



## ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

### Enheten

Organisasjonsnummer: 928 786 757  
Organisasjonsform: Aksjeselskap  
Foretaksnavn: SCANBIO MARINE GROUP HOLDING AS  
Forretningsadresse: Brattørkaia 17B  
7010 TRONDHEIM

### Regnskapsår

Årsregnskapets periode: 01.01.2023 - 31.12.2023

### Konsern

Mørselskap i konsern: Ja  
Konsernregnskap lagt ved: Ja

### Regnskapsregler

Regler for små foretak benyttet: Nei  
Benyttet ved utarbeidelsen av årsregnskapet til selskapet: Regnskapslovens alminnelige regler  
Benyttet ved utarbeidelsen av årsregnskapet til konsernet: Regnskapslovens alminnelige regler

### Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: John Vegard Aa  
Dato for fastsettelse av årsregnskapet: 18.04.2024

### Grunnlag for avgivelse

År 2023: Årsregnskapet er elektronisk innlevert  
År 2022: Tall er hentet fra elektronisk innlevert årsregnskap fra 2023

*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, 17.08.2025



## Resultatregnskap

Beløp i: NOK	Note	2023	2022
<b>RESULTATREGNSKAP</b>			
<b>Kostnader</b>			
Nedskrivning av varige driftsmidler og immaterielle eiendeler			0
Annen driftskostnad		4 041 871	3 562 082
<b>Sum kostnader</b>		<b>4 041 871</b>	<b>3 562 082</b>
<b>Driftsresultat</b>		<b>-4 041 871</b>	<b>-3 562 082</b>
<b>Finansinntekter og finanskostnader</b>			
Inntekt på investering i datterselskap og tilknyttet selskap	8	92 561 017	24 426 072
Annen renteinntekt		400 634	13 288
Annen finansinntekt	9	0	17 445 390
<b>Sum finansinntekter</b>		<b>92 961 651</b>	<b>41 884 750</b>
Rentekostnad til foretak i samme konsern	8	39 670 775	22 466 126
Annen rentekostnad		3 570 197	11 203 033
Annen finanskostnad	9	1 020 709	21 304 538
<b>Sum finanskostnader</b>		<b>44 261 681</b>	<b>54 973 697</b>
<b>Netto finans</b>		<b>48 699 970</b>	<b>-13 088 947</b>
<b>Ordinært resultat før skattekostnad</b>		<b>44 658 099</b>	<b>-16 651 029</b>
Skattekostnad på ordinært resultat	10	13 812 210	-321 895
<b>Ordinært resultat etter skattekostnad</b>		<b>30 845 889</b>	<b>-16 329 134</b>
<b>Årsresultat</b>		<b>30 845 889</b>	<b>-16 329 134</b>
<b>Overføringer og disponeringer</b>			
Ordinært utbytte		0	8 750 000
Overføringer til/fra annen egenkapital		30 845 889	-25 079 134
<b>Sum overføringer og disponeringer</b>	11	<b>30 845 889</b>	<b>-16 329 134</b>



## Balanse

Beløp i: NOK	Note	2023	2022
<b>BALANSE - EIENDELER</b>			
<b>Anleggsmidler</b>			
<b>Immaterielle eiendeler</b>			
Utsatt skattefordel	10	17 338 992	33 377 403
<b>Sum immaterielle eiendeler</b>		<b>17 338 992</b>	<b>33 377 403</b>
<b>Finansielle anleggsmidler</b>			
Investering i datterselskap	12, 13	646 600 359	646 600 359
Lån til foretak i samme konsern	8, 12	191 034 185	151 034 185
<b>Sum finansielle anleggsmidler</b>		<b>837 634 544</b>	<b>797 634 544</b>
<b>Sum anleggsmidler</b>		<b>854 973 536</b>	<b>831 011 947</b>
<b>Omløpsmidler</b>			
<b>Varer</b>			
<b>Fordringer</b>			
Andre fordringer		0	61 280
Konsernfordringer	8, 13	118 098 235	25 078 559
<b>Sum fordringer</b>		<b>118 098 235</b>	<b>25 139 839</b>
<b>Bankinnskudd, kontanter og lignende</b>			
Bankinnskudd, kontanter og lignende	12, 14	6 533 031	1 561 966
<b>Sum bankinnskudd, kontanter og lignende</b>		<b>6 533 031</b>	<b>1 561 966</b>
<b>Sum omløpsmidler</b>		<b>124 631 266</b>	<b>26 701 805</b>
<b>SUM EIENDELER</b>		<b>979 604 802</b>	<b>857 713 752</b>
<b>BALANSE - EGENKAPITAL OG GJELD</b>			
<b>Egenkapital</b>			
<b>Innskutt egenkapital</b>			
Selskapskapital	11, 15	3 120 000	3 120 000
Overkurs	11	330 744 572	330 744 572



## Balanse

<b>Beløp i: NOK</b>	<b>Note</b>	<b>2023</b>	<b>2022</b>
<b>Sum innskutt egenkapital</b>		<b>333 864 572</b>	<b>333 864 572</b>
<b>Opptjent egenkapital</b>			
Annen egenkapital	11	-181 277 665	-209 897 353
<b>Sum opptjent egenkapital</b>		<b>-181 277 665</b>	<b>-209 897 353</b>
<b>Sum egenkapital</b>		<b>152 586 907</b>	<b>123 967 219</b>
<b>Gjeld</b>			
<b>Langsiktig gjeld</b>			
<b>Annen langsiktig gjeld</b>			
Gjeld til kredittinstitusjoner	12, 16	350 000 172	300 000 172
Øvrig langsiktig gjeld	8	391 772 076	347 581 781
<b>Sum annen langsiktig gjeld</b>		<b>741 772 248</b>	<b>647 581 953</b>
<b>Sum langsiktig gjeld</b>		<b>741 772 248</b>	<b>647 581 953</b>
<b>Kortsiktig gjeld</b>			
Leverandørgjeld		-138 957	235 755
Skyldige offentlige avgifter			-67 792
Kortsiktig konserngjeld	8, 11	79 974 824	82 835 743
Annen kortsiktig gjeld		5 409 781	3 160 873
<b>Sum kortsiktig gjeld</b>		<b>85 245 648</b>	<b>86 164 579</b>
<b>Sum gjeld</b>		<b>827 017 896</b>	<b>733 746 532</b>
<b>SUM EGENKAPITAL OG GJELD</b>		<b>979 604 803</b>	<b>857 713 751</b>



## Konsernets resultatregnskap

Beløp i: NOK	Note	2023	2022
<b>RESULTATREGNSKAP</b>			
<b>Inntekter</b>			
Salgsinntekt	2	1 154 443 405	526 163 606
Annen driftsinntekt		8 188 499	1 095 856
<b>Sum inntekter</b>		<b>1 162 631 904</b>	<b>527 259 462</b>
<b>Kostnader</b>			
Varekostnad	3	698 522 489	309 597 867
Lønnskostnad	4, 5	116 014 496	60 145 480
Avskrivning på varige driftsmidler og immaterielle eiendeler	6, 7	107 900 003	86 356 353
Nedskrivning av varige driftsmidler og immaterielle eiendeler	6, 7	398 751	0
Annen driftskostnad		178 343 437	45 685 006
<b>Sum kostnader</b>		<b>1 101 179 176</b>	<b>501 784 706</b>
<b>Driftsresultat</b>		<b>61 452 728</b>	<b>25 474 756</b>
<b>Finansinntekter og finanskostnader</b>			
Annen renteinntekt		8 653 926	730 734
Annen finansinntekt	9	3 754 162	145 718 267
<b>Sum finansinntekter</b>		<b>12 408 088</b>	<b>146 449 001</b>
Rentekostnad til foretak i samme konsern	8	21 662 007	18 449 724
Annen rentekostnad		30 316 111	14 440 431
Annen finanskostnad	9	3 900 295	130 253 125
<b>Sum finanskostnader</b>		<b>55 878 413</b>	<b>163 143 280</b>
<b>Netto finans</b>		<b>-43 470 325</b>	<b>-16 694 279</b>
<b>Ordinært resultat før skattekostnad</b>		<b>17 982 403</b>	<b>8 780 477</b>
Skattekostnad på ordinært resultat	10	13 564 819	5 701 131
<b>Ordinært resultat etter skattekostnad</b>		<b>4 417 584</b>	<b>3 079 346</b>
<b>Årsresultat</b>		<b>4 417 584</b>	<b>3 079 346</b>



### Konsernets balanse

Beløp i: NOK	Note	2023	2022
<b>BALANSE - EIENDELER</b>			
<b>Anleggsmidler</b>			
<b>Immaterielle eiendeler</b>			
Utvikling	6	4 055 821	3 548 151
Konsesjoner, patenter, lisenser, varemerker og lignende rettigheter	6	86 464 656	111 327 651
Utsatt skattefordel	10	0	7 574 798
Goodwill	6	393 232 903	440 420 851
<b>Sum immaterielle eiendeler</b>		<b>483 753 380</b>	<b>562 871 451</b>
<b>Varige driftsmidler</b>			
Tomter, bygninger og annen fast eiendom	7, 12	28 151 052	20 947 589
Maskiner og anlegg	7, 12	181 869 157	112 836 537
Skip, rigger, fly og lignende	7, 12	168 761 757	60 580 763
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende	7, 12	9 375 957	8 707 082
<b>Sum varige driftsmidler</b>		<b>388 157 923</b>	<b>203 071 971</b>
<b>Finansielle anleggsmidler</b>			
Investeringer i aksjer og andeler		7 000	7 000
Andre fordringer	12	40 000	1 352 636
<b>Sum finansielle anleggsmidler</b>		<b>47 000</b>	<b>1 359 636</b>
<b>Sum anleggsmidler</b>		<b>871 958 303</b>	<b>767 303 058</b>
<b>Omløpsmidler</b>			
<b>Varer</b>			
Varer	3, 12	140 829 784	147 894 036
<b>Sum varer</b>		<b>140 829 784</b>	<b>147 894 036</b>
<b>Fordringer</b>			
Kundefordringer		155 802 021	106 066 433
Andre fordringer		33 617 790	16 454 711
Konsernfordringer	8, 13	970 410	719 906
<b>Sum fordringer</b>		<b>190 390 221</b>	<b>123 241 050</b>
<b>Investeringer</b>			



