



## ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2024 - GENERELL INFORMASJON

### Enheten

Organisasjonsnummer: 920 035 175  
Organisasjonsform: Aksjeselskap  
Foretaksnavn: OSLO BAY DISTRICT AS  
Forretningsadresse: c/o Malling & Co Forvaltning AS  
Dronning Mauds gate 15  
0250 OSLO

### Regnskapsår

Årsregnskapets periode: 01.01.2024 - 31.12.2024

### 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: Jonas Rosenlund  
Dato for fastsettelse av årsregnskapet: 30.04.2025

### Grunnlag for avgivelse

År 2024: Årsregnskapet er elektronisk innlevert  
År 2023: Tall er hentet fra elektronisk innlevert årsregnskap fra 2024

*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, 12.06.2025



### Resultatregnskap

Beløp i: NOK	Note	2024	2023
<b>RESULTATREGNSKAP</b>			
<b>Kostnader</b>			
Other operating expenses	1	3 127 702	2 777 746
<b>Sum kostnader</b>		<b>3 127 702</b>	<b>2 777 746</b>
<b>Driftsresultat</b>		<b>-3 127 702</b>	<b>-2 777 746</b>
<b>Finansinntekter og finanskostnader</b>			
Annen renteinntekt	2		
Financial income	2	133 656 521	80 384 854
<b>Sum finansinntekter</b>		<b>133 656 521</b>	<b>80 384 854</b>
Annen rentekostnad	2		
Financial expenses	2, 3	133 535 079	66 940 521
<b>Sum finanskostnader</b>		<b>133 535 079</b>	<b>66 940 521</b>
<b>Netto finans</b>		<b>121 442</b>	<b>13 444 332</b>
<b>Resultat før skattekostnad</b>		<b>-3 006 260</b>	<b>10 666 587</b>
Income tax expense	4	-648 682	2 374 519
<b>Årsresultat</b>		<b>-2 357 578</b>	<b>8 292 068</b>
<b>Årsresultat etter minoritetsinteresser</b>		<b>-2 357 578</b>	<b>8 292 068</b>
<b>Totalresultat</b>		<b>-2 357 578</b>	<b>8 292 068</b>
<b>Overføringer og disponeringer</b>			
Udekket tap		-2 357 578	
Other equity			8 292 068
<b>Sum overføringer og disponeringer</b>	5	<b>-2 357 578</b>	<b>8 292 068</b>



## Balanse

Beløp i: NOK	Note	2024	2023
<b>BALANSE - EIENDELER</b>			
<b>Anleggsmidler</b>			
<b>Immaterielle eiendeler</b>			
Utsatt skattefordel	4	19 836 880	19 188 198
<b>Sum immaterielle eiendeler</b>		<b>19 836 880</b>	<b>19 188 198</b>
<b>Varige driftsmidler</b>			
Operating moveable equipment	6	64 400	64 400
Equipment	6		
<b>Sum varige driftsmidler</b>		<b>64 400</b>	<b>64 400</b>
<b>Finansielle anleggsmidler</b>			
Investering i datterselskap	7, 8	1 300 536 491	1 145 376 491
Investering i annet foretak i samme konsern	7		
Lån til foretak i samme konsern	8, 9	1 840 164 914	1 602 264 767
Investeringer i tilknyttet selskap	7		
Other receivables		8 979 161	18 513 140
<b>Sum finansielle anleggsmidler</b>		<b>3 149 680 565</b>	<b>2 766 154 398</b>
<b>Sum anleggsmidler</b>		<b>3 169 581 845</b>	<b>2 785 406 996</b>
<b>Omløpsmidler</b>			
<b>Varer</b>			
<b>Fordringer</b>			
Accounts receivables from group companies	9		
Other current receivables		981 650	1 692 837
Konsernfordringer	8, 9	4 303 555	26 706
<b>Sum fordringer</b>		<b>5 285 205</b>	<b>1 719 543</b>
<b>Bankinnskudd, kontanter og lignende</b>			
Cash and cash equivalents	8, 10	4 882 480	32 762 172
<b>Sum bankinnskudd, kontanter og lignende</b>		<b>4 882 480</b>	<b>32 762 172</b>
<b>Sum omløpsmidler</b>		<b>10 167 685</b>	<b>34 481 715</b>



## Balanse

Beløp i: NOK	Note	2024	2023
<b>SUM EIENDELER</b>		<b>3 179 749 530</b>	<b>2 819 888 711</b>

### BALANSE - EGENKAPITAL OG GJELD

#### Egenkapital

##### Innskutt egenkapital

Share capital	5, 11	1 900 000	1 800 000
Beholdning av egne aksjer	5		
Overkurs	5	1 140 991 666	1 128 449 244
Annen innskutt egenkapital	5		30 000 000
<b>Sum innskutt egenkapital</b>		<b>1 142 891 666</b>	<b>1 160 249 244</b>

##### Opptjent egenkapital

Other equity	5	8 292 068	8 292 068
Udekket tap	5		
<b>Sum opptjent egenkapital</b>		<b>8 292 068</b>	<b>8 292 068</b>

