



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2021 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer:	913 250 508
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	ONYX NORWAY HOLDING AS
Forretningsadresse:	Træleborgodden 6 3112 TØNSBERG

Regnskapsår

Årsregnskapets periode:	01.01.2021 - 31.12.2021
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Konsern

Morselskap i konsern:	Ja
Konsernregnskap lagt ved:	Nei

Regnskapsregler

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

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet:	Henning Eie Sudland
Dato for fastsettelse av årsregnskapet:	25.05.2022

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, 27.08.2023



Resultatregnskap

Beløp i: NOK	Note	2021	2020
RESULTATREGNSKAP			
Kostnader			
Annen driftskostnad	2	57 500	108 937
Sum kostnader		57 500	108 937
Driftsresultat		-57 500	-108 937
Finansinntekter og finanskostnader			
Inntekt på investering i datterselskap og tilknyttet selskap	5	0	7 146 233
Annen finansinntekt		0	20 705 961
Sum finansinntekter		0	27 852 194
Rentekostnad til foretak i samme konsern	5	8 113 745	11 240 033
Annen finanskostnad		2 030	
Sum finanskostnader		8 115 775	11 240 033
Netto finans		-8 115 775	16 612 161
Ordinært resultat før skattekostnad		-8 173 275	16 503 224
Skattekostnad på ordinært resultat	6	-1 797 673	709
Ordinært resultat etter skattekostnad		-6 375 602	16 502 515
Årsresultat		-6 375 602	16 502 515
Overføringer og disponeringer			
Overføringer til/fra annen egenkapital		-6 375 602	16 502 515
Sum overføringer og disponeringer		-6 375 602	16 502 515



Balanse

Beløp i: NOK	Note	2021	2020
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utsatt skattefordel	6	1 797 674	0
Sum immaterielle eiendeler		1 797 674	0
Finansielle anleggsmidler			
Investering i datterselskap	7	125 205 784	125 205 784
Lån til foretak i samme konsern	5	10 395 431	25 181 491
Sum finansielle anleggsmidler		135 601 215	150 387 275
Sum anleggsmidler		137 398 889	150 387 275
Omløpsmidler			
Varer			
Sum omløpsmidler		0	0
SUM EIENDELER		137 398 889	150 387 275
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital	3,4	3 330 000	3 330 000
Overkurs	4	10 561 137	10 561 137
Sum innskutt egenkapital		13 891 137	13 891 137
Opptjent egenkapital			
Annen egenkapital	4	21 918 813	31 084 116
Sum opptjent egenkapital		21 918 813	31 084 116
Sum egenkapital		35 809 950	44 975 253
Gjeld			



Balanse

Beløp i: NOK	Note	2021	2020
Langsiktig gjeld			
Annen langsiktig gjeld			
Langsiktig konserngjeld	5	101 588 938	105 411 313
Sum annen langsiktig gjeld		101 588 938	105 411 313
Sum langsiktig gjeld		101 588 938	105 411 313
Kortsiktig gjeld			
Betalbar skatt			709
Sum kortsiktig gjeld			709
Sum gjeld		101 588 938	105 412 022
SUM EGENKAPITAL OG GJELD		137 398 888	150 387 275



Annual report 2021

Onyx Norway Holding AS

Directors' report

Annual statement

- Statement of profit and Loss
- Balance Sheet
- Cash flow statement
- Notes

Auditors' report



The Board of Director's report 2021 for Onyx Norway Holding AS

Operations and locations

Onyx Norway Holding AS ("the Company") main business is investment in companies. The Company is situated in Tønsberg, Norway, where also the subsidiary is located. Onyx Norway Holding AS is a part of the consolidated financial statement of Paycom Intermediate Holdings, Inc. The company is situated in Dallas, Texas, US.

Going concern

In accordance with the Accounting Act § 3-3a, we confirm that the financial statements have been prepared under the assumption of going concern.

Future prospects

The market expectations for 2022 are still heavily affected by the spread of the Corona virus. The travel market industry is hit by restrictions taken by governments all over the world. The length of the restrictions, and the spread of the virus, will cause a decline in commission-based bookings for travel agents throughout 2022. This will also have a negative effect on the company's revenue. With restrictions eased throughout 2022 it is expected that travelling gradually will get back to pre-covid levels.

Financial position, capital structure and risk

The Company was established in 2014 with the purpose of investing in other companies. Currently, the only investment is the full owned subsidiary, Onyx CenterSource AS. Onyx CenterSource AS offers a commission tracking reconciliation and payment solution for travel management companies, travel agencies and other accommodation bookers. Investment in Onyx CenterSource AS has in 2021 not generated any income.