### Konsernets balanse

<b>Beløp i: NOK</b>	<b>Note</b>	<b>2023</b>	<b>2022</b>
Andre finansielle instrumenter		0	709 690
<b>Sum investeringer</b>		<b>0</b>	<b>709 690</b>
<b>Bankinnskudd, kontanter og lignende</b>			
Bankinnskudd, kontanter og lignende	12, 14	6 533 031	75 372 814
<b>Sum bankinnskudd, kontanter og lignende</b>		<b>6 533 031</b>	<b>75 372 814</b>
<b>Sum omløpsmidler</b>		<b>337 753 036</b>	<b>347 217 590</b>
<b>SUM EIENDELER</b>		<b>1 209 711 339</b>	<b>1 114 520 648</b>
<b>BALANSE - EGENKAPITAL OG GJELD</b>			
<b>Egenkapital</b>			
<b>Innskutt egenkapital</b>			
Selskapskapital	11, 15	3 120 000	3 120 000
Overkurs	11	330 744 572	330 744 572
<b>Sum innskutt egenkapital</b>		<b>333 864 572</b>	<b>333 864 572</b>
<b>Opptjent egenkapital</b>			
Fond		0	314 638
Annen egenkapital	11	-3 765 480	-7 207 018
<b>Sum opptjent egenkapital</b>		<b>-3 765 480</b>	<b>-6 892 380</b>
<b>Sum egenkapital</b>		<b>330 099 092</b>	<b>326 972 192</b>
<b>Gjeld</b>			
<b>Langsiktig gjeld</b>			
Pensjonsforpliktelser	5	40 587	26 015
Utsatt skatt	11	7 528 066	0
Andre avsetninger for forpliktelser		815 894	617 495
<b>Sum avsetninger for forpliktelser</b>		<b>8 384 547</b>	<b>643 510</b>
<b>Annen langsiktig gjeld</b>			
Gjeld til kredittinstitusjoner	12, 16	350 000 172	300 000 172
Øvrig langsiktig gjeld	8	369 740 373	347 581 781
<b>Sum annen langsiktig gjeld</b>		<b>719 740 545</b>	<b>647 581 953</b>



## Konsernets balanse

<b>Beløp i: NOK</b>	<b>Note</b>	<b>2023</b>	<b>2022</b>
<b>Sum langsiktig gjeld</b>		<b>728 125 092</b>	<b>648 225 463</b>
<b>Kortsiktig gjeld</b>			
Gjeld til kredittinstitusjoner	16	33 287 914	0
Leverandørgjeld		67 045 824	57 891 384
Betalbar skatt	10	1 963 831	2 253 336
Skyldige offentlige avgifter		7 085 847	5 273 355
Kortsiktig konserngjeld	8, 11	312 500	35 181 393
Annen kortsiktig gjeld		41 791 238	38 723 524
<b>Sum kortsiktig gjeld</b>		<b>151 487 154</b>	<b>139 322 992</b>
<b>Sum gjeld</b>		<b>879 612 246</b>	<b>787 548 455</b>
<b>SUM EGENKAPITAL OG GJELD</b>		<b>1 209 711 338</b>	<b>1 114 520 647</b>



## Brønnøysundregistrene

### ÅRSREGNSKAP FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

Journalnummer: 2024 631013

#### Enheten

Organisasjonsnummer: 928 786 757  
Organisasjonsform: Aksjeselskap  
Foretaksnavn: SCANBIO MARINE GROUP HOLDING AS  
Forretningsadresse: Brattørkaia 17B  
7010 TRONDHEIM

#### Regnskapsår

Årsregnskapets periode: 01.01.2023 - 31.12.2023

#### Konsern

Morselskap i konsern: Ja  
Konsernregnskap lagt ved: Ja

#### Regnskapsregler

Regler for små foretak benyttet: Nei  
Benyttet ved utarbeidelsen av  
årsregnskapet til selskapet: Regnskapslovens alminnelige regler  
Benyttet ved utarbeidelsen av  
årsregnskapet til konsernet: Regnskapslovens alminnelige regler

#### Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: John Vegard Aa  
Dato for fastsettelse av årsregnskapet: 18.04.2024

#### Grunnlag for avgivelse

År 2023: Årsregnskap er elektronisk innlevert.  
År 2022: Tall er hentet fra elektronisk innlevert årsregnskap fra 2023.

*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, 07.08.2024



Organisasjonsnr: 928 786 757  
SCANBIO MARINE GROUP HOLDING AS

## RESULTATREGNSKAP

Beløp i: NOK	Note	2023	2022
<b>RESULTATREGNSKAP</b>			
<b>Kostnader</b>			
Nedskrivning av varige driftsmidler og immaterielle eiendeler			0
Annen driftskostnad		4 041 871	3 562 082
<b>Sum kostnader</b>		<b>4 041 871</b>	<b>3 562 082</b>
<b>Driftsresultat</b>		<b>-4 041 871</b>	<b>-3 562 082</b>
<b>Finansinntekter og finanskostnader</b>			
Inntekt på investering i datterselskap og tilknyttet selskap	8	92 561 017	24 426 072
Annen renteinntekt		400 634	13 288
Annen finansinntekt	9	0	17 445 390
<b>Sum finansinntekter</b>		<b>92 961 651</b>	<b>41 884 750</b>
Rentekostnad til foretak i samme konsern	8	39 670 775	22 466 126
Annen rentekostnad		3 570 197	11 203 033
Annen finanskostnad	9	1 020 709	21 304 538
<b>Sum finanskostnader</b>		<b>44 261 681</b>	<b>54 973 697</b>
<b>Netto finans</b>		<b>48 699 970</b>	<b>-13 088 947</b>
<b>Ordinært resultat før skattekostnad</b>		<b>44 658 099</b>	<b>-16 651 029</b>
Skattekostnad på ordinært resultat	10	13 812 210	-321 895
<b>Ordinært resultat etter skattekostnad</b>		<b>30 845 889</b>	<b>-16 329 134</b>
<b>Årsresultat</b>		<b>30 845 889</b>	<b>-16 329 134</b>
<b>Overføringer og disponeringer</b>			
Ordinært utbytte		0	8 750 000
Overføringer til/fra annen egenkapital		30 845 889	-25 079 134
<b>Sum overføringer og disponeringer</b>	11	<b>30 845 889</b>	<b>-16 329 134</b>



Organisasjonsnr: 928 786 757  
SCANBIO MARINE GROUP HOLDING AS

## BALANSE

**Beløp i: NOK** **Note** **2023** **2022**

### BALANSE - EIENDELER

#### Anleggsmidler

##### Immaterielle eiendeler

Utsatt skattefordel 10 17 338 992 33 377 403  
Sum immaterielle eiendeler 17 338 992 33 377 403

##### Finansielle anleggsmidler

Investering i datterselskap 12, 13 646 600 359 646 600 359  
Lån til foretak i samme  
konsern 8, 12 191 034 185 151 034 185  
Sum finansielle  
anleggsmidler 837 634 544 797 634 544

Sum anleggsmidler 854 973 536 831 011 947

#### Omløpsmidler

##### Varer

##### Fordringer

Andre fordringer 0 61 280  
Konsernfordringer 8, 13 118 098 235 25 078 559  
Sum fordringer 118 098 235 25 139 839

##### Bankinnskudd, kontanter og lignende

Bankinnskudd, kontanter  
og lignende 12, 14 6 533 031 1 561 966  
Sum bankinnskudd,  
kontanter og lignende 6 533 031 1 561 966

Sum omløpsmidler 124 631 266 26 701 805

**SUM EIENDELER 979 604 802 857 713 752**

### BALANSE - EGENKAPITAL OG GJELD

#### Egenkapital

##### Innskutt egenkapital

Selskapskapital 11, 15 3 120 000 3 120 000  
Overkurs 11 330 744 572 330 744 572  
Sum innskutt egenkapital 333 864 572 333 864 572

##### Opptjent egenkapital

Annen egenkapital 11 -181 277 665 -209 897 353  
Sum opptjent egenkapital -181 277 665 -209 897 353