##### Sum egenkapital

**1 151 183 734**      **1 168 541 312**

#### Gjeld

##### Langsiktig gjeld

Utsatt skatt	4		
<b>Annen langsiktig gjeld</b>			
Gjeld til kredittinstitusjoner	8	1 931 390 113	1 595 985 000
Langsiktig konserngjeld	9	18 973 809	3 242 415
<b>Sum annen langsiktig gjeld</b>		<b>1 950 363 921</b>	<b>1 599 227 415</b>

##### Sum langsiktig gjeld

**1 950 363 921**      **1 599 227 415**

##### Kortsiktig gjeld

Leverandørgjeld	9	4 556	790 675
Tax payable	4		
Public duties payable		2 715 096	
Kortsiktig konserngjeld	9	56 582 797	44 800 000
Other current liabilities		18 899 426	6 529 310
<b>Sum kortsiktig gjeld</b>		<b>78 201 875</b>	<b>52 119 985</b>



## Balanse

<b>Beløp i: NOK</b>	<b>Note</b>	<b>2024</b>	<b>2023</b>
Sum gjeld		2 028 565 796	1 651 347 400
<b>SUM EGENKAPITAL OG GJELD</b>		<b>3 179 749 530</b>	<b>2 819 888 711</b>



## Brønnøysundregistrene

### ÅRSREGNSKAP FOR REGNSKAPSÅRET 2024 - GENERELL INFORMASJON

Journalnummer: 2025 488041

#### Enheten

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Bekreftet av representant for selskapet: Jonas Rosenlund  
Dato for fastsettelse av årsregnskapet: 30.04.2025

#### Revisjon

Ekstern autorisert regnskapsfører har i løpet av regnskapsåret bistått ved den løpende regnskapsføringen eller utført andre tjenester for selskapet enn å utarbeide årsregnskapet: Ja

#### Grunnlag for avgivelse

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Brønnøysundregistrene, 11.06.2025

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Brønnøysundregistrene  
Postadresse: Postboks 900, 8910 Brønnøysund  
Telefon: 75 00 75 00  
E-post: firmapost@brreg.no Internett: www.brreg.no  
Organisasjonsnummer: 974 760 673



Organisasjonsnr: 920 035 175  
OSLO BAY DISTRICT AS

## RESULTATREGNSKAP

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Other equity			8 292 068
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Organisasjonsnr: 920 035 175  
OSLO BAY DISTRICT AS

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<b>Langsiktig gjeld</b>			
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Organisasjonsnr: 920 035 175  
OSLO BAY DISTRICT AS

NOTEOPPLYSNINGER - SELSKAP - alle poster oppgitt i hele tall

**Note**

1

Antall årsverk i regnskapsåret  
0.00

Sum Beløp

Balanseført verdi 31.12. Varige driftsmidler Immaterielle eiend.

**Konsernregnskap**

Morselskapet sitt navn

Forretningskontor for morselskapet

**Begrunnelse for at datterselskap er utelatt fra konsolideringen**

Samlet beløp - tilknyttet selskap Årets Fjorårets

Samlet beløp - foretak i samme konsern Årets Fjorårets

Samlet beløp - foretak i samme konsern Årets Fjorårets

Samlet beløp - felles kontrollert virksomhet Årets Fjorårets

Pantstillelse Beløp

Beholdning av egne aksjer Antall Pålydende Andel av aksjek.



BDO AS  
Bygdøy allé 2  
Postboks 1704 Vika  
0121 Oslo

To the General Meeting of Oslo Bay District AS

## Independent Auditor's Report

### Opinion

We have audited the financial statements of Oslo Bay District AS.

The financial statements  
comprise:

- The balance sheet as at 31 December 2024
- The income statement for 2024
- Statement of cash flows for the year that ended 31 December 2024
- 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 2024, 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 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 (management) is responsible for the other information. The other information comprises the Board of Directors' report. Our opinion on the financial statements does not cover the other information.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Opinion on the Board of Directors' report

BDO AS, a Norwegian limited liability company, is a member of BDO International Limited, an English company with limited liability, and is part of the international BDO network, which consists of independent firms in each country. Business registry: NO 993 606 650 VAT

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Penneo Dokumentnøkkel: FIARB-UTRL9-K8B96-Q604X-FEGWZ-X0S4U



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

- is consistent with the financial statements and
- contains the information required by applicable statutory requirements.

#### Responsibilities of the Board of Directors 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 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

For further description of Auditor's Responsibilities for the Audit of the Financial Statements reference is made to:

<https://revisorforeningen.no/revisjonsberetninger>

BDO AS

Fredrik Bratt Rebne  
State Authorised Public Accountant  
(This document is signed electronically)

Penneo Dokumentnøkkel: FIARB-UTRL9-K8B96-Q604X-FEGWZ-X0S4U



## PENNEO

Signaturene i dette dokumentet er juridisk bindende. Dokument signert med "Penneo™ - sikker digital signatur". De signerende parter sin identitet er registrert, og er listet nedenfor.