With travelling getting back to pre-covid levels, Onyx CenterSource AS will generate profits that defend the valuation of this company.

The company has paid interests of NOK 8,1 mill for a long term loan based on a NOK 200 mill dividend decided in 2020.

The Company has no liquidity reserve as of 31.12.2021. The business activity does not require significant payment of operating expenses. Further repayment of loan and interest on the loan will be performed through group contribution from Onyx CenterSource AS. The Company's financial position is sound and adequate to settle short-term debt as of 31.12.2021 with its most liquid assets.

The working environment, diversity and discrimination

The Company has no employees and all Board Members are men.


There are no insurances in place for board members




Environmental report

The Company's operations do not result in pollution or spillage harmful to the external environment.

Tønsberg, Norway, May 18th, 2022
Board of directors at Onyx Norway Holding AS



Henning Eie Sudland
Chairman



Mark S. Dubrow
Board member

Johannes Akseli Huttunen
Board member

Todd Joseph Ofenloch
Board member

Side 2 av 2



Environmental report

The Company's operations do not result in pollution or spillage harmful to the external environment.

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Board member



Onyx Norway Holding AS

Org.nr.: 913 250 508

Profit and loss statement

NOK	NOTE	2021	2020
OPERATING REVENUE AND OPERATING EXPENSES			
Other operating expenses	2	57,500	108,937
Total operating expenses		57,500	108,937
Operating loss		-57,500	-108,937
FINANCIAL INCOME AND FINANCIAL EXPENSES			
Income from subsidiaries and associated companies	5	0	7,146,233
Other financial income		0	20,705,961
Interest paid to group companies	5	-8,113,745	-11,240,033
Other financial expenses		-2,030	0
Financial items, net		-8,115,775	16,612,161
Profit / Loss before taxation		-8,173,275	16,503,224
Income tax	6	-1,797,673	709
PROFIT FOR THE FINANCIAL YEAR		-6,375,602	16,502,515
ALLOCATION OF NET LOSS AND EQUITY TRANSFERS			
Transferred to other equity		-6,375,602	16,502,515
Total allocations		-6,375,602	16,502,515



Onyx Norway Holding AS
Org.nr.: 913 250 508

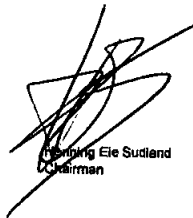
Balance sheet at 31 December

NOK	NOTE	2021	2020
ASSETS			
Non-current assets			
Intangible assets			
Deferred tax assets	6	1,797,674	0
Total intangible assets		1,797,674	0
Tangible fixed assets			
Fixtures and fittings			
Financial non-current assets			
Investments in subsidiary companies	7	125,205,784	125,205,784
Total financial non-current assets		125,205,784	125,205,784
Total non-current assets		127,003,458	125,205,784
Current assets			
Receivables			
Other receivable group companies	5	10,395,431	25,181,491
Total receivables		10,395,431	25,181,491
Current investments			
Total current assets		10,395,431	25,181,491
TOTAL ASSETS		137,398,889	150,387,275



EQUITY AND LIABILITIES			
Equity			
Paid-in capital			
Share capital (3.330.000 shares at NOK 1)	3, 4	3.330.000	3.330.000
Share premium account	4	10.581.137	10.581.137
Total paid-in capital		<u>13.911.137</u>	<u>13.911.137</u>
Retained earnings			
Retained earnings	4	21.094.118	31.094.118
Total retained earnings		<u>21.094.118</u>	<u>31.094.118</u>
Total equity		<u>35.005.255</u>	<u>44.975.255</u>
Liabilities			
Provisions for liabilities and charges			
Other non-current liabilities			
Other long term loans group companies	5	101.586.938	105.411.313
Total non-current liabilities		<u>101.586.938</u>	<u>105.411.313</u>
Current liabilities			
Dividend		0	0
Current income taxes payable	6	0	709
Total current liabilities		<u>0</u>	<u>709</u>
Total liabilities		<u>101.586.938</u>	<u>105.412.022</u>
TOTAL EQUITY AND LIABILITIES		<u>137.398.889</u>	<u>150.387.276</u>

