	10,786	(9,938)
Changes in other liabilities and receivables, net	24,335	(544)	13,103	11,513
Share-based remuneration	4,497	3,308	16,708	13,393
Interest and FX related to contingent payment ****	16,966	0	24,607	0
Conversion discrepancy	(808)	11,794	5,594	13,783
<b>Net cash flow from operating activities</b>	<b>25,474</b>	<b>(14,312)</b>	<b>75,934</b>	<b>63,550</b>
<b>Cash flow from investment activities</b>				
Capital expenditures	(13,876)	(10,322)	(32,270)	(30,889)
Acquisitions ***	0	(818)	(57,649)	(12,525)
<b>Net cash flow from investment activities</b>	<b>(13,876)</b>	<b>(11,140)</b>	<b>(89,919)</b>	<b>(43,414)</b>
<b>Cash flow from financing activities</b>				
Proceeds from exercise of stock options	5,862	908	20,634	19,905
Proceeds of share issues, net	0	0	0	0
Dividends paid	0	0	(19,027)	(47,599)
Purchase of own shares	(19,450)	(9,508)	(26,682)	(9,508)
<b>Net cash flow from financing activities</b>	<b>(13,588)</b>	<b>(8,600)</b>	<b>(25,075)</b>	<b>(37,202)</b>
<b>Net change in cash and cash equivalents</b>	<b>(1,990)</b>	<b>(34,052)</b>	<b>(39,060)</b>	<b>(17,066)</b>
Cash and cash equivalents (beginning of period)	509,412	580,534	546,482	563,548
<b>Cash and cash equivalents **** *</b>	<b>507,422</b>	<b>546,482</b>	<b>507,422</b>	<b>546,482</b>

\*Interest income and interest expenses are included in the profit and loss. Interest paid and interest received are recognized in the same quarter that interest income and interest expenses are recognized in the profit and loss, with the exception of interest related to re-evaluation of the contingent payment. Conversion differences and interest related to re-evaluation of the contingent payment are booked on a separate line as net cash flow from operating activities.

\*\*Changes in unbilled revenue are included in changes in accounts receivables in the statement of cash flows.

\*\*\*On April 30, 2010, Opera entered into an Asset Purchase Agreement with the Fastmail Partnership. Identifiable assets acquired and liabilities assumed are not presented on separate lines in the consolidated statement of cash flows but are presented as acquisitions. For more details about the acquisition, please see note 9.

\*\*\*\*Cash and cash equivalents of KNOK 8,443 were restricted assets as of December 31, 2010, and Cash and cash equivalents of KNOK 21,974 were restricted assets as of December 31, 2009.

\*\*\*\*\*As of December 31, 2010, the conversion discrepancy loss booked on Cash and cash equivalents was KNOK 1,365.

Note: The financial figures have been prepared based upon management's interpretation of the current International Financial Reporting Standards (IFRS).

## Consolidated Statement of Changes in Equity

(Numbers in KNOK)

	Face-value	Number	Share capital	Share premium	Other reserves	Reserve for own shares	Translation reserve	Other equity	Total equity
<b>Balance as of 12/31/2009</b>	0.02	118,575	2,391	457,109	43,769	-20	-1,230	100,910	602,928
<b>Comprehensive income for the period</b>									
<b>Profit for the period</b>								24,916	24,916
<b>Other comprehensive income</b>									
Foreign currency translation differences							2,685		2,685
<b>Total comprehensive income for the period</b>			0	0	0	0	2,685	24,916	27,601
<b>Contributions by and distributions to owners</b>									
Dividend to equity holders								-19,027	-19,027
Own shares acquired	0.02	-1,040				-21		-26,661	-26,682
Own shares sold	0.02	1,513				30		20,604	20,634
Tax deduction loss own shares								1,260	1,260
Issue expenses									0
Tax deduction on equity bookings				40					40
Share-based payment transactions					16,708				16,708
<b>Total contributions by and distributions to owners</b>	0.02	474	0	40	16,708	9	0	-23,824	-7,066
<b>Other equity changes</b>									
Other changes				-144				11	-133
<b>Total other equity changes</b>			0	-144	0	0	0	11	-133
<b>Balance as of 12/31/2010</b>	0.02	119,048	2,391	457,005	60,476	-11	1,455	102,012	623,329

### Other reserves

Other reserves consist of option costs booked according to the Equity Settled Method and issued shares registered in the period after the current financial year.

### Reserve for own shares

The reserve for the Group's own shares comprises the face value cost of the Company's shares held by the Company.

### Translation reserve

The translation reserve consists of all foreign currency differences arising from the translation of the financial statements of foreign operations.

### Other equity

Other equity consists of all other transactions, including but not limited to, total recognized income and expense for the current period and excess value of the Company's own shares.



