



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2021 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 927 396 688
Organisasjonsform: Aksjeselskap
Foretaksnavn: SEAWAY PHOENIX AS
Forretningsadresse: Askekroken 11
0277 OSLO

Regnskapsår

Årsregnskapets periode: 01.06.2021 - 31.12.2021

Konsern

Morselskap i konsern: Nei

Regnskapsregler

Regler for små foretak benyttet: Nei
Benyttet ved utarbeidelsen av årsregnskapet til selskapet: Forenklet IFRS

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Thomas Rønningen
Dato for fastsettelse av årsregnskapet: 28.06.2022

Grunnlag for avgivelse

År 2021: Årsregnskapet er elektronisk innlevert
År 2020: Tall er hentet fra elektronisk innlevert årsregnskap fra 2021

Det er ikke krav til at årsregnskapet m.v. som sendes til Regnskapsregisteret er undertegnet. Kontrollen på at dette er utført ligger hos revisor/enhetens øverste organ. Sikkerheten ivaretas ved at innsender har rolle/rettighet for innsending av årsregnskapet via Altinn, og ved at det bekreftes at årsregnskapet er fastsatt av kompetent organ.

Brønnøysundregistrene, 29.08.2023



Resultatregnskap

Beløp i: USD	Note	2021	2020
RESULTATREGNSKAP			
Inntekter			
Annen driftsinntekt		4 222 170	
Sum inntekter		4 222 170	
Kostnader			
Avskrivning på varige driftsmidler og immaterielle eiendeler		2 162 690	
Annen driftskostnad		45 709	
Sum kostnader		2 208 399	
Driftsresultat		2 013 771	
Finansinntekter og finanskostnader			
Renteinntekt fra foretak i samme konsern		3 455	
Sum finansinntekter		3 455	
Netto finans		3 455	
Ordinært resultat før skattekostnad		2 017 226	0
Skattekostnad på ordinært resultat		16 033	
Ordinært resultat etter skattekostnad		2 001 193	0
Årsresultat		2 001 193	0



Balanse

Beløp i: USD	Note	2021	2020
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Varige driftsmidler			
Skip, rigger, fly og lignende		34 533 389	
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende		179 031	
Sum varige driftsmidler		34 712 420	
Sum anleggsmidler		34 712 420	0
Omløpsmidler			
Varer			
Fordringer			
Kundefordringer		4 183 260	
Sum fordringer		4 183 260	
Sum omløpsmidler		4 183 260	0
SUM EIENDELER		38 895 680	0
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital		3 690	
Overkurs		36 874 764	
Sum innskutt egenkapital		36 878 454	
Opptjent egenkapital			
Annen egenkapital		2 001 193	
Sum opptjent egenkapital		2 001 193	
Sum egenkapital		38 879 647	0



Balanse

Beløp i: USD	Note	2021	2020
Sum langsiktig gjeld		0	0
Kortsiktig gjeld			
Betalbar skatt		16 033	
Sum kortsiktig gjeld		16 033	
Sum gjeld		16 033	0
SUM EGENKAPITAL OG GJELD		38 895 680	0



Statsautoriserte revisorer
Ernst & Young AS

Dronning Eufemias gate 6a, 0191 Oslo
Postboks 1156 Sentrum, 0107 Oslo

Foretaksregisteret: NO 976 389 387 MVA
Tlf: +47 24 00 24 00

www.ey.no
Medlemmer av Den norske Revisorforening

INDEPENDENT AUDITOR'S REPORT

To the Annual Shareholders' Meeting of Seaway Phoenix AS

Opinion

We have audited the financial statements of Seaway Phoenix AS (the Company), which comprise the balance sheet as at 31 December 2021, the income statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion the financial statements comply with applicable legal requirements and give a true and fair view of the financial position of the Company as at 31 December 2021 and its financial performance for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the Company in accordance with the requirements of the relevant laws and regulations in Norway and the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of management for the financial statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:



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- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the board of directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Oslo, 28 June 2022
ERNST & YOUNG AS

The auditor's report is signed electronically

Johan Lid Nordby
State Authorised Public Accountant (Norway)

Pennco Dokumentnøkkel: PGQV2-8KS4K-7EBC-W2000-IQEGS-2JTH8



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"Med min signatur bekrefter jeg alle datoer og innholdet i dette dokument."