Tønsberg, Norway, May 18th, 2022
Board of directors
Onyx Norway Holding AS



Eivind Eie Sudland
Chairman

Todd Joseph Ofenloch
Board member



Mark Dubrow
Board member

Johannes Aksell Huttunen
Board member



EQUITY AND LIABILITIES

Equity

Paid-in capital

Share capital (3 330.000 shares at NOK 1)	3, 4	3,330,000	3,330,000
Share premium account	4	10,561,137	10,561,137
Total paid-in capital		13,891,137	13,891,137

Retained earnings

Retained earnings	4	21,818,813	31,084,116
Total retained earnings		21,818,813	31,084,116
Total equity		35,609,950	44,975,253

Liabilities

Provisions for liabilities and charges

Other non-current liabilities

Other long term loans group companies	5	101,588,938	105,411,313
Total non-current liabilities		101,588,938	105,411,313

Current liabilities

Dividend		0	0
Current income taxes payable	6	0	709
Total current liabilities		0	709

Total liabilities		101,588,938	105,412,022
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TOTAL EQUITY AND LIABILITIES		137,388,889	180,387,275
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Tønsberg, Norway, May 18th, 2022
Board of directors
Onyx Norway Holding AS

Hennig Eie Sudland
Chairman

Mark Dubrow
Board member

Todd Joseph Ofenloch
Board member


Johannes Aksel Hultunen
Board member



EQUITY AND LIABILITIES

Equity

Paid-in capital

Share capital (3.330.000 shares at NOK 1)	3, 4	3.330.000	3.330.000
Share premium account	4	10.561.137	10.561.137
Total paid-in capital		13.891.137	13.891.137

Retained earnings

Retained earnings	4	21.918.813	31.084.116
Total retained earnings		21.918.813	31.084.116
Total equity		35.809.950	44.975.253

Liabilities

Provisions for liabilities and charges

Other non-current liabilities

Other long term loans group companies	5	101.588.938	105.411.313
Total non-current liabilities		101.588.938	105.411.313

Current liabilities

Dividend		0	0
Current income taxes payable	6	0	709
Total current liabilities		0	709

Total liabilities		101.588.938	105.412.022
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TOTAL EQUITY AND LIABILITIES		137.388.888	150.387.275
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Tønsberg, Norway, May 18th, 2022
Board of directors
Onyx Norway Holding AS

Henning Eie Sudland
Chairman

Todd Joseph Ofenloch
Board member

Mark Dubrow
Board member

Johannes Akseli Huttunen
Board member



Onyx Norway Holding AS

Org.nr: 913 250 508

Cash flow statement

	2021	2020
CASH FLOW FROM OPERATIONS:		
Profit/(loss) before taxation	-8,173,275	16,503,224
Taxes paid for the period	-709	-2,739
Changes in inter-company balances	-2,789,701	0
Net cash flow from operations	-10,963,685	16,500,485
CASH FLOW FROM FINANCING ACTIVITIES:		
Outflow due to downpayment of non-current liabilities	-3,822,375	-94,588,687
Payments in due to group contribution	14,786,060	78,088,203
Net cash flow from financing activities	10,963,685	-16,500,485
Net change in bank deposits, cash and equivalents	0	0
Bank deposits, cash and equivalents at 1 January	0	0
Bank deposits, cash and equivalents at 31 December	0	0



Onyx Norway Holding AS

Org.nr: 913 250 508

Notes to the financial statements

The financial statements have been prepared in accordance with the Norwegian Accounting Act of 1998 and generally accepted accounting principles in Norway. The Company is part of the consolidated financial statement of Pegasus Business Intelligence (UK) Limited. Group report can be collected at Two Lincoln Centre, Suite 900, 5420 LBJ Freeway, Dallas.

Valuation and classification of assets and liabilities

Assets intended for permanent ownership or use in the business are classified as non-current assets. Other assets are classified as current assets. Receivables due within one year are classified as current assets. The classification of current and non-current liabilities is based on the same criteria.

Current assets are valued at the lower of historical cost and fair value.

Other long-term liabilities, as well as short-term liabilities, are valued at nominal value.

Shares in subsidiaries

Subsidiaries investments are carried at cost. A write-down to fair value will be performed if the impairment is not considered to be temporary, and an impairment charge is deemed necessary according to generally accepted accounting principles. Received dividends and group contributions are recognised as other financial income.

Foreign currency

All balance sheet items denominated in foreign currencies are translated into NOK at the exchange rate prevailing at the balance sheet date.

Receivables

Other receivables are recognised at nominal value.

Income taxes

Tax expenses are matched with operating income before tax. Tax related to equity transactions e.g. group contribution, is recognised directly in equity.

Tax expense consists of current income tax expense and change in net deferred tax. Deferred tax liabilities and deferred tax assets are presented net in the balance sheet.