## Consolidated Statement of Changes in Equity

(Numbers in KNOK)

	Face-value	Number	Share capital	Share premium	Other reserves	Reserve for own shares	Translation reserve	Other equity	Total equity
<b>Balance as of 12/31/2008</b>	0.02	117,494	2,391	457,212	30,375	-42	1,174	107,103	598,214
<b>Comprehensive income for the period</b>									
<b>Profit for the period</b>								30,860	30,860
<b>Other comprehensive income</b>									
Foreign currency translation differences							-2,404		-2,404
<b>Total comprehensive income for the period</b>			0	0	0	0	-2,404	30,860	28,456
<b>Contributions by and distributions to owners</b>									
Dividend to equity holders								-47,599	-47,599
Own shares acquired	0.02	-529				-11		-9,497	-9,508
Own shares sold	0.02	1,609				32		19,873	19,905
Tax deduction loss own shares								156	156
Issue expenses				-144					-144
Tax deduction on equity bookings				40					40
Share-based payment transactions					13,393				13,393
<b>Total contributions by and distributions to owners</b>	0.02	1,081	0	-103	13,393	22	0	-37,067	-23,756
<b>Other equity changes</b>									
Other changes								14	14
<b>Total other equity changes</b>			0	0	0	0	0	14	14
<b>Balance as of 12/31/2009</b>	0.02	118,575	2,391	457,109	43,769	-20	-1,230	100,910	602,928



## Disclosure

### Note 1 - Corporate Information

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Opera Software ASA is a company domiciled in Norway. The consolidated financial statements of the Company include the Company subsidiaries Hern Labs AB, Zizzer AS, Opera Software Poland Sp. z o.o and Opera Software International AS (which, in turn, includes Opera Software Korea Ltd, Opera Software Technology (Beijing) Co., Ltd, Opera Software Australia PTY LTD, AdMarvel, Inc. and Opera Web Technologies Private Ltd (India), together referred to as the "Group"). As of December 31, 2010, Opera Software International AS had branch offices in Japan, USA, Poland, Czech Republic, China and Taiwan and had full control of the limited company Beijing Yuege Software Technology Service Co., Ltd.

### Note 2 - Statement of Compliance

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The consolidated financial statements have been prepared in accordance with IAS 34: Interim Financial Reporting. These condensed consolidated interim financial statements are unaudited. The report does not include all of the information required for full annual financial statements, and should be read in conjunction with the financial statements of the Company for the year ended December 31, 2009.

### Note 3 - Financial Statements - Accounting Policies

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The Group has used the same accounting policies and standards as in the consolidated financial statements of December 31, 2009, except as mentioned below. The consolidated financial statements of the Opera Group for 2009 were prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the EU and the Norwegian Accounting Act.

There were no new standards, interpretations or amendments to published standards that were effective from October 1, 2010 that have significantly affected the consolidated financial statements for the fourth quarter 2010.

There were no new standards, interpretations or amendments to published standards that were effective from July 1, 2010 that have significantly affected the consolidated financial statements for the third quarter 2010.

There were no new standards, interpretations or amendments to published standards that were effective from April 1, 2010 that have significantly affected the consolidated financial statements for the second quarter 2010.

New standards, interpretations or amendments to published standards that were effective from January 1, 2010 that have significantly affected the consolidated financial statements for the first quarter 2010 are:

Revised IAS 27 Consolidated and Separate Financial Statements is effective for fiscal years beginning from July 1, 2009. The revised standard requires the effects of all transactions with non-controlling interests to be recorded in equity if there is no change in control and these transactions will no longer result in goodwill or gains and losses. The standard also specifies the accounting when control is lost. Any remaining interest in the entity is re-measured to fair value, and a gain or loss is recognized in profit or loss. The group has applied IAS 27 (revised) prospectively to transactions with non-controlling interests from January 1, 2010.

Revised IFRS 3 Business Combinations is effective for fiscal years beginning from July 1, 2009. The revised standard continues to apply the acquisition method to business combinations, with some significant changes. For example, all payments to purchase a business are to be recorded at fair value at the acquisition date, with contingent payments classified as debt subsequently re-measured through the income statement. There is a choice on an acquisition-by-acquisition basis to measure the non-controlling interest in the acquiree at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets. All acquisition-related costs should be expensed. The group has applied IFRS 3 (revised) prospectively to all business combinations from January 1, 2010.

### Note 4 - Estimates

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The preparation of financial statements in accordance with IFRS requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting periods. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the result of which form the basis for making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Change in an accounting estimate is recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.



## Note 5 - Basic Earnings per Share

(Numbers in KNOK, except per share amounts)

Note 5	4Q 2010 (Unaudited)	4Q 2009 (Unaudited)	FY 2010 (Unaudited)	FY 2009 (Audited)
Earnings per share (basic)	<b>0.010</b>	0.033	<b>0.209</b>	0.260
Earnings per share, fully diluted	<b>0.010</b>	0.033	<b>0.206</b>	0.255
Shares used in per share calculation (mm)	<b>119,296,432</b>	118,810,057	<b>118,947,486</b>	118,657,031
Shares used in per share calculation, fully diluted (mm)	<b>122,040,330</b>	120,874,526	<b>120,792,343</b>	121,210,653

Earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted ordinary shares in issue during the period.

In periods with negative net income, the dilutive instruments will have an anti dilutive effect when calculating diluted earnings per share. For this reason, there is no difference between earnings per share and diluted earnings per share for these periods.