Sum egenkapital 152 586 907 123 967 219



<b>Gjeld</b>			
<b>Langsiktig gjeld</b>			
<b>Annen langsiktig gjeld</b>			
Gjeld til			
kredittinstitusjoner	12, 16	350 000 172	300 000 172
Øvrig langsiktig gjeld	8	391 772 076	347 581 781
<b>Sum annen langsiktig gjeld</b>		<b>741 772 248</b>	<b>647 581 953</b>
<b>Sum langsiktig gjeld</b>		<b>741 772 248</b>	<b>647 581 953</b>
<b>Kortsiktig gjeld</b>			
Leverandørgjeld		-138 957	235 755
Skyldige offentlige avgifter			-67 792
Kortsiktig konserngjeld	8, 11	79 974 824	82 835 743
Annen kortsiktig gjeld		5 409 781	3 160 873
<b>Sum kortsiktig gjeld</b>		<b>85 245 648</b>	<b>86 164 579</b>
<b>Sum gjeld</b>		<b>827 017 896</b>	<b>733 746 532</b>
<b>SUM EGENKAPITAL OG GJELD</b>		<b>979 604 803</b>	<b>857 713 751</b>



Organisasjonsnr: 928 786 757  
SCANBIO MARINE GROUP HOLDING AS

## KONSERNRESULTATREGNSKAP

Beløp i: NOK	Note	2023	2022
<b>RESULTATREGNSKAP</b>			
<b>Inntekter</b>			
Salgsinntekt	2	1 154 443 405	526 163 606
Annen driftsinntekt		8 188 499	1 095 856
<b>Sum inntekter</b>		<b>1 162 631 904</b>	<b>527 259 462</b>
<b>Kostnader</b>			
Varekostnad	3	698 522 489	309 597 867
Lønnskostnad	4, 5	116 014 496	60 145 480
Avskrivning på varige driftsmidler og immaterielle eiendeler	6, 7	107 900 003	86 356 353
Nedskrivning av varige driftsmidler og immaterielle eiendeler	6, 7	398 751	0
Annen driftskostnad		178 343 437	45 685 006
<b>Sum kostnader</b>		<b>1 101 179 176</b>	<b>501 784 706</b>
<b>Driftsresultat</b>		<b>61 452 728</b>	<b>25 474 756</b>
<b>Finansinntekter og finanskostnader</b>			
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Rentekostnad til foretak i samme konsern	8	21 662 007	18 449 724
Annen rentekostnad		30 316 111	14 440 431
Annen finanskostnad	9	3 900 295	130 253 125
<b>Sum finanskostnader</b>		<b>55 878 413</b>	<b>163 143 280</b>
<b>Netto finans</b>		<b>-43 470 325</b>	<b>-16 694 279</b>
<b>Ordinært resultat før skattekostnad</b>		<b>17 982 403</b>	<b>8 780 477</b>
Skattekostnad på ordinært resultat	10	13 564 819	5 701 131
<b>Ordinært resultat etter skattekostnad</b>		<b>4 417 584</b>	<b>3 079 346</b>
<b>Årsresultat</b>		<b>4 417 584</b>	<b>3 079 346</b>



Organisasjonsnr: 928 786 757  
SCANBIO MARINE GROUP HOLDING AS

## KONSERNBALANSE

<b>Beløp i: NOK</b>	<b>Note</b>	<b>2023</b>	<b>2022</b>
<b>BALANSE - EIENDELER</b>			
<b>Anleggsmidler</b>			
<b>Immaterielle eiendeler</b>			
Utvikling	6	4 055 821	3 548 151
Konsesjoner, patenter, lisenser, varemerker og lignende rettigheter	6	86 464 656	111 327 651
Utsatt skattefordel	10	0	7 574 798
Goodwill	6	393 232 903	440 420 851
<b>Sum immaterielle eiendeler</b>		<b>483 753 380</b>	<b>562 871 451</b>
<b>Varige driftsmidler</b>			
Tomter, bygninger og annen fast eiendom	7, 12	28 151 052	20 947 589
Maskiner og anlegg	7, 12	181 869 157	112 836 537
Skip, rigger, fly og lignende	7, 12	168 761 757	60 580 763
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende	7, 12	9 375 957	8 707 082
<b>Sum varige driftsmidler</b>		<b>388 157 923</b>	<b>203 071 971</b>
<b>Finansielle anleggsmidler</b>			
Investeringer i aksjer og andeler		7 000	7 000
Andre fordringer	12	40 000	1 352 636
<b>Sum finansielle anleggsmidler</b>		<b>47 000</b>	<b>1 359 636</b>
<b>Sum anleggsmidler</b>		<b>871 958 303</b>	<b>767 303 058</b>
<b>Omløpsmidler</b>			
<b>Varer</b>			
Varer	3, 12	140 829 784	147 894 036
<b>Sum varer</b>		<b>140 829 784</b>	<b>147 894 036</b>
<b>Fordringer</b>			
Kundefordringer		155 802 021	106 066 433
Andre fordringer		33 617 790	16 454 711
Konsernfordringer	8, 13	970 410	719 906
<b>Sum fordringer</b>		<b>190 390 221</b>	<b>123 241 050</b>
<b>Investeringer</b>			
Andre finansielle instrumenter		0	709 690
<b>Sum investeringer</b>		<b>0</b>	<b>709 690</b>
<b>Bankinnskudd, kontanter og lignende</b>			



Bankinnskudd, kontanter og lignende	12, 14	6 533 031	75 372 814
<b>Sum bankinnskudd, kontanter og lignende</b>		<b>6 533 031</b>	<b>75 372 814</b>
<b>Sum omløpsmidler</b>		<b>337 753 036</b>	<b>347 217 590</b>
<b>SUM EIENDELER</b>		<b>1 209 711 339</b>	<b>1 114 520 648</b>
<b>BALANSE - EGENKAPITAL OG GJELD</b>			
<b>Egenkapital</b>			
<b>Innskutt egenkapital</b>			
Selskapskapital	11, 15	3 120 000	3 120 000
Overkurs	11	330 744 572	330 744 572
<b>Sum innskutt egenkapital</b>		<b>333 864 572</b>	<b>333 864 572</b>
<b>Opptjent egenkapital</b>			
Fond		0	314 638
Annen egenkapital	11	-3 765 480	-7 207 018
<b>Sum opptjent egenkapital</b>		<b>-3 765 480</b>	<b>-6 892 380</b>
<b>Sum egenkapital</b>		<b>330 099 092</b>	<b>326 972 192</b>
<b>Gjeld</b>			
<b>Langsiktig gjeld</b>			
Pensjonsforpliktelser	5	40 587	26 015
Utsatt skatt	11	7 528 066	0
Andre avsetninger for forpliktelser		815 894	617 495
<b>Sum avsetninger for forpliktelser</b>		<b>8 384 547</b>	<b>643 510</b>
<b>Annen langsiktig gjeld</b>			
Gjeld til kredittinstitusjoner	12, 16	350 000 172	300 000 172
Øvrig langsiktig gjeld	8	369 740 373	347 581 781
<b>Sum annen langsiktig gjeld</b>		<b>719 740 545</b>	<b>647 581 953</b>
<b>Sum langsiktig gjeld</b>		<b>728 125 092</b>	<b>648 225 463</b>
<b>Kortsiktig gjeld</b>			
Gjeld til kredittinstitusjoner	16	33 287 914	0
Leverandørgjeld		67 045 824	57 891 384
Betalbar skatt	10	1 963 831	2 253 336
Skyldige offentlige avgifter		7 085 847	5 273 355
Kortsiktig konserngjeld	8, 11	312 500	35 181 393
Annen kortsiktig gjeld		41 791 238	38 723 524
<b>Sum kortsiktig gjeld</b>		<b>151 487 154</b>	<b>139 322 992</b>
<b>Sum gjeld</b>		<b>879 612 246</b>	<b>787 548 455</b>
<b>SUM EGENKAPITAL OG GJELD</b>		<b>1 209 711 338</b>	<b>1 114 520 647</b>



Organisasjonsnr: 928 786 757  
SCANBIO MARINE GROUP HOLDING AS

NOTEOPPLYSNINGER - SELSKAP - alle poster oppgitt i hele tall

Note  
4

Antall årsverk i regnskapsåret  
0.00

<u>Sum</u>	<u>Beløp</u>
<u>Balanseført verdi 31.12.</u>	<u>Varige driftsmidler Immaterielle eiend.</u>

Konsernregnskap

Morselskapet sitt navn

Forretningskontor for morselskapet

Begrunnelse for at datterselskap er utelatt fra konsolideringen

Konsern, tilknyttet selskap m.v. - fordringer og gjeld

Fordringer

<u>Samlet beløp - tilknyttet selskap</u>	<u>Årets</u>	<u>Fjorårets</u>
<u>Samlet beløp - foretak i samme konsern</u>	<u>Årets</u>	<u>Fjorårets</u>
<u>Samlet beløp - foretak i samme konsern</u>	<u>Årets</u>	<u>Fjorårets</u>
<u>Samlet beløp - felles kontrollert virksomhet</u>	<u>Årets</u>	<u>Fjorårets</u>
<u>Pantstillelse</u>	<u>Beløp</u>	



Beholdning av egne aksjer                      Antall                      Pålydende                      Andel av aksjek.