Onyx Norway Holding AS

Org.nr: 913 250 508

Note 2 – Payroll costs, number of employees, benefits (same to employees etc.)

The Company has no employees and in accordance with the Norwegian legislation on occupational pensions ("lov om obligatorisk tjenestepensjon") the Company is not required to have an occupational pension plan.

No payroll or other benefits are paid to the board in 2021.

Auditor

Remuneration to Deloitte AS and their associates is as follows:

	2021	2020
Statutory audit	57,500	18,750
Other assurance services	-	35,000
Other non-auditing services	-	27,500

Value added tax is included in the auditors fee.

Note 3 – Share capital and shareholdings

The share capital in the company at 31 December 2021 consists of the following classes:

	Number	Nominal amount	Carrying value
Ordinary shares	3,330,000	1	3,330,000

Ownership structure as of 31 December 2021:

	Ordinary shares	Ownership share	Voting share
Net Trans (UK) Ltd	3,330,000	100%	100%

Note 4 – Equity

	Share capital	Share premium	Retained earnings	Total
Equity at 31 December 2020	3,330,000	10,561,137	31,084,116	44,975,253
Profit	-	-	-6,375,602	-6,375,602
Dividend	-	-	-	-
Correction related to previous year*	-	-	-2,789,701	-2,789,701
Equity at 31 December 2021	3,330,000	10,561,137	21,918,813	35,809,950

*Correction related to previous year is a result of remeasurement of royalty costs from parent company to daughter company and corresponding correction of previous year's group contribution.

Note 5 – Related party transactions and balances

Related party transactions, profit and loss

Transaction/transaction type	Belongs to P&L line	Counterpart	2021	2020
Interest cost	Other financial exp.	Paycom Acquisition Corp.	-	-
Dividend	Other financial income	Onyx CenterSource AS	-	16,500,000
Group contribution	Other financial income	Onyx CenterSource AS	-	7,146,233
Total			-	23,646,233

Related party balance items

Counterpart	Relationship to the counterpart	Accounts receivables		Other receivables	
		2021	2020	2021	2020
Onyx CenterSource AS	Daughter	-	10,128,552	24,914,612	
Pegasus Business Intelligence Inc	Indirect owner		266,879	266,879	
Counterpart	Relationship to the counterpart	Other short term debt		Other long term debt	
Onyx CenterSource AS	Daughter		-		
Net Trans Limited (UK)	Mother			101,588,938	105,411,313
Paycom Acquisition Corp	Indirect owner			-	-

Promissory note was entered into by the parties April 2020.

Interest rate has been set based on an internal assessment of the lender's borrowing capacity and credit rating. Interest expenses in 2021 was NOK 8,113,745.

The note is unsecured and no covenant requirement exists.



Onyx Norway Holding AS

Org.nr: 913 250 508

Note 6: Income tax expense

Specification of income tax expense:	2021	2020
Tax effect of group contribution	-	-
Current income tax payable	-	709
Effect of changes in tax regulations	-	-
Changes in deferred taxes	-1,797,673	-
Tax on profit/loss	-1,797,673	709

Specification of current income tax payable:	2021	2020
This year's payable income tax expense	-	709
Income tax on given group contribution	-	-
Current income tax payable in the balance sheet	-	709

Reconciliation from nominal to real income tax rate:	2021	2020
Profit / Loss before taxation	-8,173,275	16,503,224
Estimated income tax according to nominal tax rate (22%)	-1,798,121	3,630,709
The tax effect of the following items:		
Tax-free dividends	-	-3,630,000
Interest limitation	-	-
Other non-deductible expenses	447	-
Income tax expense	-1,797,673	709
Effective income tax rate	22%	0%

Specification of deferred tax	2021	2020
Temporary differences		
Interest limitation carried forward	-	-
Reduction of interest limitation on losses carried forward	-	-
Losses carried forward	8,171,245	-
Net temporary differences	8,171,245	-
Tax effect temporary differences	1,797,674	-
Tax effect temporary differences not included in the balance sheet	-	-
Deferred tax asset recognised in the balance sheet	1,797,674	-

Tax effect of changes in accounting principles is recognized through equity.
The deferred tax benefit is included in the balance sheet on the basis of future income.

Note 7: Dividends and other distributions

Company	Date of acquisition	Registered office	Voting share	Ownership share
Onyx CenterSource AS	10.09.2014	Tønsberg	100%	100%
			Equity latest financial statements	Profit/loss latest financial statements
Onyx CenterSource AS			22,788,971	625,669

With travelling getting back to pre-covid levels, Onyx CenterSource AS will generate profits that defend the valuation of this company event though there is some uncertainty related to future profits.