The options have varying exercise prices and would, upon exercise, mean payment to the Company of KNOK 175,788 as of December 31, 2010. In relation to the accounting standard regarding earnings per share, the effect of these funds being used by the Company to purchase shares in the market should be considered when calculating the fully diluted number of shares outstanding. The average price in the period is used when calculating the fully diluted number of shares. The average price is calculated to be NOK 28.16 for 4Q 2010 and NOK 24.08 YTD 2010. Opera has included options with a strike price below NOK 29.00 when calculating the fully diluted number of shares outstanding. Total options used in the calculations are 9,470,594, of which 7,606,764 options are unvested and 1,863,830 are vested but not yet exercised.

Note 5	4Q 2010	FY 2010
Average number of shares	<b>119,296,432</b>	<b>118,947,486</b>
The following equity instruments have a diluting effect:		
Options	<b>9,470,594</b>	<b>9,470,594</b>
Total	<b>9,470,594</b>	<b>9,470,594</b>
Options	<b>9,470,594</b>	<b>9,470,594</b>
Number of shares purchased (KNOK 175,788/28.16/24.08)	<b>6,242,478</b>	<b>7,300,174</b>
Number of shares with diluting effect	<b>3,228,116</b>	<b>2,170,420</b>
Expected options to be exercised	<b>2,743,898</b>	<b>1,844,857</b>



## Note 6 - Revenue and Segment Information

The Company has one product, the browser. This browser product is, in turn, modified for various devices depending on customer and market requirements. These derivative products all share the same core code base.

Opera's business activities are related to the sale of the browser.

Opera's chief operating decision-makers are members of the Executive Team. The Executive Team meets regularly to review significant revenues and costs for the period, for the Group as a whole, and to make decisions about how resources are to be allocated based on this information. Members of the Executive Team are specified in note 3 of the FY 2009 Annual Report.

Based on the above, Opera has determined that it has only one segment. However, Opera has chosen to give the following additional information about the revenue.

*(Numbers in KNOK)*

REVENUE BY REGION	4Q 2010	4Q 2009	FY 2010	FY 2009
<i>Note 6</i>	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Europe	50,297	38,246	161,213	149,481
USA/ Canada	83,818	55,780	290,016	199,275
Asia	59,466	48,543	241,010	263,982
<b>Total</b>	<b>193,581</b>	142,569	<b>692,239</b>	612,738

The geographic revenue breakdown reflects the location of Opera's customers and partners. Because the products of Opera's customers and partners are distributed on a global basis, the geographic breakdown below does not accurately reflect where Opera's derivative products are actually used.

Revenues generated in Norway for 4Q 2010 were KNOK 1,599.

In 4Q 2010, Opera had sales to one customer that accounted for more than 10% of total Group revenues.

*(Numbers in KNOK)*

REVENUE TYPE	4Q 2010	4Q 2009	FY 2010	FY 2009
<i>Note 6</i>	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Desktop	70,866	50,369	242,275	184,912
Internet devices	122,716	92,200	449,964	427,826
<b>Total</b>	<b>193,581</b>	142,569	<b>692,239</b>	612,738

**Desktop** revenue includes revenue from content partnerships related mostly to search and eCommerce.

**Internet devices** includes revenue from mobile phones and other Internet-connected devices, such as game consoles, Connected TVs, IPTV set-top boxes, and portable media players. Opera Mini revenue from operators such as T-Mobile International and Megafon, revenue generated from the 100% Opera-branded Opera Mini product and revenue from Admarvel and Fastmail.



## Note 7 - Shareholder Information

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### Authorization to acquire own shares

The Annual General Meeting (AGM), held on June 15, 2010, passed the following resolution:

- a) The Board of Directors is authorized to acquire shares in the Company. The shares are to be acquired at market terms on a regulated market where the shares are traded.
- b) The shares may only be used to fulfill obligations under incentive schemes approved by the shareholders. No new authority is granted by this item for new incentive schemes.
- c) The maximum face value of the shares which the Company may acquire pursuant to this authorization is in total KNOK 238. The minimum amount which may be paid for each share acquired pursuant to this power of attorney is NOK 0.02, and the maximum amount is NOK 200.
- d) The authorization comprises the right to establish collateral using the Company's own shares.
- e) This authorization is valid from the date of registration with the Norwegian Register of Business Enterprises until June 30, 2011.
- f) The new authorization will replace all previous authorizations once registered in the Norwegian Register of Business Enterprises.

### Board authorization to increase the share capital by issuance of new shares

The Annual General Meeting, held on June 15, 2010, passed the following resolutions:

#### **1 Authorization regarding incentive program**

- a) The Board of Directors is authorized to increase the Company's share capital by up to KNOK 239.149, through one or several share issues of up to a total of 11,957,450 shares, each with a nominal value of NOK 0.02. The subscription price and other terms will be determined by the Board of Directors.
- b) The authorization includes the right to increase the Company's share capital in return for non-cash contributions or the right to assume special obligations on behalf of the Company.
- c) The preferential rights pursuant to Section 10-4 of the Public Limited Liability Companies Act may be deviated from by the Board of Directors.
- d) The authorization may only be used for the issuing of new shares in relation to the Company's incentive schemes existing at any time in the Opera group. The authorization cannot be used in connection with options that may be granted to directors on or after June 15, 2010.
- e) The authorization shall be effective from the date it is registered in the Norwegian Register of Business Enterprises and shall be valid until June 30, 2011.
- f) The new authorization will replace all previous authorizations once registered in the Norwegian Register of Business Enterprises.
- g) The authorization cannot be used if the Company has issued new shares in the Company, between the period June 15, 2010 and June 30, 2011, pursuant to the board authorizations, representing more than 10% of the Company's share capital.