**Note**

**Lån og sikkerhetsstillelse til medlemmer**

Er det gitt lån eller sikkerhetsstillelse til ledende personer: Nei

Opplysninger om:

Medlemmer av:

**Mer om lån og sikkerhetsstillelse**



Organisasjonsnr: 928 786 757  
SCANBIO MARINE GROUP HOLDING AS

NOTEOPPLYSNINGER - KONSERN - alle poster oppgitt i hele tall

Note  
4

Antall årsverk i regnskapsåret  
140.00

<u>Sum</u>	<u>Beløp</u>
<u>Balanseført verdi 31.12.</u>	<u>Varige driftsmidler Immaterielle eiend.</u>

Konsernregnskap

Morselskapet sitt navn

Forretningskontor for morselskapet

Begrunnelse for at datterselskap er utelatt fra konsolideringen

Konsern, tilknyttet selskap m.v. - fordringer og gjeld

Fordringer

<u>Samlet beløp - tilknyttet selskap</u>	<u>Årets</u>	<u>Fjorårets</u>
<u>Samlet beløp - foretak i samme konsern</u>	<u>Årets</u>	<u>Fjorårets</u>
<u>Samlet beløp - foretak i samme konsern</u>	<u>Årets</u>	<u>Fjorårets</u>
<u>Samlet beløp - felles kontrollert virksomhet</u>	<u>Årets</u>	<u>Fjorårets</u>
<u>Pantstillelse</u>	<u>Beløp</u>	



Beholdning av egne aksjer                      Antall                      Pålydende                      Andel av aksjek.

**Note**

**Lån og sikkerhetsstillelse til medlemmer**

Er det gitt lån eller sikkerhetsstillelse til ledende personer: Nei

Opplysninger om:

Medlemmer av:

**Mer om lån og sikkerhetsstillelse**



# Scanbio Marine Group Holding AS

Financial report 2023

Annual report

Financial statement

- Profit and loss
- Balance
- Cashflow statement
- Notes



Scanbio Marine Group Holding AS

## ANNUAL REPORT FOR 2023

### Business overview

Scanbio Marine Group Holding AS (the Company) and other companies' part of the Scanbio Group (The Group) operate in the fish waste management and processing industry, either directly or owning shares in companies operating in the same sector. The Company is located in Trondheim and the Group has its main activities along the Norwegian coastline. Scanbio Marine Group Holding AS is the holding company of Scanbio Marine Group AS. The Group operations are carried out by Scanbio Marine Group AS and its subsidiaries.

### Continued operations

In accordance with section 3 - 3 of the Norwegian Accounting Act, the assumption of continued operations is confirmed and used when preparing the accounts.

### Overview of development, liquidity, results, and position of the Group

<b>GROUP</b>	<b>2023</b>	<b>01.05-31.12 2022</b>
Operating revenues	1 162 631 904	527 259 462
EBITDA	169 751 482	111 831 109
Operating profit/loss	61 452 728	25 474 756
Profit/loss for the year	4 417 583	3 079 346
	<b>31.12.23</b>	<b>31.12.22</b>
Balance	1 209 711 340	1 114 520 647
Equity	330 099 092	326 972 191
Equity ratio	27,3%	29,3%
	<b>2023</b>	<b>2022</b>
Operating revenues	0	0
EBITDA	-4 041 871	-3 562 082
Operating profit/loss	-4 041 871	-3 562 082
Profit/loss for the year	30 845 889	-16 329 134
	<b>31.12.23</b>	<b>31.12.22</b>
Balance	979 604 802	857 713 752
Equity	152 586 907	123 967 219
Equity ratio	15,6%	14,5%

The Group operates in the fish waste management and processing industry, and access to raw materials is regulated through quotas and maximum biomass. The Group's profit for 2023 was NOK 4 417 583 compared with a profit of NOK 3 079 346 in 2022. The Group was effective from 1<sup>st</sup> of May 2022 and such the comparative numbers for 2022 relates to eight months.

The Company has the purpose of owning shares in other companies and profit of the year is due to group contributions. The Company's profit for 2023 was NOK 30 845 889 compared with a loss of NOK 16 329 134 in 2022.

The Company and the Group's equity and liquidity ratios are satisfactory. Reference is made to the attached annual accounts with notes.

### Working conditions / environment

The Group has 140 FTEs. There are no employees in the Company.

In accordance with current laws and regulations, the Group provides an overview of total sickness absence among the employees. For the Group, total sickness absence has been 3,6% in 2023 (6,2 % in 2022).



## Scanbio Marine Group Holding AS

The Group has a satisfactory arrangement to comply with the rules in the "Regulations on Internal Control - Health, Safety and Environment". There are no registered injuries or accidents at the Group during the financial year.

The purpose of the Discrimination Act is to promote equality, equal opportunities, and rights and to prevent discrimination on grounds of ethnicity, national origin, descent, colour, language, religion, disability, and philosophy of life. The Group works actively and purposefully to promote the purpose of the law within our business. The activities include recruitment, pay and working conditions, promotion, development opportunities and protection against harassment.

For a report on working conditions and work environment in the subsidiaries, reference is made to the respective annual reports.

### **Equality**

The Group's goal is to be a workplace where there is full equality between women and men. The Group has introduced provisions that aim to prevent discrimination based on gender in matters such as salary, advancement, and recruitment.

### **Environmental**

The Group operates in line with the requirements set for the external environment. Subsidiaries' operations involve the collection of fish waste that would otherwise have been sent to landfill or incinerated, and processing them into sustainable, secondary raw materials, significantly contributing to the circular economy. The Group has robust policies and procedures in place to ensure all permits are adhered to and are implementing several strategic initiatives to further reduce discharge and emissions to water and the air. These emissions are regulated through permission from the county governor and the Norwegian Food Safety Authority. The Group is also focused on carbon reduction initiatives, particularly in relation to improving its GHG footprint in accordance with the targets of the Paris Agreement. The sustainability report can be read at [www.scanbio.com](http://www.scanbio.com).

### **Research and development.**

The Group is engaged in continuous product development and are performing several research and development projects.

### **Financial and market risk**

#### *Interest rate risk*

The Group is not significantly exposed to interest rate risk as a high share of the Group's interest-bearing debt has fixed interest rates.

#### *Currency risk*

The Group has sales revenues in foreign currencies, mainly USD, EUR and GBP. Currency risk is handled through the forward contracts and the active use of our multi-currency group accounts system. The group is reducing its currency risk through continuously implementing risk reducing measures.

#### *Credit risk*

Credit risk is handled through close monitoring of outstanding receivables and the use of bank guarantees / letters of credit for new customers.

#### *Liquidity risk*

The Group has generated sufficient liquidity to support its operations in 2023. In 2024 the Group is expecting to continue generating sufficient liquidity to finance its operations and CAPEX.

#### *Market risk*

The Group's most significant exposure to risk is from fluctuations in the price of finished products related to the global supply of marine feed ingredients as well as the availability and price of marine raw materials. The Group also has activity related to the collection of dead fish from the



## Scanbio Marine Group Holding AS

salmon industry and is thus exposed to fluctuations in the mortality within the Norwegian salmon industry.

### Future outlook prospects

Given the strong global demand for the Group's products, the Group expect growth in the coming years.

### Board responsibility

The company has insurance for the members of the board and CEO for their potential economic responsible for the company and third parties.

### The Transparency Act

The group is obliged to conduct due diligence in accordance with the Transparency Act §4. This due diligence report will be published on the company's website by the 30<sup>th</sup> of June 2024.

### Allocation of result


The Board proposes the following transfers and allocations of the 2023 result:


Transferred to Other equity	30 845 889
Total transfers	<u>30 845 889</u>


In the opinion of the Board, the annual report and annual accounts give a correct picture of the Company and the Group's assets and liabilities, financial position, and profit at year-end.

Trondheim April 18<sup>th</sup>, 2024

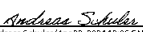
### On the Board of Directors of Scanbio Marine Group Holding AS

  
Tor Vikenes (Apr 23, 2024 09:25 GMT+2)  
Tor Vikenes  
Chairman of the Board

  
Martin Nye  
Board member

  
Sam Abboud (Apr 22, 2024 08:52 GMT+1)  
Sam Abboud  
Board member

  
Erik Osmundsen (Apr 22, 2024 09:06 GMT+2)  
Erik Osmundsen  
Board member

  
Andreas Schüler (Apr 22, 2024 12:06 GMT+1)  
Andreas Schüler  
Board member

  
Kamel Gabriel El Khaloui  
CEO



## Consolidated financial statement Scanbio Marine Group Holding AS Profit and loss

Parent company				Group*	
2022	2023	NOTES	OPERATING INCOME AND EXPENSES	2023	01.05-31.12 2022
0	0	2	Operating income	1 154 443 405	526 163 606
0	0	2	Other operating income	8 188 499	1 095 856
<u>0</u>	<u>0</u>		<b>Total operating income</b>	<u>1 162 631 904</u>	<u>527 259 462</u>
0	0	3	Cost of materials	698 522 489	309 597 867
0	0	4, 5	Personnel expenses	116 014 496	60 145 480
0	0	6, 7	Depreciation on tangible assets and intangible assets	107 900 003	86 356 353
0	0	6, 7	Write-downs of tangible assets and intangible assets	398 751	0
3 562 082	4 041 871		Other operating expenses	178 343 437	45 685 006
<u>3 562 082</u>	<u>4 041 871</u>		<b>Total operating expenses</b>	<u>1 101 179 176</u>	<u>501 784 706</u>
<u>-3 562 082</u>	<u>-4 041 871</u>		<b>Result from operations</b>	<u>61 452 728</u>	<u>25 474 756</u>
<b>FINANCIAL INCOME AND FINANCIAL EXPENSES</b>					
24 426 072	92 561 017	8	Income from investing in subsidiaries	0	0
13 288	400 634		Other interest income	8 653 926	730 734
17 445 390	0	9	Other financial income	3 754 162	145 718 267
-22 466 126	-39 670 775	8	Interest expenses from group companies	-21 662 007	-18 449 724
-11 203 033	-3 570 197		Other interest expenses	-30 316 111	-14 440 431
-21 304 538	-1 020 709	9	Other financial expenses	-3 900 295	-130 253 125
<u>-13 088 946</u>	<u>48 699 971</u>		<b>Net financial items</b>	<u>-43 470 326</u>	<u>-16 694 279</u>
<u>-16 651 029</u>	<u>44 658 099</u>		<b>Result before taxes</b>	<u>17 982 403</u>	<u>8 780 477</u>
-321 895	13 812 210	10	Taxes	13 564 819	5 701 131
<u>-16 329 134</u>	<u>30 845 889</u>		<b>Net result for the year</b>	<u>4 417 583</u>	<u>3 079 346</u>
<b>TRANSFERS</b>					
8 750 000	0		Dividend		
-25 079 134	30 845 889		Transferred other equity		
<u>-16 329 134</u>	<u>30 845 889</u>	11	<b>Total transfers</b>		

\* The Group was effective from 1st of May 2022 and such the comparative numbers for 2022 relates to eight months.