Johan Nordby

Statsautorisert revisor

På vegne av: Ernst & Young AS

Serienummer: 9578-5997-4-729076

IP: 213.52.xxx.xxx

2022-06-28 08:42:51 UTC



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Seaway Phoenix AS

Annual Report

2021



Seaway Phoenix AS

Company registration number 927 396 688

DIRECTORS REPORT 2021

The Financial statements and notes in this report are specific to Seaway Phoenix AS (the Company) and not the wider Seaway 7 ASA Group.

Seaway Phoenix AS was founded on the 1st of June 2021 and is wholly owned by Seaway 7 ASA, listed on the Oslo's Euronext Growth market. Subsea 7 Blue Space Limited, a wholly owned indirect subsidiary of Subsea 7 S.A, owns 72% of Seaway ASA. Seaway 7 is a global leader in the delivery of projects and services for the fixed offshore wind industry. The Annual Report of Seaway 7 ASA is available at www.seaway7.com.

Seaway Phoenix AS owns the vessel Seaway Phoenix. The Company has no employees. The Company's head office is in Oslo, Norway.

FINANCIAL STATEMENT REVIEW 2021 (in USD)

Total income	:	4,222,170
Operating profit	:	2,017,226
Net profit after tax	:	2,001,193
Total comprehensive income	:	2,001,193
Total equity	:	38,879,647
Total equity and liabilities	:	38,895,680

The profit for the year after tax is USD 2,001,193 which was allocated to other equity.

The Board is of the opinion that the Financial statements present a true and fair view of the Company's financial position.

RISK FACTORS

The main risk factors for the Company include market risks, operational risks and financial risks.

Market risks include risks associated with the demand and supply for the Company's services as well as political risks.

The Company's operational risks include perils particular to marine operations, grounding, collision and loss and damage to the vessels from harsh weather conditions.

The Company is exposed to financial risks such as interest rate changes and currency exchange rate fluctuations, as well as credit risk and liquidity risk related to customers and other financial counterparties being unable to honor their obligations.



GOING CONCERN

The Company has adequate resources to continue in operational existence for the foreseeable future. The Board is of the opinion that the Company is a going concern and the Annual accounts are prepared under this assumption.

Seaway 7 ASA has a strong balance sheet and sufficient access to cash securing financial stability for its subsidiaries.

HEALTH, SAFETY AND ENVIRONMENT (HSE)

The Company's objective is to ensure safe and secure operations. The business operates in compliance with national and international requirements and regulations.

There have been no oil spills in 2021.

The Company aims to be a workplace free from discrimination on the basis of gender, race or religion on matters such as pay, promotion and recruitment, and aims to offer equal opportunities to men and women.

DIRECTORS' AND OFFICERS' LIABILITY INSURANCE

The Company has access to insurance policies which are in place for the Board members and the General Manager regarding their potential liability towards the business and to third parties. Such policies are purchased on an annual basis and have policy limits, term and conditions in line with good industry standards.

TRUE AND FAIR VIEW

The Board is of the opinion that the financial statements present a true and fair view of the Company's financial position.

Oslo, 27 June 2022
The board of Seaway Phoenix AS

Stuart Fitzgerald
Chairman of the board

Mark Hodgkinson
Member of the board

Arvid Haugvoll
Member of the board

Stian Lysaker
Member of the board

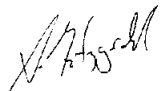


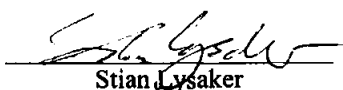


Statement of Comprehensive Income		
Seaway Phoenix AS		
		01.06.2021 (Date of Incorporation) - 31.12.2021
in USD	Note	
Operating income and operating expenses		
Revenue		4,222,170
Total income		4,222,170
Depreciation	2	2,162,690
Other expenses	6	45,709
Total expenses		2,208,399
Operating profit		2,013,771
Financial income and expenses		
Interest income from group companies		3,455
Net financial items		3,455
Net profit before tax		2,017,226
Income tax expense	4	16,033
Net profit after tax		2,001,193
Net income		2,001,193
Other comprehensive income/(loss)		0
Total comprehensive income		2,001,193
Attributable to		
Other equity		2,001,193
Total		2,001,193
Seaway Phoenix AS		Page 3