## Note 7 - Shareholder Information (continued)

### 2 Authorization regarding acquisitions

- a) The Board of Directors is authorized to increase the Company's share capital by up to KNOK 239,149, through one or several share issues of up to a total of 11,957,450 shares, each with a nominal value of NOK 0.02. The subscription price and other terms will be determined by the Board of Directors.
- b) The authorization includes the right to increase the Company's share capital in return for non-cash contributions or the right to assume special obligations on behalf of the Company.
- c) The preferential rights pursuant to Section 10-4 of the Public Limited Liability Companies Act may be deviated from by the Board of Directors.
- d) The authorization may only be used in connection with acquisitions of businesses or companies, including mergers, within the business areas operated by the Opera group, or which relates thereto.
- e) The authorization shall be effective from the date it is registered in the Norwegian Register of Business Enterprises and shall be valid until June 30, 2011.
- f) The authorization replaces the current authorization when registered in the Norwegian Register of Business Enterprises.
- g) The authorization cannot be used if the Company has issued new shares in the Company, between the period June 15, 2010 and June 30, 2011, pursuant to the board authorizations, representing more than 10% of the Company's share capital.

### Dividends for 2009 of NOK 0.16 per share

The Annual General Meeting, held on June 15, 2010, passed the following resolution:

- a) NOK 0.16 per share is paid as a dividend for 2009, constituting an aggregate dividend payment of KNOK 19,132. The dividend will be paid to those who are shareholders at end of June 15, 2010, and the shares will be traded exclusive of dividend rights as from June 16, 2010.

In 3Q10 Opera paid dividends of KNOK 19,027 to the shareholders.

### New option program

The Annual General Meeting, held on June 15, 2010, approved a new option program effective from June 16, 2010. The details of the option program can be found in the notice to the AGM posted on the Oslo Stock Exchange website ([www.oslobors.no](http://www.oslobors.no)).

### Other items passed on the AGM

For further details about the meeting held on June 15, 2010, please see the protocol from the Annual General Meeting published on the Oslo Stock Exchange website ([www.oslobors.no](http://www.oslobors.no)).

### Own shares

During 1Q 2010 and YTD, Opera has purchased 350,500 own shares for KNOK 7,232. During 1Q 2010 Opera sold 509,629 own shares for KNOK 6,306. During 2Q 2010, Opera sold 201,614 shares for KNOK 2,583. During 3Q 2010, Opera sold 414,712 shares for KNOK 5,883. During 4Q 2010 Opera purchased 689,000 own shares for KNOK 19,450 and sold 387,150 shares for KNOK 5,862.



## Note 8 - Financial Information

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Opera has chosen to include more information regarding currency risk as of December 31, 2010.

The majority of the financial risk carried by the Group, as a result of its subsidiaries, relates to foreign exchange fluctuations. Both sales and expenses are exposed to currency risk.

Most of the Company's foreign exchange risk relates to sales and is the result of revenue contracts signed in USD and EUR. In 4Q 2010, approximately 48% (YTD: 50%) of revenues were in EUR and 48% (YTD: 47%) in USD; for expenses, approximately 46% (YTD: 56%) were in NOK, 13% (YTD: 11%) in SEK, 11% (YTD: 9%) in USD, 9% (YTD: 8%) in PLN, 6% (YTD: 6%) in JPY, 3% (YTD: 1%) in EUR, and 12% (YTD: 9%) in other currencies.

Foreign currency movements impacted Opera's 4Q 2010 income statement in the following way: Revenue would have been approximately MNOK 195 (higher by approximately 1%) using the 4Q 2009 constant currency FX rates and revenue would have been approximately MNOK 195 (higher by approximately 1%) using the 3Q 2010 constant currency FX rates. Costs would have been approximately MNOK 160 (lower by approximately 3%) using the 4Q 2009 constant currency FX rates and cost would have been approximately MNOK 164 (lower by approximately 0%) using the 3Q 2010 constant currency FX rates. The majority of the Company's purchases are made in the following denominations: NOK, EUR, SEK, PLN, USD, JPY, CZH, CNY, KRW, TWD, AUD and INR. Exchange rate fluctuations in these currencies do impact Opera's income statement.

For 4Q 2010, Opera had a net foreign exchange gain of KNOK 1,123. KNOK 1,042 was realized foreign exchange gain and KNOK 81 was unrealized foreign exchange gain. The unrealized disagio is estimated as the difference between the exchange rate at the closing date and date of the transaction.

Opera has not entered into any foreign exchange contracts as of December 31, 2010.