Note 8: COVID-19

The market expectations for 2022 are still heavily affected by the spread of the Corona virus. The travel market industry is hit by restrictions taken by governments all over the world. The length of the restrictions, and the spread of the virus, will cause a decline in commission-based bookings for travel agents also throughout 2022. This continues to have a negative effect on the company's revenue. As the restrictions taken due to the Corona virus will be released throughout 2022 it is expected that travelling will recover and that the market will increase steadily over 2022.



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www.deloitte.no

To the General Meeting of Onyx Norway Holding AS

INDEPENDENT AUDITOR'S REPORT

Opinion

We have audited the financial statements of Onyx Norway Holding AS (the Company), which comprise the balance sheet as at 31 December 2021, the income statement and cash flow 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 statutory requirements, and
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2021, 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 as required by laws and regulations 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 (management) is responsible for the information in the Board of Directors' report. The other information comprises information in the annual report, but does not include the financial statements and our auditor's report thereon. 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
- contains the information required by applicable legal 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.

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Deloitte.

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Independent Auditor's Report -
Onyx Centersource

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. The financial statements use 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 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 a true and fair view.

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.

Tønsberg, 18 May 2022
Deloitte AS

Kenneth Karlsen
State Authorised Public Accountant

Per nyeu Dokumentnr: W037 / 14XN25 AEOYO 5KVC 5 AOBDO-WISAV



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

Svein Kenneth Karlsen

State Authorised Public Accountant (Norway)

Serienummer: 9578-5999-4-1017637

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Skattedirektoratet

Saksbehandler
Rune Tystad

Deres dato
04.05.2015

Vår dato
12.05.2015

Telefon
977 59 464

Deres referanse
Maria Tho

Vår referanse
2015/445865

Net Trans Services as
Rambergveien 1
3115 TØNSBERG

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk for Onyx Norway Holding AS med datterselskaper, samt fritak for konsernregnskapsplikten for underkonsernet Onyx Norway Holding AS

Vi viser til deres brev av 4. mai 2015 hvor dere søker om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for

Onyx Norway Holding AS,	org.nr. 913 250 508
Net Trans Services Americas AS,	org.nr. 998 641 187
Net Trans Online Travel AS,	org.nr. 987 096 985
Net Trans Services AS,	org.nr. 883 430 972

I tillegg søkes det om fritak fra plikten til å utarbeide konsernregnskap for Onyx Norway Holding AS.

Skattedirektoratet finner med hjemmel i regnskapsloven av 17. juni 1998 nr. 56 § 3-7 fjerde ledd å kunne gi tillatelse til at det gjøres unntak for konsernregnskapsplikten for Onyx Norway Holding AS. Skattedirektoratet gir videre på bakgrunn av en konkret helhetsvurdering de ovennevnte selskapene tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen forutsetter at opplysningene som vedtaket baserer seg på 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

Onyx Norway Holding AS ble etablert i 2014 som et ledd i overtagelse av Net Trans Services AS, Net Trans Online Travel AS og Net Trans Services Americas AS i september 2014 hvor Paycom Intermediate Holdings Inc var overtagende part gjennom Pegasus Business Intelligence Limited. Paycom Intermediate Holdings Inc er et privat eid selskap tilhørende i Dallas, USA, og utarbeider konsernregnskap som omfatter Onyx Norway Holding AS og dets datterselskaper. Dette konsernregnskapet er avgitt i henhold til US GAAP og blir utarbeidet på engelsk.

Som følge av oppkjøpet, består det norske konsernstyret i hovedsak av utenlandske styremedlemmer og den løpende finansielle rapportering og øvrig kommunikasjon foregår på

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Org.nr: 996250318
E-post: skatteetaten.no/sendepost

Sentralbord
800 80 000
Telefaks
22 17 08 60



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 denne vurderingen har Skattedirektoratet lagt vekt på at det norske konsernstyret i hovedsak består av utenlandske styremedlemmer og at den løpende finansielle rapporteringen og øvrig kommunikasjon foregår på engelsk. Videre er det vektlagt at markedene til selskapene i hovedsak er i utlandet.

Vennligst oppgi vår referanse ved henvendelser i saken.



Med hilsen

Torstein Kinden Helleland
seniorrådgiver
Rettsavdelingen, foretaksskatt
Skattedirektoratet

Rune Tystad



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