Balance sheet		
Seaway Phoenix AS		
in USD	Note	31.12.2021
Assets		
Non-current assets		
Property, plant and equipment		
Ships	2	34,533,389
Other equipment	2	179,031
Total property, plant and equipment		34,712,420
Total non-current assets		34,712,420
Current assets		
Debtors		
Accounts receivable	5	4,183,260
Total receivables		4,183,260
Total current assets		4,183,260
Total assets		38,895,680



Balance sheet		
Seaway Phoenix AS		
in USD	Note	31.12.2021
Equity and liabilities		
Paid-in capital		
Share capital	3	3,690
Other paid-in equity		36,874,764
Total paid-in equity		36,878,454
Retained earnings		
Other equity		2,001,193
Total retained earnings		2,001,193
Total equity		38,879,647
Liabilities		
Current liabilities		
Tax payable	4	16,033
Total current liabilities		16,033
Total liabilities		16,033
Total equity and liabilities		38,895,680
Oslo, 27 June 2022		
The board of Seaway Phoenix AS		
		
Stuart Fitzgerald Chairman of the board	Mark Hodgkinson Member of the board	
		
Arvid Haugvoll Member of the board	Stian Lysaker Member of the board	
Seaway Phoenix AS		Page 5



Cash flow statement	
Seaway Phoenix AS	
	01.06.2021 (Date of Incorporation) -
in USD	Note <u>31.12.2021</u>
Cash flows from operating activities	
Profit/loss before tax	2,017,226
Ordinary depreciation	2,162,690
Change in accounts receivable	<u>-4,183,260</u>
Net cash flows from operating activities	-3,344
Cash flows from investing activities	
Acquisition of property, plant and equipment	<u>-36,875,110</u>
Net cash flows from investing activities	-36,875,110
Cash flows from financing activities	
Proceeds from issuance of shares capital	<u>36,878,454</u>
Net cash flows from financing activities	36,878,454
Net increase (decrease) in cash and cash equivalents	0

Seaway Phoenix AS Page 6



Statement of Equity 2021

in USD	Share capital	Other paid-up equity	Other Comprehensive Income	Other equity	Total
As at 1.6.2021 (Date of Incorporation)	3,344	0	0	0	3,344
Net income/(loss) of the period	0	0	0	2,001,193	2,001,193
Total comprehensive income/ (loss)	0	0	0	2,001,193	2,001,193
Share capital increase	346	36,874,764	0	0	36,875,110
Pr 31.12.2021	3,690	36,874,764	0	2,001,193	38,879,646

Note 1 Accounting principles

The Financial statements and notes in this report are specific to Seaway Phoenix AS and not the wider Seaway 7 ASA Group. The results for the Seaway 7 ASA Group are contained within the Annual Report and Consolidated Financial Statements of Seaway 7 ASA which can be found at www.seaway7.com.

The Financial statements for 2021 are prepared in accordance with the Norwegian Accounting Act § 3-9 and Regulation on IFRS Light of January 21st 2008:57 as provided by the Norwegian Ministry of Finance.

This means that measurement and recognition follow IFRS and that presentation and notes are in accordance with the Norwegian Accounting Act and NGAAP.

The Company has taken advantage of the following exemption from Regulation on IFRS Light of January 21st 2008:57:

- Section 3.2.3 Dividend and Group Contribution - The Company will treat Dividend and Group Contribution in accordance with the Norwegian Accounting Act.
- Cash flow statement is presented in accordance with RL§ 3-2 and NRS.

Changes in standards and interpretations with future effective date

The Company intend to implement any relevant amendments to applicable standards when they become effective. The Company has no knowledge of future accounting standard or interpretations that will have significant impact on the Financial statement.

Currency

The Financial statements are presented in USD, which is the Company's functional currency and the currency of the primary economic environment in which the Company operates.

Transactions in foreign currencies are translated to USD using exchange rates provided on a monthly basis by Subsea 7 Group (source: Bloomberg).



Estimates

Management is required to make judgements, estimates and assumptions regarding the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other assumptions that the Company believes to be reasonable under the circumstances. Actual results may differ from these estimates under different assumptions or conditions.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised prospectively in the period in which the estimate is revised.