## Note 9 - Business Combinations

### AdMarvel, Inc

On January 19, 2010, Opera Software International AS acquired 100% of the shares and voting interest of the privately held company AdMarvel, Inc. The agreed acquisition price is approximately KUSD 8,250 in cash. The acquisition structure also envisages up to an additional KUSD 15,000 in cash consideration, paid only if certain aggressive financial targets are met in FY 2010 and FY 2011. Opera expects that AdMarvel will help Opera to expand its portfolio of products and services to include highly scalable ad monetization services for Opera branded mobile products, and products and services offered by mobile operators and content partners. AdMarvel, based in San Mateo, California (USA), works with a broad set of constituents in the advertising ecosystem to improve the performance of mobile advertising. The company was founded in 2006 by a team of mobile veterans led by Mahi de Silva and currently employs 22 full-time equivalents. In 2009, the Group incurred acquisition-related costs of KNOK 1,406 related to external legal fees and due diligence costs. In 2010, the Group incurred additional acquisition-related costs of KNOK 1,277 related to external legal fees and due diligence costs. The legal fees and due diligence costs have been included in the consolidated statement of comprehensive income.

(Numbers in KNOK)

#### Identifiable assets acquired and liabilities assumed

Property, plant and equipment	28
Accounts receivables*	2,520
Other receivables*	1,759
Cash and cash equivalents	1,954
Accounts payable	-5,314
Other short-term liabilities	-333
<b>Total net identifiable assets</b>	<b>614</b>
Cash consideration	-46,846
Contingent consideration	-39,007
<b>Excess value</b>	<b>-85,240</b>
Related customer relationships	13,299
Proprietary technology	3,518
Deferred tax on excess values	-6,723
Goodwill	75,146

\* No provision for bad debt.

The assets and liabilities that were recognized by AdMarvel immediately before the business combination, equaled the carrying amount recognized by the Group on the acquisition date. In addition, the Group booked the excess price of the fair value of the total identifiable assets as related customer relationships, proprietary technology, deferred tax on excess values and goodwill since the excess price has been deemed to be related to these intangible assets. The substantial amount of goodwill in the acquisition of AdMarvel can be related to synergies. In addition, some of the goodwill can be related to the potential value of a future patent grant and the workforce.

Opera calculated the fair value on the acquisition date and booked a contingent consideration of KNOK 39,007 in the financial statements. The contingent consideration is revalued each quarter, and more information can be found in note 10.

The value of the related customer relationships is depreciated over a 5 year period, and the value of the proprietary technology is depreciated over a 4 year period.

The fair value of the net identifiable assets has been calculated by an external company and is deemed to be an independent valuation. Opera has treated the entire contingent consideration as consideration for the purchase of the business and no part as remuneration. The evaluation is based on the indicators outlined in IFRS 3.

## Note 9 - Business Combinations (continued)

### Fastmail

On April 30, 2010, Opera Software Australia PTY LTD entered into an Asset Purchase Agreement with the Fastmail Partnership whereby Opera Software Australia PTY LTD acquired the assets sustaining the operation of the email business developed by the Fastmail Partnership. The agreed acquisition price is approximately KUSD 2,163 in cash. The acquisition structure also envisages up to an additional KUSD 1,892 in cash consideration, conditional upon the retention of key employees transferred and paid only if certain technology development milestones are met within 2 years and certain targets in terms of numbers of new users are met within 5 years. The Fastmail Partnership provides email services to businesses, families, and individuals, by offering email addresses and storage space for incoming emails, as well as enabling its users to send and receive emails by connecting to the Internet with a Web-browser. The company was founded in 1999 and is based in Melbourne, Australia. Opera Software Australia PTY LTD currently employs 5 full-time equivalents. Opera expects that purchase of the Fastmail business will help Opera to expand its current messaging product portfolio and deliver cross-platform messaging to a wide range of devices, including computers, mobile phones, TVs and gaming consoles. In 2009, the Group incurred acquisition-related costs of KNOK 158 related to external legal fees and due diligence costs. In 2010 the Group incurred additional acquisition-related costs of KNOK 1,292 related to external legal fees and due diligence costs. The legal fees and due diligence costs have been included in the consolidated statement of comprehensive income.

(Numbers in KNOK)

#### Identifiable assets acquired and liabilities assumed

Property, plant and equipment	275
Deferred tax assets	83
Other receivables*	50
Cash and cash equivalents	15
Deferred revenue	-7,648
Other short-term liabilities	-732
<b>Total net identifiable assets</b>	<b>-7,956</b>
Cash consideration	-12,771
Contingent consideration	-7,955
<b>Excess value</b>	<b>-28,681</b>
Related customer relationships	1,783
Trademark	594
Proprietary technology	4,748
Deferred tax on excess values	-2,138
Goodwill	23,694

\* No provision for bad debt.

The assets and liabilities that were recognized by the Fastmail Partnership, immediately before the business combinations, equaled the carrying amount recognized by the Group on the acquisition date. In addition, the Group booked the excess price of the fair value of the total identifiable assets as related customer relationships, trademark, proprietary technology, deferred tax on excess values and goodwill since the excess price has been deemed to be related to these intangible assets. The substantial amount of goodwill in the acquisition of Fastmail can be related to synergies and to the assembled workforce.