**Consolidated financial statement  
Scanbio Marine Group Holding AS  
Balance 31. december**

Parent Company		Group*		Group	
2022	2023	NOTES	ASSETS	2023	2022
			<b>Fixed assets</b>		
			<b>Intangible assets</b>		
0	0	6	Licenses, trademarks etc.	86 464 656	111 327 651
0	0	6	Goodwill	393 232 903	440 420 851
0	0	6	Research and development	4 055 821	3 548 151
33 377 403	17 338 992	10	Deferred tax assets	0	7 574 798
<u>33 377 403</u>	<u>17 338 992</u>		<b>Total intangible assets</b>	<u>483 753 380</u>	<u>562 871 451</u>
			<b>Tangible assets</b>		
0	0	7, 12	Land, buildings and other real estate	28 151 052	20 947 589
0	0	7, 12	Machinery and equipment	181 869 157	112 836 537
0	0	7, 12	Ship, rigs, aeroplanes etc.	168 761 757	60 580 763
0	0	7, 12	Equipment	9 375 957	8 707 082
<u>0</u>	<u>0</u>		<b>Total tangible assets</b>	<u>388 157 923</u>	<u>203 071 971</u>
			<b>Fixed financial assets</b>		
646 600 359	646 600 359	12, 13	Investments in subsidiaries	0	0
151 034 185	191 034 185	8, 12	Loan to group companies	0	0
0	0	13	Investments in associated companies	0	0
0	0		Equities and investments	7 000	7 000
0	0	12	Other long-term receivables	40 000	1 352 636
<u>797 634 544</u>	<u>837 634 544</u>		<b>Total fixed financial assets</b>	<u>47 000</u>	<u>1 359 636</u>
<u>831 011 947</u>	<u>854 973 536</u>		<b>Total fixed assets</b>	<u>871 958 303</u>	<u>767 303 059</u>
			<b>Current assets</b>		
0	0	3, 12	<b>Inventories</b>	140 829 784	147 894 036
			<b>Debitors</b>		
0	0		Accounts receivables	155 802 021	106 066 433
25 078 559	118 098 235	8, 13	Receivable from group companies	970 410	719 906
61 280	0		Other short-term receivables	33 617 790	16 454 711
<u>25 139 839</u>	<u>118 098 235</u>	12	<b>Total receivables</b>	<u>190 390 221</u>	<u>123 241 050</u>
			<b>Investments</b>		
0	0		Other financial investments	0	709 690
<u>0</u>	<u>0</u>		<b>Total investments</b>	<u>0</u>	<u>709 690</u>
1 561 966	6 533 031	12, 14	<b>Cash and deposits</b>	6 533 031	75 372 814
<u>26 701 805</u>	<u>124 631 266</u>		<b>Total current assets</b>	<u>337 753 036</u>	<u>347 217 590</u>
<u>857 713 752</u>	<u>979 604 802</u>		<b>TOTAL ASSETS</b>	<u>1 209 711 338</u>	<u>1 114 520 647</u>

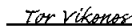



**Consolidated balance sheet**  
**Scanbio Marine Group Holding AS**  
**Balance 31. december**


Parent Company		Group			
2022	2023	NOTES	EQUITY AND LIABILITIES	2023	2022
			<b>Equity</b>		
			<b>Paid-up equity</b>		
3 120 000	3 120 000	11, 15	Share capital (3.000 shares à NOK 1.04	3 120 000	3 120 000
330 744 572	330 744 572	11	Share premium fund	330 744 572	330 744 572
<u>333 864 572</u>	<u>333 864 572</u>		<b>Total paid-up equity</b>	<u>333 864 572</u>	<u>333 864 572</u>
			<b>Retained earnings</b>		
0	0		Fund	0	314 638
-209 897 353	-181 277 665	11	Retained equity	-3 765 480	-7 207 018
<u>-209 897 353</u>	<u>-181 277 665</u>		<b>Total retained earnings</b>	<u>-3 765 481</u>	<u>-6 892 381</u>
<b>123 967 219</b>	<b>152 586 907</b>		<b>Total equity</b>	<b>330 099 091</b>	<b>326 972 191</b>
			<b>Liabilities</b>		
			<b>Allowances for liabilities</b>		
0	0	5	Pension liabilities	40 587	26 015
0	0	11	Utsatt skatt	7 528 066	0
0	0		Other provisions for liabilities	815 894	617 495
<u>0</u>	<u>0</u>		<b>Total allowances for liabilities</b>	<u>8 384 547</u>	<u>643 510</u>
			<b>Other long-term liabilities</b>		
300 000 172	350 000 172	12, 16	Liabilities to financial institutions	350 000 172	300 000 172
347 581 781	391 772 076	8	Other long-term liabilities	369 740 373	347 581 781
<u>647 581 953</u>	<u>741 772 248</u>		<b>Total other long-term liabilities</b>	<u>719 740 545</u>	<u>647 581 953</u>
			<b>Short-term liabilities</b>		
82 835 743	79 974 824	8, 11	Liabilities to group companies	312 500	35 181 393
0	0	16	Liabilities to financial institutions	33 287 914	0
235 755	-138 957		Trade creditors	67 045 824	57 891 384
0	0	10	Tax payable	1 963 831	2 253 336
-67 792	0		Value added taxes	7 085 847	5 273 355
3 160 873	5 409 781		Other current liabilities	41 791 238	38 723 524
<u>86 164 579</u>	<u>85 245 648</u>		<b>Total current liabilities</b>	<u>151 487 154</u>	<u>139 322 992</u>
<b>733 746 532</b>	<b>827 017 896</b>		<b>Total liabilities</b>	<b>879 612 246</b>	<b>787 548 455</b>
<u>857 713 752</u>	<u>979 604 802</u>		<b>TOTAL EQUITY AND LIABILITIES</b>	<u>1 209 711 338</u>	<u>1 114 520 647</u>


Trondheim, 18.04 2024


In the board for Scanbio Marine Group Holding AS


  
Tor Vikenes (Apr 23, 2024 09:25 GMT+2)  
Tor Vikenes  
Chairman of the board

  
Andreas Schüler (Apr 22, 2024 12:06 GMT+1)  
Andreas Schüler  
Member of the board

  
Sam Abboud (Apr 22, 2024 08:52 GMT+1)  
Sam Abboud  
Member of the board

  
Erik Osmundsen (Apr 22, 2024 09:06 GMT+2)  
Erik Osmundsen  
Member of the board

  
Kamel Gabriel El Khaloui  
CEO

  
Martin Nye  
Member of the board



**Consolidated financial statement  
Scanbio Marine Group Holding AS**

**Cash flow statement**

Parent company

**Group\***

Group  
01.05-31.12  
2022

2022	2023		2023	2022
		<b>Cash flow from operations</b>		
-16 651 029	44 658 099	Net earnings	17 982 403	8 780 477
0	0	Tax payable in period	-2 253 336	-775 344
0	0	Depreciation	107 900 003	86 356 353
0	0	Writedown of fixed assets	398 751	0
0	0	Net currency effects	939 102	
0	0	Increase in inventory	7 064 252	-53 484 831
0	0	Increase in accounts receivable	-49 735 588	-14 804 572
235 755	-374 712	Increase in accounts payable	9 154 440	7 218 243
49 007 184	-87 062 803	Decrease/increase in intercompany	-35 119 397	30 467 348
3 031 801	2 310 185	Increase in other short-term activities	-10 047 575	14 888 766
		Net cash effect period 01.01-30.04*	0	49 243 215
<b>35 623 711</b>	<b>-40 469 231</b>	<b>Net cash flow from operations</b>	<b>46 283 054</b>	<b>127 889 655</b>
		<b>Cash flow from investin activities</b>		
0	0	Sale of assets	3 087 842	950 000
0	0	Purchase of assets	-222 071 315	-24 677 189
0	0	Purchase of intangible assets	-1 585 869	-623 874 906
0	0	Sale of financial assets	0	0
-646 600 259	0	Purchase of shares	0	0
0	0	Net cash effect period 01.01-30.04*	0	2 541 382
<b>-646 600 259</b>	<b>0</b>	<b>Net cash used in investing</b>	<b>-220 569 342</b>	<b>-645 060 713</b>
		<b>Cash flow from financing activities</b>		
989 222 369	94 190 295	Long-term borrowing	72 158 592	989 222 361
-379 119 406	-40 000 000	Payment of long-term borrowing	0	-379 119 406
0	0	Short-term borrowing	33 287 914	0
0	0	Payment of short-term borrowing	0	0
0	0	Change in short-term credit	0	0
24 430	0	Payment of equity	0	24 430
2 411 120	0	Effect of other financing transactions	0	0
	-8 750 000	Payment of dividend	0	0
		Net cash effect period 01.01-30.04*	0	-38 803 775
<b>612 538 513</b>	<b>45 440 295</b>	<b>Net cash from financing activities</b>	<b>105 446 506</b>	<b>571 323 610</b>
1 561 965	4 971 064	Net increase in cash and cash equivalents	-68 839 782	54 152 553
0	1 561 966	Cash and cash equivalent in the beginning	75 372 814	21 220 261
<b>1 561 966</b>	<b>6 533 031</b>	<b>Cash and cash equivalent at end of period</b>	<b>6 533 031</b>	<b>75 372 814</b>

\* The cash effect from period 01.04-30.04 is reversed, as all other numbers are the effect for the period 01.01-31.12.