Operating income and expenses

Revenue for chartering of vessel Seaway Phoenix is recognised in the period the vessel has been in operation. Expenses are recognised when incurred.

Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

The financial instrument is recognised when the entity becomes party to the contractual provision of the instrument. On initial recognition are both financial assets and liabilities recognised at fair value.

Subsequent measurement of financial instruments is dependent on the classification of the financial asset or liability at initial recognition.

Initial measurement is based upon one of four IFRS 9 'Financial Instruments' models: amortised cost; fair value through profit and loss; fair value through other comprehensive income (with recycling of accumulated gains and losses) or fair value through other comprehensive income (without recycling of accumulated gains and losses).

The Company's main financial asset is intercompany receivables and the main financial liabilities is intercompany payable.

Financial assets and liabilities are measured at amortised cost. Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

Payables are measured at their nominal amount when the effect of discounting is not material.



Accounts receivable and other receivables

Accounts receivable and other current receivables are recorded in the balance sheet at nominal value.

The Company applies the expected credit loss (ECL) impairment model to record allowances for expected credit losses. The expected credit loss model applies to all debt financial assets accounted for in accordance with IFRS 9 'Financial Instruments'.

For contract assets and trade and other receivables which do not contain a significant financing component, the Company applies the simplified approach. This approach requires the allowance for ECLs to be recognised at an amount equal to lifetime expected credit losses.

For other debt financial assets, the allowance for ECLs is calculated on a 12-month basis and is based on the portion of ECLs expected to result from default events possible within 12 months of the reporting date.

Valuation and classification

Assets acquired for long term use are classified as Property, plant and equipment and accounted for at historical cost and depreciated over the useful economic life of the asset.

Other assets are classified as Current assets and recorded at the lowest of acquisition cost and fair value. Current and non-current liabilities are recognised in the Balance sheet at nominal amount at the time of acquisition.

Property, plant and equipment

Property, plant and equipment are capitalized at cost less accumulated depreciation and accumulated impairment charges.

Depreciation is calculated on a straight-line basis over the estimated useful life of the asset.

If the carrying amount of a non-current asset exceeds its estimated recoverable amount, and this is not temporarily, is the asset impaired accordingly.

Gains and losses on disposals are recognised in the Statement of Comprehensive Income in the period in which the asset is disposed.

Costs for maintenance are expensed as incurred, whereas costs for improving and upgrading property plant and equipment are added to the acquisition cost and depreciated with the related asset.

Taxation

The Company intends to select to be subject to the Norwegian tonnage tax regime.

Taxation expense or income recorded in the Statement of Comprehensive Income represents the sum of current tax and deferred tax charge or credit for the year.

Deferred tax is calculated with 22% based on the temporary differences between the Balance Sheet and the corresponding tax bases, and tax loss to carry forward year end. Increasing and reducing tax bases of the temporary differences that are reversed or can be reversed in the same period are offset and netted. Deferred tax asset on net reducing tax bases of temporary differences



that have not been offset and tax losses carried forward, are justified by assumed profit in the future.

Cash flow statement

The cash flow statement is prepared according to the Indirect method. Cash and cash equivalents include cash and bank deposits.

Related parties

Information on, the transactions with, related parties are disclosed in connection with the relevant accounting item or in the appropriate place of the report.

Note 2 Non-current assets

	Marine, Vessel Equipment	Other equipment	Total
Purchase cost as of 01.06.21 (Date of Incorporation)	0	0	0
+ Inflow purchased fixed assets	36,685,548	189,562	36,875,110
= Acquisition cost 31.12.21	36,685,548	189,562	36,875,110
Accumulated depreciation 31.12.21	2,152,159	10,531	2,162,690
= Book value 31.12.21	34,533,389	179,031	34,712,420
This period's ordinary depreciations	2,152,159	10,531	2,162,690
Economic useful life	20-30 years	3-6 years	

Note 3 Shareholders

The share capital in Seaway Phoenix AS as of 31.12 consists of:

	Total	Face value	Entered
Ordinary shares	3,000	11.00	33,000
Total	3,000		33,000

Ownership structure

The largest shareholders in % at year end:

	Ordinary	Owner interest	Share of votes
Seaway 7 ASA	3,000	100	100
Total number of shares	3,000	100	100

The share capital above is stated in NOK. The amount of NOK 33,000 equals USD 3,690 converted at historical exchange rates.