Opera calculated the fair value on the acquisition day and booked a contingent consideration of KNOK 7,955 in the financial statements. The contingent consideration is revalued each quarter, and more information can be found in note 10.

The value of the related customer relationships is depreciated over a 10 year period, and the value of the proprietary technology is depreciated over a 6 year period.

The fair value of the net identifiable assets has been calculated by an external company, and is deemed to be an independent valuation. Opera has treated the whole contingent consideration as consideration for the purchase of the business and no part as remuneration. The evaluation is based on the indicators outlined in IFRS 3.

## Note 9 - Business Combinations (continued)

(Numbers in KNOK)

### Information regarding goodwill

Goodwill at acquisition cost for Hern Labs AB	7,857
Accumulated depreciation as of 12/31/04	6,287
Net book value as of 12/31/04	1,570
Reversed depreciation 2004	1,572
Net book value as of 1/1/04 and 12/31/08	3,142
Goodwill at acquisition cost for Opera Software Poland Sp. z o.o	13,274
Net book value as of 12/31/09	16,416
Goodwill at acquisition cost for AdMarvel	75,146
Goodwill at acquisition cost for Fastmail	23,694
FX adjustment to the goodwill acquisition cost	-353
<b>Net book value as of 12/30/10</b>	<b>114,903</b>

The Group has performed a complete impairment test as of December 31, 2010 according to IAS 36. The Group considers it unnecessary to recognize an impairment loss concerning goodwill.

## Note 10 - Contingent Liabilities and Provisions

### Pension liability

KNOK 7,685 has been booked as a current provision for estimated pension liability in Hern Labs AB. Please see note 11 in the FY 2009 Financial Statements for a description of the pension case.

### Interest provision

KNOK 2,375 has been booked as a current provision for estimated interest on an VAT case in Opera Software International AS.

### AdMarvel - Earn out agreement

#### Valuation techniques and key model inputs used to measure the contingent consideration:

<i>Amounts in KUSD</i>	<b>Probability</b>	<b>Earn out payments</b>	<b>Estimated earn out</b>
Earn out FY 2010, Net revenue and EBIT target	75%	5,000	3,750
Earn out Tier 1, FY 2011, Net revenue and EBIT target	50%	4,000	2,000
Earn out Tier 2, FY 2011, Net revenue and EBIT target	30%	8,000	2,400
Earn out Tier 3, FY 2011, Net revenue and EBIT target	10%	10,000	1,000
Total estimated earn out before discounting			9,150
Total estimated earn out after discounting			6,875

#### Assumptions

WACC	20.0%
Tax rate	40.0%
FX rate	5.674

At the acquisition date, Opera engaged a third party to estimate the fair value of AdMarvel. Based on this estimate, Opera recorded a contingent consideration liability of KNOK 39,007 in the financial statements in 1Q 2010. The assumptions behind this fair value assessment can be found above. The contingent consideration is revalued each quarter. KNOK 33,829 has been booked as a non-current provision and KNOK 29,508 as current provision to cover the total contingent consideration of KNOK 63,337 as of December 31, 2010.

For the 4Q 2010 financial results, Opera undertook a re-evaluation of the assumptions used since the acquisition date. The FY 2010 net revenue and EBIT target probability has been increased to 100% and Opera expects to pay AdMarvel MUS\$ 5 in 2011. This is because Opera has determined that AdMarvel exceeded the revenue and EBIT targets for FY 2010, as agreed in the AdMarvel purchase agreement, dated January 19, 2010. KNOK 7,377 has been expensed in 4Q 2010 due to the increased likelihood.

In addition, for FY 2011, Opera and AdMarvel have agreed on a new set of earn-out targets for FY 2011, replacing those agreed in the original purchase agreement. The tier 1, tier 2 and tier 3 FY 2011 net revenue and EBIT targets have been removed and replaced by new targets as outlined in the chart below. This is because Opera has asked the AdMarvel management team to take on expanded responsibilities as part of Opera, where the AdMarvel team responsibilities will include, in addition to AdMarvel's core business, the Open Mobile Ad Exchange, the Opera Mobile Store and other Opera mobile properties. Opera estimates the amount of expected contingent consideration related to the new earn out targets to be higher than compared to the original agreement.

#### Valuation techniques and key model inputs used to measure the contingent consideration:

<i>Amounts in KUSD</i>	<b>Probability</b>	<b>Earn out payments</b>	<b>Estimated earn out</b>
Earn out FY 2010, Net revenue and EBIT target	100%	5,000	5,000
Additional Consumer Mobile Team deliverables	100%	2,000	2,000
Net revenue and Consumer Mini/Mobile rev. target	100%	2,000	2,000
Add. net revenue and Cons. Mini/Mobile revenue target	100%	1,000	1,000
Add. net revenue and Cons. Mini/Mobile revenue target	78%	3,000	2,333
Total estimated earn out before discounting			12,333
Total estimated earn out after discounting			10,732

For 4Q 2010 Opera booked a one time charge of KNOK 7,272 related to the new FY 2011 targets. Also booked was KNOK 2,172 as an interest expense and KNOK 383 as an FX expense. Please also see note 9 for more details.