## Consolidated financial statement Scanbio Marine Group Holding AS

### Notes to the financial statement 2023

Group\*

#### Note 1 Accounting Policies

The annual accounts are prepared in accordance with the Accounting Act of 1998 and generally accepted accounting principles in Norway.

#### Principles of consolidation

The consolidated financial statements include Scanbio Marine Group Holding AS with subsidiaries where the company has a controlling influence as a result of legal or factual control. The consolidated financial statements have been prepared in accordance with uniform accounting principles for equal transactions in all companies included in the consolidated financial statements. All material transactions and balances between companies in the group have been eliminated.

Shares in subsidiaries are eliminated in the consolidated financial statements according to the acquisition method. This implies that the acquired company assets and liabilities are assessed at fair value at the time of purchase and, if applicable, additional price beyond this is classified as goodwill.

This year's consolidated financial statements are for the period 01.01.23-31.12.23.  
Comparative figures for groups are the group for Scanbio Marine Group Holding AS for the period 01.05.2022-31.12.2022.

#### Rule for the assessment and classification of assets and liabilities

Assets destined for permanent ownership or use are classified as fixed assets. Other assets are classified as current assets. Receivables to be repaid within a year are classified as current assets. When classifying short-term and long-term debt, similar criteria are applied.

Current assets are rated at the lowest of acquisition cost and fair value.

Fixed assets are assessed at acquisition cost, but are written down to a recoverable amount if this is lower than book value, and the decline in value is not expected to be temporary. Fixed assets with limited Economic longevity is depreciated in a planned manner.

Other long-term liabilities and short-term liabilities are assessed at face value.

#### Assets and liabilities in foreign currency

Transactions in foreign currency are recorded at either a hedged exchange rate or a budgeted exchange rate. At the end of the period, this is converted to the average exchange rate for the period in question. Monetary items in foreign currency are converted in the balance sheet at the exchange rate on the balance sheet day. Forward currency contracts are capitalised at fair value on the balance sheet date. Unrealized and realized foreign exchange gains/losses are recorded as financial income or financial expenses.

#### Intangible assets

Expenses for own production of intangible assets, including expenses for own research and development, recognised on the balance sheet when it is likely that the future economic benefits associated with the assets will accrue. The company and acquisition cost can be measured reliably.

Intangible assets purchased individually are capitalised at acquisition cost. Intangible assets acquired when a business is purchased, is recognised in the balance sheet at acquisition cost when the criteria for capitalisation are met.

Intangible assets with a limited economic life are depreciated on a planned basis. Intangible assets is written down to recoverable amount if the expected economic benefits do not cover the carrying value and any remaining manufacturing expenses.

#### Leases

In the case of operational leasing, leasing costs are expensed on an ongoing basis and classified as other operating expenses in the income statement.

#### Shares and interests in associated companies and subsidiaries

Investments in subsidiaries are assessed according to the cost method. Investments are written down to real value if the decline in value is not transient and it must be deemed necessary in accordance with generally accepted accounting principles. Dividends received from the subsidiaries are recognised as income as other financial income. The same applies Investments in affiliates.

#### Goods

Goods are rated at the lowest of average acquisition cost and net sales value. For raw materials and Products in work are calculated net sales value to the sales value of finished manufactured goods reduced for remaining manufacturing costs and selling costs. Self-produced goods are valued at the lowest of full manufacturing costs and fair value. Write-downs are made for foreseeable obsolescence.

#### Revenue

##### For merchandise sales;

Income is recognised when it is earned, i.e. when both risk and control have mainly been transferred to Customer. This will normally be the case when the item is delivered to the customer. Revenues are accounted for with the value of the consideration at the time of the transaction.

##### For service sales;

Income is accounted for when it is earned, i.e. when a claim for remuneration arises. What happens when the service is performed, as the work is carried out. Revenues are accounted for with the value of the consideration of the time of the transaction.

#### Receivables

Trade receivables and other receivables are listed at face value after deducting provisions for expected losses. Provisions for losses are made on the basis of an individual assessment of the individual receivables.



## Bank deposits, cash and similar

Bank deposits, cash, etc. includes cash, bank deposits and other means of payment with maturity dates; that is less than three months from acquisition.

## Pensions

The Group are required to have an occupational pension in accordance with the Act relating to compulsory occupational pensions.

## Costs

As a general rule, expenses are accounted for in the same period as the corresponding income. In those cases it does not if there is a clear relationship between expenditure and income, the distribution is determined according to discretionary criteria. Other exceptions to the compilation principle are specified where applicable.

## Taxes

The tax expense is compared with the accounting result before tax. Tax related to equity transactions have been recorded against equity. The tax cost consists of tax payable (tax on direct taxable income for the year) and change in net deferred tax. Deferred tax and deferred tax assets are presented net in the balance sheet.

## Government grants

Investment grants are recognised against the investment on the balance sheet and accrual over the investment's economic life throughout the reduced depreciation. Operating subsidies are accrued at the same time as the income it is to increase or the cost it should reduce.

## Cash flow statement

The cash flow statement is prepared using the indirect method. Cash and cash equivalents include cash and bank deposits.

### Note 2 Sales Revenue

Parent company	Per business area;	2023	Group 2022
	Feed ingredients	975 147 223	404 967 975
	Service revenue	168 112 572	92 986 582
	Sales of biogas	11 937 610	8 108 927
	Other revenue	7 434 499	21 195 978
	<b>Sum</b>	<b>1 162 631 904</b>	<b>527 259 462</b>

Parent company	Per geographic market:	2023	Group 2022
	Norway	26 %	57 %
	Export	74 %	43 %
	<b>Sum</b>	<b>100 %</b>	<b>100 %</b>

### Note 3 Inventory

Parent company		2023	Group 2022	
2022	2023			
-	-	Raw materials	38 062 943	37 994 609
-	-	Finished goods	86 348 306	108 061 153
-	-	Merchandise	18 918 535	3 838 273
-	-	Obsolescence provision	2 500 000	1 999 999
-	-	<b>Sum</b>	<b>140 829 784</b>	<b>147 894 036</b>



## Note 4 Salary costs, number of employees, allowances, loans to employees, etc

### Salary cost

Parent company		2023	Group 2022
	Salary	99 149 742	41 807 997
	National insurance contribution	9 299 580	12 808 571
	Pension cost	6 841 690	3 158 650
	Other benefits	723 484	2 370 263
-	<b>Sum</b>	<b>116 014 495</b>	<b>60 145 480</b>
-	Number of FTE employed in the financial year	140,0	105,9

In 2023, the Group has received salary reimbursement for seafarers of NOK 6 819 216

### Benefits to senior executives

Salary and other benefits to CEO

Salary	4 347 411
Other benefits	7 526
Pension	124 415
<b>Totalt</b>	<b>4 479 352</b>

The CEO has an agreement on bonuses, based on both financial and operational indicators. Total bonus is maximum 50% of the basic salary. Bonuses have been paid in 2023.

The CEO has an agreement on severance pay of 12 months upon termination of the contract

The CEO also has a bonus agreement related to a future sale of the company's shares. The CEO is employed by the subsidiary Scanbio Marine Group AS

### Remuneration of the Board of Directors

Remuneration has been paid to the company's board members totalling NOK: 1 261 183 ,-

### Auditor

Remuneration of auditors and cooperating companies is distributed as follows:

Parent company		2023	Group 2022
2022	2023		
53 000	38 480	Statutory audit	778 981
-	-	Technical assistance	65 428
-	-	Tax advise	75 000
-	-	Other services	160 062
<b>53 000</b>	<b>38 480</b>	<b>Total fee</b>	<b>1 079 471</b>
			<b>654 195</b>

## Note 5 Pensioncosts, -funds and -liabilities

The enterprise and the group are obliged to have an occupational pension scheme pursuant to the Act relating to compulsory occupational pensions, and has a pension scheme that satisfies the requirements of this Act. The enterprise's defined contribution scheme is organised in accordance with the Act relating to defined contribution pension schemes.