Note 4 Tax

	USD	USD
Tax expense	2021	2020
Taxes payable	15,219	0
Tonnage tax	814	0
Change deferred tax	0	0
Total tax expense	16,033	0
Taxable profit:		
Profit before tax	2,017,226	0
Permanent differences, tonnage tax	-2,015,539	0
Change temporary differences	0	0
Currency translation adjustment	67,487	0
Current year tax loss/ utilisation tax loss CF	0	0
Taxable profit	69,174	0

The currency translation adjustment is caused by historical USD-NOK foreign exchange rates applied in the tax computation in NOK.

Taxes payable in the balance sheet:

Taxes payable on current year taxable profit	16,033	0
Taxes payable in the balance sheet	16,033	0

Temporary differences	USD	USD	USD
	2021	2020	Change
Tax loss carry-forwards	0	0	0
Valuation allowance	0	0	0
Total temporary differences subject to deferred tax	0	0	0
Deferred tax (22%)	0	0	



Note 5 Balances held with Group companies

	Revenue	
	01.06.2021	
	(Date of	
	Incorporation) -	
	31.12.2021	
Group contributions	0	
Companies in the same group	4,222,170	
Jointly controlled businesses	0	
Total	4,222,170	
	Financial income	
	and expenses	
	01.06.2021	
	(Date of	
	Incorporation) -	
	31.12.2021	
Group contributions	0	
Companies in the same group	3,455	
Jointly controlled businesses	0	
Total	3,455	
	Customer	Receivables from
	receivables	group funding
	2021	2021
Group contributions	0	0
Companies in the same group	4,179,916	3,344
Jointly controlled businesses	0	0
Total	4,179,916	3,344
	Debt to suppliers	Other long-term
	2021	liabilities
	2021	2021
Group contributions	0	0
Companies in the same group	0	0
Jointly controlled businesses	0	0
Total	0	0

The Company is part of Subsea 7 Group's Working Capital Agreement and an automated sweeping mechanism setup, whereby any surplus funds are deposited with Subsea 7 Treasury UK Ltd (STL) overnight, conversely any overdrawn positions are funded by STL.

The Company has no bank deposits. All available bank funds are routinely transferred to and made available to Group Treasury.



Note 6 Employees and auditor

The Company has no employees. The Board of directors have not received any remuneration or other benefits in relation to their responsibilities as members of the Board.

Audit fee for the 2021 Financial Statement (decreed by law) was NOK 16,400.

Note 7 Significant transactions

Seaway Phoenix AS was founded on the 1st of June 2021 and sold to Subsea 7 Blue Space Limited on 23 August 2021. The Company was capitalised prior to it acquiring the vessel. The relevant contribution was addressed by an increase in share capital of NOK 1 and the additional amount was contributed as share premium. The total subscription was USD 36,875,110. On 7 September 2021 Subsea 7 Offshore Resources (UK) Ltd sold the Seaway Phoenix to the Company at net book value amounting USD 36,875,110. The transfer value for the vessel Seaway Phoenix was based on estimated net book value as at 31 August 2021 which was also considered to be representative of fair market value of the vessel.

Note 8 Risk factors

The main risk factors for the Company include market risks, operational risks and financial risks.

Market risks include risks associated with the demand and supply for the Company's services as well as political risks.

The Company's operational risks include perils particular to marine operations, grounding, collision and loss and damage to the vessels from harsh weather conditions.

The Company is exposed to financial risks such as interest rate changes and currency exchange rate fluctuations, as well as credit risk and liquidity risk related to customers and other financial counterparties being unable to honor their obligations.

Note 9 Post balance sheet events

There has not been any post balance sheet events that will impact the 2021 financial results.