**Note 10 - Contingent Liabilities and Provisions (continued)**

**Fastmail - Earn out agreement**

**Valuation techniques and key model inputs used to measure the contingent consideration:**

<i>Amounts in KUSD</i>	<b>% of earn out</b>	<b>Probability</b>	<b>Earn out payments</b>	<b>Estimated earn out</b>
Retention of transferred employees	45.4%	100%	859	859
Technology development	27.2%	100%	514	514
Reaching users within 5 years	27.4%	100%	519	519
Total estimated earn out before discounting				1,892
Total estimated earn out after discounting				1,340

**Assumptions**

WACC	20.2%
Tax rate	30.0%
FX rate	5.936

Above, please find the assumptions and earn out valuation performed at the acquisition date where Opera calculated the fair value and booked a contingent consideration of KNOK 7,955 in the financial statements. The contingent consideration is revalued each quarter, and KNOK 5,613 has been booked as a non-current provision and KNOK 3,335 as current provision to cover the total contingent consideration of KNOK 8,948 as of December 31, 2010 where the same assumptions that were used on the acquisition date have been used. For 4Q 2010 Opera booked KNOK 404 as interest expense and KNOK - 642 as FX expense. Please also see note 9 for more details.

### Note 11 - Unusual Transactions

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Opera Software ASA noted no unusual transactions during the reporting period.

### Note 12 - Subsequent Events

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No subsequent events have occurred after the reporting date that would require the consolidated financial statements to be adjusted.

For announcements of new contracts, please see announcements published on the Oslo Stock Exchange website ([www.oslobors.no](http://www.oslobors.no)).

### Note 13 - CEO and Co-founder

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In January 2010, Opera appointed Mr. Lars Boilesen as the new Chief Executive Officer and Mr. Jon von Tetzchner assumed a new role in Opera as co-founder. For information regarding option grants given to Mr. Boilesen and Mr. von Tetzchner, in connection to this event, please see note 3 in the FY 2009 Annual Report.

### Note 14 - One-time Costs

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Opera Software ASA has in 4Q 2010, recorded a one-time restructuring charge related to the closing of our Czech office, moving our mini server park from Norway to Iceland to reduce our future hosting costs, recording impairment costs related to the restructuring of our email business and legal fees related to business combinations:

<b>ONE-TIME COSTS</b>	<b>4Q 2010</b>	<b>FY 2010</b>	
<small>Note 14</small>	(Unaudited)	(Unaudited)	
	1,700	28,427	Salary restructuring cost
	0	-898	Option restructuring cost
	100	1,700	Office restructuring cost
	1,052	1,052	Hosting cost
	1,716	1,716	Impairment cost
	968	2,633	Legal fees related to business combinations
	<b>5,535</b>	<b>34,630</b>	<b>Total one-time costs</b>

During 1Q 2010, Opera Software ASA recorded a one-time restructuring charge related primarily to a cost reduction program that will better align costs with revenues, and legal fees related to business combinations. These costs are included in the YTD 2010 numbers itemized above.



## Historical Summary - Last 6 Quarters

(Numbers in KNOK, except per share amounts)

	4Q 2010 (Unaudited)	3Q 2010 (Unaudited)	2Q 2010 (Unaudited)	1Q 2010 (Unaudited)	4Q 2009 (Unaudited)	3Q 2009 (Unaudited)
<u>Revenue (KNOK)</u>						
Desktop	<b>70,866</b>	60,302	59,073	52,033	50,369	42,775
Internet devices	<b>122,716</b>	118,015	109,854	99,379	92,200	91,986
<b>Total revenue</b>	<b>193,581</b>	178,317	168,928	151,413	142,569	134,761
<u>Revenue (% Growth)</u>						
Desktop	<b>18%</b>	2%	14%	3%	18%	-4%
Internet devices	<b>4%</b>	7%	11%	8%	0%	-28%
<b>Total revenue</b>	<b>9%</b>	6%	12%	6%	6%	-22%
<u>Revenue (% of total revenue)</u>						
Desktop	<b>37%</b>	34%	35%	34%	35%	32%
Internet devices	<b>63%</b>	66%	65%	66%	65%	68%
<b>EBIT*</b>	<b>34,647</b>	34,761	28,750	5,440	4,686	(4,625)
EBIT, excluding stock option costs*	<b>38,944</b>	39,821	32,623	9,837	8,570	(1,930)
<b>EBITDA*</b>	<b>41,148</b>	40,692	34,333	10,341	7,993	(613)
EBITDA, excluding stock option costs*	<b>45,444</b>	45,752	38,206	14,738	11,877	2,082
<b>EPS</b>	<b>0.010</b>	0.169	0.161	(0.132)	0.033	(0.101)
<b>EPS, fully diluted</b>	<b>0.010</b>	0.166	0.159	(0.132)	0.033	(0.101)

\* excluding one-time costs



## Supplemental information

(Numbers in MNOK)

REVENUE TYPE	4Q 2010	3Q 2010	2Q 2010	1Q 2010
2010 numbers	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Desktop	71	60	59	52
Internet devices	123	118	110	99
<b>Total</b>	<b>194</b>	<b>178</b>	<b>169</b>	<b>151</b>