## Note 6 Intangible assets

### Group

	Stock of goods	Research and development	Goodwill	Licenses, patenets, licenses, trademarks etc	SUM
Acquisition cost 01.01.23	23 024 990	3 868 668	471 879 483	127 902 981	626 676 122
Addition	-	1 585 869	-	-	1 585 869
Sale	-	-	-	-	-
Acquisition cost 31.12.23	23 024 990	5 454 537	471 879 483	127 902 981	628 261 991
Acc. Depreciation and write-offs 01.01.23	23 024 990	320 518	31 458 632	16 575 330	71 379 470
Depreciation of the year	-	1 078 199	47 187 948	24 862 995	73 129 142
Acc. Depreciation and write-offs 31.12.23	23 024 990	1 398 717	78 646 580	41 438 325	144 508 612
<b>Book value as of pr. 31.12.23</b>	<b>-</b>	<b>4 055 820</b>	<b>393 232 903</b>	<b>86 464 656</b>	<b>483 753 380</b>
Depreciation of the year	-	1 078 199	47 187 948	24 862 995	73 129 142
Economic lifetime	1 Year	10 year	10 year	5-10 year	
Depreciation schedule		Linear	Linear	Linear	



## Note 7 Property, plant and equipment

Group	Land and buildings	Machinery	Equipment	Vessels incl classcost	SUM
Acquisition cost 01.01.23	22 387 411	122 984 604	4 326 314	68 350 524	218 048 854
Addition	9 852 119	87 243 687	6 244 167	118 731 343	222 071 315
Sale	1 666 060	326 795	702 396	-	2 695 251
Acquisition cost 31.12.23	30 573 470	209 901 496	9 868 085	187 081 867	437 424 918
Acc. Depreciation and write-offs 01.01.23	1 439 822	11 067 834	-1 983 399	4 452 626	14 976 883
Write-off	-	398 751	-	-	398 751
Avgang avskrivninger	-	-	-	-	-
Depreciation	1 517 364	17 591 317	1 790 893	13 871 288	34 770 862
Acc. Depreciation and write-offs 31.12.23	2 957 186	29 057 903	-192 506	18 323 913	50 146 496
<b>Booked value pr. 31.12.23</b>	<b>28 151 052</b>	<b>181 869 157</b>	<b>9 375 957</b>	<b>168 761 758</b>	<b>388 157 923</b>
Depreciation of the year	1 517 364	17 591 317	1 790 893	13 871 288	34 770 862
Write-offs of the year	-	398 751	-	-	398 751
Economic lifetime	0-25 year	5-25 year	5-10 year	5-20 year	
Depreciation schedule	Linear	Linear	Linear	Linear	
Annual rental of non-activated assets	10 401 689	-	-	18 556 453	28 958 142
Duration of lease	1-4 year			7+ year	

## Note 8 Transactions and balances with related parties

### Parent company

#### Profit and loss transactions with related parties

Transaction	Transaction group	P&L line	Relationship with counterparty	2023	2022
Management fee		Other operating income	Parent company	25 000	25 000
Interest cost		Interest expense from group company	Parent company	-39 670 775	-22 465 342
Group contribution		Income on investment in subsidiary and affiliate	Parent company	92 561 017	24 426 072
<b>Total (net)</b>				<b>52 915 242</b>	<b>1 985 730</b>

#### Further explanation of related party transactions

Interest on loans between group companies is calculated and recognised as income / expenses. Interest is calculated according to market conditions.

#### Balances with related parties:

Counterpart	Relationship with counterparty	Other receivables - Short term		Other receivables - Long term	
		2023	2022	2023	2022
Scanbio Marine Group Topco AS	Subsidiary	937 499	624 999	-	-
Scanbio Marine Group AS	Parent company	-	-	191 034 185	151 034 185
Scabio Ingredients AS	Parent company	117 092 945	24 453 560	-	-
<b>Sum</b>		<b>118 030 444</b>	<b>25 078 559</b>	<b>191 034 185</b>	<b>151 034 185</b>

Counterpart	Relationship with counterparty	Other current liabilities		Other long term debt	
		2023	2022	2023	2022
Scanbio Marine Group Topco AS	Subsidiary	-	34 908 342	369 740 373	347 581 783
Scanbio Marine Group AS	Parent company	79 861 029	47 813 606	22 031 703	-
Scanbio Ingredients AS	Parent company	113 795	113 795	-	-
<b>Sum</b>		<b>79 974 824</b>	<b>82 835 743</b>	<b>391 772 076</b>	<b>347 581 783</b>

#### Group

Counterpart	Relationship with counterparty	Other receivables - Short term		Other receivables - Long term	
		2023	2022	2023	2022
Scanbio JV AS	Subsidiary	104 166	-	-	-
Scanbio Marine Group Topco AS	Subsidiary	866 244	719 906	-	-
<b>Sum</b>		<b>970 410</b>	<b>719 906</b>	<b>-</b>	<b>-</b>

Counterpart	Relationship with counterparty	Other current liabilities		Other long term debt	
		2023	2022	2023	2022
Scanbio JV AS	Subsidiary	312 500	-	-	-
Scanbio Marine Group Topco AS	Subsidiary	-	35 181 393	369 740 373	347 581 783
<b>Sum</b>		<b>312 500</b>	<b>35 181 393</b>	<b>369 740 373</b>	<b>347 581 783</b>



## Note 9 Other financial income and other financial expenses

Parent company		Other financial income consists of		Group
2022	2023			2022
-	-	Foreign exchange gain (agio)	-	145 558 465
-	-	Dividens from insurance	-	159 802
-	-	Sum	-	145 718 267

Parent company		Other financial expenses consist of		Group
2022	2023			2022
34 783 661	30 394	Currency losses (disagio)	2 909 383	120 972 713
1 154 445	990 315	Other financial expenses	990 912	9 280 414
35 938 105	1 020 708	Sum	3 900 294	130 253 127

Unrealised and realised foreign exchange gains/losses are recognised net for the Group. Changes from last year are primarily due to fluctuations in exchange rates.

## Note 10 Tax expense

Parent company		The tax cost for the year is as follows:		Group
2022	2023			2022
-	-	Tax payable	1 963 557	1 592 509
-883 436	13 812 210	Change in deferred tax	11 601 262	247 079
561 541	-	Too little/much tax allocated in previous years	-	3 861 541
-321 895	13 812 210	Tax expense	13 564 819	5 701 131

Parent company		Taxes payable in balance sheet		Group
2022	2023			2022
-	-	Tax expense payable for the year	1 963 557	1 592 509
-	-	Too little/much tax allocated in previous years	-	660 827
-	-	Taxes payable in balance sheet	1 963 557	2 253 336

Parent company		Reconciliation of nominal tax to actual tax rate		Group
2022	2023			2022
-16 651 029	44 658 099	Profit for the year before tax	17 982 403	8 780 477
-3 663 226	9 824 782	Expected income tax at nominal tax rate	3 956 129	1 931 705
		The tax effect of the following items:		
2 779 790	3 987 428	Other non-deductible costs	3 986 567	2 786 997
-	-	Change in disparagement of deferred tax assets	2 100 889	-
-	-	Tax effect on goodwill	10 381 356	-
561 541	-	Too little/much tax allocated in previous years	-	561 541
-	-	Tax effect tonnage taxation	-7 175 089	-3 280 541
-	-	Other	314 967	3 701 429
-321 895	13 812 210	Tax cost	13 564 819	5 701 131
2 %	31 %	Effective tax rate	75 %	65 %

### Parent company

#### Specification of the tax effect of temporary differences and loss for carry-forward:

	2023		2022	
	Asset	Liability	Asset	Liability
Loss carry-forward	5 169 561	-	22 293 546	-
Interest deduction carry-forward	12 169 430	-	11 083 850	-
<b>Sum</b>	<b>17 338 992</b>	<b>-</b>	<b>33 377 397</b>	<b>-</b>
Unrecognised deferred tax assets on the balance sheet	-	-	-	-
<b>Net deferred tax assets</b>	<b>17 338 992</b>		<b>33 377 397</b>	

Deferred tax assets are accounted with the assumption of future taxable profits.

### Group

#### Specification of the tax effect of temporary differences and loss for carry-forward:

	2023		2022	
	Asset	Liability	Asset	Liability
Assets		27 394 326		30 985 108
Profit and loss account	4 405	-	2 819	-
Inventory	550 000	-	440 000	-
Receivables	276 223	-	-	155 987
Loss carry-forward	5 596 095	-	22 674 113	-
Obligations	399 497	-	3 465 000	-
Interest deduction carry-forward	12 169 430	-	11 083 850	-
Tax effect group contributions	1 050 105	-	1 050 105	-
<b>Sum</b>	<b>20 045 756</b>	<b>27 394 326</b>	<b>38 715 888</b>	<b>31 141 096</b>
Unrecognised deferred tax assets on the balance sheet	179 497	-	-	-
<b>Net deferred tax assets</b>	<b>20 225 253</b>	<b>27 394 326</b>	<b>38 715 888</b>	<b>31 141 096</b>



## Note 11 Equity

### Parent company

	Share capital	Premium fund	Retained equity	Total equity
<b>Equity 01.01.23</b>	3 120 000	330 744 572	-209 897 352	<b>123 967 220</b>
Correction past year			-2 226 201	<b>-2 226 201</b>
Result of the year			30 845 890	<b>30 845 890</b>
<b>Equity 31.12.23</b>	<b>3 120 000</b>	<b>330 744 572</b>	<b>-181 277 664</b>	<b>152 586 907</b>

### Group

	Share capital	Premium fund	Retained equity	Total equity
<b>Equity 01.01.23</b>	3 120 000	330 744 572	-6 892 379	<b>326 972 193</b>
Correction past year			-2 226 201	<b>-2 226 201</b>
Translation, conversion			935 518	<b>935 518</b>
Result of the year			4 417 583	<b>4 417 583</b>
<b>Equity 31.12.23</b>	<b>3 120 000</b>	<b>330 744 572</b>	<b>-3 765 479</b>	<b>330 099 091</b>