Skatteetaten

Vår dato
21.06.2022

Din/Deres dato
24.05.2022

Saksbehandler
Thor-Petter Sørli

800 80 000
Skatteetaten.no

Din/Deres referanse
AR490703736

Telefon

Org.nr
974761076

Vår referanse
2022/5517928

Postadresse
Postboks 9200 Grønland
0134 OSLO

SEAWAY MOXIE AS
Kanalsletta 9
4033 STAVANGER

Dispensasjon fra kravet om å utarbeide årsregnskap og årsberetning på norsk

Vi viser til deres søknader om dispensasjon fra kravet om å utarbeide årsregnskap og årsberetning på norsk for følgende selskap:

827 396 672 Seaway Moxie AS
927 396 726 Seaway Aimery AS
927 396 688 Seaway Phoenix AS

Skattekontoret gir på bakgrunn av en konkret helhetsvurdering selskapene dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen forutsetter at engelsk språk benyttes i stedet ved utarbeidelsen, og at øvrige opplysninger som vedtaket baserer seg på, heller ikke endres vesentlig.

Kopi av dette brevet må sendes Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Det påligger den regnskapspliktige å dokumentere ved dette brev at tillatelsen er gitt.

Bakgrunn

Fra søknadene siteres:

«Selskapets formål er rederivirksomhet og alt som står i forbindelse med dette, herunder å eie aksjer og andeler i selskaper som driver tilsvarende eller beslektet virksomhet samt å eie ett eller flere skip.

Selskapet er datterselskap i Seaway 7 konsernet. Seaway 7 konsernet er videre konsolidert i Subsea 7 konsernet. Seaway 7 driver virksomhet knyttet til transport og installasjon av vindmøller til havs. Dette er en internasjonal bransje hvor kunder, leverandører, kreditorer og aksjonærer er avhengig av engelsk språk for å forstå virksomheten, samt dens resultater og finansielle stilling.



Konsernet er notert på Euronext Growth Oslo med delvis spredt eierskap til internasjonale institusjonelle investorer.

Norsk versjon av årsregnskap og årsberetning vil eventuelt kun bli utarbeidet for å tilfredsstille regnskapsloven. Gitt det omfattende arbeidet en full oversettelse innebærer synes ikke nytten å forsvare ressursbruken.»

Skattekontorets vurdering

Etter regnskapsloven § 3-4 tredje ledd skal *”årsregnskapet og årsberetningen ... være på norsk. Departementet kan ved ... enkeltvedtak bestemme at årsregnskapet og/eller årsberetningen kan være på et annet språk.”*

I Ot. prp. nr. 42 (1997-1998) Om lov om årsregnskap mv., er det uttalt følgende om regnskapslovens formål, jf. pkt. 1.1:

Regjeringen har som siktemål at regnskapsloven skal bidra til informative regnskaper for ulike grupper av regnskapsbrukere. Regnskapsbrukerne er dels investorer og kreditorer som tilfører kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan foretaket drives, f.eks. de ansatte og lokalsamfunnet. Informasjonen til kapitalmarkedet skal gi grunnlag for riktig prising av finansielle objekter. Riktig prisdannelse på aksjer er en forutsetning for at ressursbruken i samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon.

Det fremgår således at et av hovedformålene med regnskapsloven er å bidra til *”informative regnskaper for ulike grupper av regnskapsbrukere”*. Regnskapsbrukere vil omfatte, jf. uttalelsen i proposisjonen, blant andre investorer, kreditorer, ansatte, kunder og lokalsamfunnet.

Det er etter skattekontorets vurdering derfor avgjørende ved vurdering av om dispensasjon fra kravet til å utarbeide årsregnskap og/eller årsberetning på norsk kan gis, at det ikke foreligger mulige brukere av regnskapsinformasjon som blir vesentlig berørt negativt ved en eventuell dispensasjon.

Som nevnt ovenfor er det særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I dette tilfellet er det opplyst at kommunikasjon med de fleste av kunder og leverandører skjer på engelsk. En vesentlig andel av selskapenes eiere er engelskspråklige og vil ikke ha mulighet for å forstå årsregnskap og årsberetning på norsk. Skattekontoret finner at disse forholdene samlet tilsier at dispensasjon fra kravet om å utarbeide årsregnskap og årsberetning på norsk kan gis.

Vennligst oppgi vår referanse ved henvendelse i saken.



Med hilsen

Lene Bjørkevoll
underdirektør
Innsats, storbedrift
Skatteetaten

Thor-Petter Sørli

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.