(Numbers in MNOK)

REVENUE TYPE	4Q 2009	3Q 2009	2Q 2009	1Q 2009
2009 numbers	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Desktop	50	43	45	47
Internet devices	92	92	128	116
<b>Total</b>	<b>143</b>	<b>135</b>	<b>172</b>	<b>163</b>

In million users

Monthly Desktop users (last month of quarter)	4Q 2010	3Q 2010	2Q 2010	1Q 2010	4Q 2009
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
Total	51	48	49	52	46

(Numbers in MNOK)

Internet devices	4Q 2010	3Q 2010	2Q 2010	1Q 2010	4Q 2009
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
NRE	18	19	29	34	28
M&S	13	10	11	11	14
Total Opera Mini*	48	40	35	22	20

\*Includes all revenue types and revenue from all versions of Opera Mini (Operator branded, Operator-Opera co-branded, and Opera branded).



Supplemental information (continued)

(Numbers in MNOK)

Revenue Customer Type	4Q 2010 (Unaudited)	3Q 2010 (Unaudited)	2Q 2010 (Unaudited)	1Q 2010 (Unaudited)	4Q 2009 (Unaudited)
Operator revenue	61	50	53	39	41
Desktop revenue	71	60	59	52	50
Mobile OEM revenue	13	22	21	26	21
Device OEM revenue	36	33	30	30	27
Other revenue	13	12	7	4	4
<b>Total</b>	<b>194</b>	<b>178</b>	<b>169</b>	<b>151</b>	<b>143</b>

**Global mobile Original Equipment Manufacturers (OEMs):** Opera currently offers Opera Mobile to mobile OEMs, with widgets and Turbo capabilities as optional pre-installations. Opera Mobile offers mobile OEMs, and ultimately operator subscribers, a desktop-capable browser on a mobile device, enabling the use of rich Web applications. Opera also offers Opera Mini to mobile OEMs. Opera Mini enables operator customers the ability to offer a high-quality and consistent Web experience across a range of handsets, while using Opera Mini's compression technology to solve bandwidth and network bottleneck issues. Opera currently has license agreements with a wide range of mobile OEMs, including, HTC, HP, Motorola, Samsung, Sharp and MTK.

**Global device Original Equipment Manufacturers (OEMs):** With the Opera Devices SDK, device manufacturers are able to use their own (and third-party) developers to create user interfaces and menu systems using Web technology, such as HTML and CSS, quickly and easily. Moreover, Opera's SDK enables device manufacturers to offer not only Web-browsing capabilities and full access to the Internet to their operator and consumer end-customers, but also customized Web applications or widgets which are accessible from the home screen of the device. Opera currently has license agreements with a wide range of consumer electronic device OEMs, including ARCHOS, Nintendo, Philips, Sony, Loewe and Thales.

**Operator revenue:** Operator revenue includes revenue from mobile operators such as Vodafone, Telkomsel and Motricity (AT&T). The company currently offers three main operator-branded, hosted solutions to operators: Opera Mini, Opera Turbo and Opera Widgets. Opera Mini is a hosted solution for mass-market phones, offering server-side content compression and fast Internet download speeds. A similar cloud-based content compression technology is also offered for Opera Mobile and Opera Desktop, which are packaged for distribution to Operators and OEMs as Opera Turbo.

Opera's revenue sources from these hosted solutions include license fees, active-user fees, NRE/development fees, hosting services, and maintenance and support.

(Numbers in MNOK)

Operator Revenue	4Q 2010 (Unaudited)	3Q 2010 (Unaudited)	2Q 2010 (Unaudited)	1Q 2010 (Unaudited)	4Q 2009 (Unaudited)
NRE, M&S and hosting	19	14	23	17	23
Licenses and active-user fees	42	37	30	22	19
<b>Total</b>	<b>61</b>	<b>50</b>	<b>53</b>	<b>39</b>	<b>41</b>



Supplemental information (continued)

*In million subscribers*

**Opera Mini subscribers**  
**Operator and co-branded** (Unaudited)

June 2009	1.0
July 2009	1.0
August 2009	1.1
September 2009	1.1
October 2009	1.3
November 2009	1.4
December 2009	1.7
January 2010	2.1
February 2010	2.2
March 2010	2.5
April 2010	3.5
May 2010	3.9
June 2010	4.5
July 2010	5.2
August 2010	6.0
September 2010	6.7
October 2010	7.5
November 2010	9.0
December 2010	10.6

*In million subscribers*

**Opera Mini subscribers**  
**Opera Branded** (Unaudited)

January 2009	20.0
February 2009	20.6
March 2009	23.1
April 2009	23.4
May 2009	25.4
June 2009	26.5
July 2009	29.1
August 2009	31.9
September 2009	35.6
October 2009	39.6
November 2009	41.7
December 2009	46.3
January 2010	49.8
February 2010	50.6
March 2010	55.3
April 2010	59.0
May 2010	60.5
June 2010	59.4
July 2010	62.0
August 2010	66.5
September 2010	71.3
October 2010	76.3
November 2010	80.1
December 2010	85.5