## Note 12 Pledges and guarantees etc.

Parent company		Booked debt secured by collateral, etc.:	2023	Group 2022
2022	2023			
300 000 172	350 000 172	Debt to credit institutions . Long-term	350 000 172	300 000 172
-	-	Debt to credit institutions - short-term	33 287 914	-
300 000 172	350 000 172	Sum	383 288 086	300 000 172

Parent company		Booked value of assets set as security for book debt	2023	Group 2022
2022	2023			
-	-	Assets	388 157 923	203 071 971
646 600 359	646 600 359	Stocks	7 000	7 000
151 034 185	191 034 185	Long-term receivables	40 000	1 352 636
25 139 839	118 098 235	Short-term receivables	190 390 221	123 241 050
-	-	Inventory	140 829 784	147 894 036
1 561 966	6 533 031	Bank deposits	6 533 031	75 372 814
824 336 349	962 265 810	Total	725 957 959	550 939 507

## Note 13 Subsidiary, associated company, etc.

Company	Time aquired	Consolidated (yes/no)	Business office	Voting share	Owner share
Scanbio Marine Group AS	02.11.2011	yes	Trondheim	100 %	100 %
Scanbio Ingredients AS	02.11.2011	yes	Bjugn Trondheim	100 %	100 %
Scanbio Logistics AS	31.10.2012	yes	/Bjugn	100 %	100 %
Scanbio Denmark ApS	2021	yes	Bornholm	100 %	100 %
Scanbio Scotland Ltd	1996	yes	Aberdeen	100 %	100 %
Scanbio Iceland Ehf	2023	yes	Reykjavik	100 %	100 %

Company	Equity	Result
Scanbio Marine Group AS	450 392 025	-1 192 557
Scanbio Ingredients AS	365 361 582	85 786 749
Scanbio Logistics AS	104 997 185	33 482 188
Scanbio Denmark ApS	12 715 766	6 192 071
Scanbio Scotland Ltd	-12 635 383	-9 170 314
Scanbio Iceland Ehf	-177 356	-180 782

The figures for Scotland, Denmark and Iceland is original in GBP, DKK and ISK. The equity is converted with F/X rate as per 31.12 (GBP 13,0059, DKK 1,5146 and ISK 0,075492). The result is converted with the average F/X rate for 2023, (GBP 13,1407, DKK 1,5337 and ISK 0,07695)

## Note 14 Bank deposit

Bank deposits, cash, etc. include restricted tax withholding funds with NOK: 15 677 , -  
For the Group, the amount is NOK: 4 500 208 , -

The Group's liquid assets are organised in a cash pool agreement means that subsidiaries are jointly and severally liable for the withdrawals made in the cash-pool.

As of 31.12. unused creditfacility was MNOK 28,5.



## Note 15 Share capital and shareholder information

The share capital of the company as of 31.12.23 consists of the following share classes:

	Number of shares	Face value	Booked value
Ordinary shares	3 000	1 040	3 120 000
<b>Sum</b>	<b>3 000</b>		<b>3 120 000</b>

## Ownership structure

The largest shareholders in the company as of 31.12.23 were:

	Ordinary shares	Sum	Owner share	Voting share
Scanbio Marine Group Topco AS	-	3 000	100 %	100 %
<b>Total number of shares</b>	<b>3 000</b>	<b>3 000</b>	<b>100 %</b>	<b>100 %</b>

## Note 16 Other long-term liabilities

Parent company		Debt maturing more than five years after the end of the fiscal year:	Group
2022	2023	2023	2022
33 000 000	-	Debt to credit institutions	33 000 000
<b>33 000 000</b>	<b>-</b>	<b>Total other long-term liabilities</b>	<b>33 000 000</b>

## Note 17 Other obligations

Scanbio Marine Group Holding AS is jointly registered in VAT registered with the group companies Scanbio Ingredients AS, Scanbio Logistics AS, Scanbio Marine Group AS, parent company Scanbio Marine Group Topco AS and Scanbio JV AS. The jointly registered entities are jointly and severally liable for net VAT owed.

## Note 18 Merge

Scanbio Marine Group Holding AS has merged into the wholly owned subsidiary Scanbio Marine Group Holdings (Norway) AS in 2022. The reason for this is that the companies' boards and owners want a restructuring to simplify the group's corporate structure. The merger has been completed with company continuity, and is assumed to be tax-free.



# ScanBio

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# Annual accounts and disclosures 2023 - ScanBio Marine Group Holding AS full package v2

Final Audit Report

2024-04-24












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-  Document e-signed by Erik Osmundsen (erik.osmundsen@verdane.com)  
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-  Email viewed by Kamel Gabriel El Khaloui (kge@scanbio.com)  
2024-04-24 - 8:04:09 AM GMT- IP address: 104.47.1.254
-  Document e-signed by Kamel Gabriel El Khaloui (kge@scanbio.com)  
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# Deloitte.

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To the General Meeting of Scanbio Marine Group Holding AS

## INDEPENDENT AUDITOR'S REPORT

### *Opinion*

We have audited the financial statements of Scanbio Marine Group Holding AS, which comprise:

- The financial statements of the parent company Scanbio Marine Group Holding AS (the Company), which comprise the balance sheet as at 31 December 2023, the income statement, statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.
- The consolidated financial statements of Scanbio Marine Group Holding AS and its subsidiaries (the Group), which comprise the balance sheet as at 31 December 2023, the income statement, statement of cash flows 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 statutory requirements,
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2023, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and
- the consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 2023, and its financial performance and its cash flows 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 and the Group as required by 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.

### *Other Information*

The Board of Directors and the Managing Director (management) are responsible for the information in the Board of Directors' report. Our opinion on the financial statements does not cover the information in the Board of Directors' report.

In connection with our audit of the financial statements, our responsibility is to read the Board of Directors' report. The purpose is to consider if there is material inconsistency between the Board of Directors' report and the financial statements or our knowledge obtained in the audit, or whether the Board of Directors' report otherwise appears to be materially misstated. We are required to report if there is a material misstatement in the Board of Directors' report. We have nothing to report in this regard.

Based on our knowledge obtained in the audit, it is our opinion that the Board of Directors' report

- is consistent with the financial statements and

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- contains the information required by applicable statutory requirements.

#### *Responsibilities of Management for the Financial Statements*

Management is responsible for the preparation of financial statements that give a true and fair view 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 and the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting insofar as it is not likely that the enterprise will cease operations.

#### *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 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:

- identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error. We 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 and the Group's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- conclude on the appropriateness of 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 and the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company and the Group to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.



**Deloitte.**

Independent auditor's report  
Scanbio Marine Group Holding AS

Trondheim, 03 June 2024  
Deloitte AS

**Per Kr. Forseth**  
State Authorised Public Accountant  
(electronically signed)



## Scanbio Marine Group Hold... auditor's report 2023

Name	Date
Forseth, Per Kristian	2024-06-03

Identification

 bankID Forseth, Per Kristian



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Advanced Electronic Signatures (Regulation (EU) No 910/2014 (eIDAS))



Skatteetaten

Vår dato  
12.06.2023

Din/Deres dato  
15.05.2023

Saksbehandler  
Lars Waaltorp

800 80 000  
Skatteetaten.no

Din/Deres referanse  
AR551682188

Telefon  
90833418

Org.nr  
974761076

Vår referanse  
2023/5282627

Postadresse  
Postboks 9200 Grønland  
0134 OSLO

SCANBIO MARINE GROUP HOLDING AS  
Brattørkaia 17B  
7010 TRONDHEIM

Att. John Vegard Aa

## Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk for Scanbio Marine Group Holding AS, org.nr. 928 786 757

Vi viser til deres brev mottatt 15. mai 2023 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk for Scanbio Marine Group Holding AS. Søknaden ble sendt til Skattedirektoratet. Skattedirektoratets myndighet til å treffe enkeltvedtak etter regnskapsloven § 3-4 tredje ledd ble delegert til skattekontoret med virkning fra 1. juni 2019.

Skattekontoret gir på bakgrunn av en konkret helhetsvurdering Scanbio Marine Group Holding AS dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen gjelder så lenge opplysningene som danner grunnlaget for vedtaket ikke endres vesentlig.

Kopi av dette brevet må sendes til Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Den regnskapspliktige må selv dokumentere ved dette brev at tillatelse er gitt.

### Bakgrunn

Scanbio Marine Group Holding AS har profesjonelle eiere og er en del av et internasjonalt konsern. Selskapet har som formål:

«Investering i fiskeindustri og fiskeforedling, herunder oppsamling og bearbeiding av fiskeavfall, enten direkte eller indirekte gjennom eierskap i andre selskaper, samt virksomhet som står i naturlig sammenheng med dette.»

Forretningspråket i konsernet er engelsk, og selskapet har utenlandske styremedlemmer.

### 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 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.

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har skattekontoret lagt særlig vekt på at selskapet har profesjonelle eiere og er en del av et internasjonalt konsern. Videre er det vektlagt at selskapet driver virksomhet i en bransje der alle sentrale aktører behersker og benytter engelsk.

Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

Lars Waalorp  
seniorrådgiver  
Brukerdialog, brukerkontakt  
Skatteetaten

*Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.*