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

### Rebne, Fredrik Bratt

Partner

Serienummer: no\_bankid:9578-5999-4-2119704

IP: 188.95.xxx.xxx

2025-04-30 14:23:20 UTC



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# Annual Report 2024 Oslo Bay District AS

Revenue statement  
Balance sheet  
Notes to the Financial Statement

Org.no.: 920 035 175



## The board of directors' report 2024 for Oslo Bay District AS

### Operations and locations

Oslo Bay District AS ("the Company") is a real estate investment company that owns a diversified portfolio ("the Portfolio") of retail properties in Oslobukta through its subsidiaries. The Company's headquarter is in Oslo, and its strategy is to acquire and develop high-quality properties.

The Portfolio continues to perform strongly, maintaining a 98% occupancy rate for the year end. This year's focus has been optimizing the tenant mix by replacing underperforming tenants with stronger, more sustainable concepts

### Comments related to the financial statements

Oslo Bay District AS operates as a holding company and has no operational revenue in either 2023 or 2024. Net financial items decreased from NOK 13,4m in 2023 to NOK 0,1m in 2024. This decrease is primarily attributable to the refinancing of debt and the expiry of swap agreements, which in turn has resulted in higher interest expenses for the Company. The Company's net profit amounted to -2,4 NOKm in 2024, compared to 8,3 NOKm in 2023.

Cash flow from operations increased from NOK 12,1m in 2023 to NOK 21.5m in 2024. Operating loss in 2024 was NOK 3.1m. The difference is mainly explained by net financial items, and timing differences in working capital.

The Company reported a negative cash flow of NOK 369.8m from investing activities, mainly due to the refinancing of a bond in the subsidiary, Munch Brygge AS, which was later assumed by the Company. The related inflow from this refinancing is reflected under cash flow from financing activities. At the end of the year, the Company held a liquidity reserve of NOK 4.9m, while the consolidated cash position of the Portfolio remained strong at NOK 54.8m, after the NOK 15m dividend distribution.

Its short-term debt constituted 3,9% of its total debt, compared to 3,2% in the previous year. The Company's ability to repay its short-term debt is supported by collecting existing loans from its subsidiaries, where most of the cash flow is generated. Overall, the Company's financial position is considered strong.

Total assets at year-end amounted to NOK 3.179,7m, compared to NOK 2.819,9m in 2023. The equity ratio was 36,2% as of December 31, 2024.

### Financial risk

#### Overall view on objectives and strategy

Oslo Bay District AS is exposed to financial risk in various areas, especially interest rate risk. The Company manages risk with the purpose of ensuring stable and predictable cash flows, and to ensure sufficient liquidity to meet fluctuations in working capital requirements. Carucel AS, the ultimate parent company has taken out a Board Liability Insurance. The insurance covers members of the Board and executive management with a broad scope of coverage and with a sum insured that, in the opinion of the Board, is sufficient to cover the Company exposure.

#### Market risk

The Company is exposed to changes in interest rate levels, as parts of the long-term debt are calculated based on floating market rates. This involves an interest rate risk regarding the development in short-term interest rates related to interest expenses. The Company uses interest rate swaps to reduce this risk and as at 31. December 2024, approximately 88% of the total long-term debt in the Company was hedged with interest rate swaps. Furthermore, changes in the interest rate may affect investment opportunities in future periods.



## Credit risk

There is credit risk associated with the Company's subsidiary's ability to meet their obligations, which is contingent upon the ability of the subsidiary's tenants to fulfill their obligations and maintain their occupancy rate. While the subsidiaries have not experienced material losses on receivables in the past, provisions for losses were made in 2023 and 2024. The Company deems the probability of substantial losses on receivables, beyond those already provided for, to be moderate.

## Liquidity risk

There is an inherent risk associated with both short-term and long-term liquidity in the Company. One of the administrations main focus areas is to ensure that liquidity is satisfactory at all times. The Company's liquidity situation is considered as strong. Nevertheless, the Company has increased its focus on following up overdue receivables.

## Going concern

In accordance with the Accounting Act § 3-3a, the Board of directors confirm that the financial statements have been prepared under the assumption of going concern. The Company's economic and financial position is considered strong.

## The working environment and the employees

The Company does not have any employees besides the board of directors. The Board of Directors of the Company consists of two men and two women.

## Environmental report

The Company is not deemed to have a noteworthy impact on the external environment through pollution or emissions and is not subject to any regulatory requirements or licensing obligations in this regard. Nevertheless, the Company has taken an active approach towards enhancing the sustainability of its operations and has proactively pursued initiatives aimed at contributing to the green transition in advance of anticipated sustainability standards. To this end, the Company has undertaken various projects aimed at reducing energy consumption and minimizing pollution from its properties and has placed a strong emphasis on creating value in a conscientious and sustainable manner.

## Enterprise transparency

As per the new Transparency Act in Norway that focuses on promoting fundamental human rights and fair working conditions, the board is mandated to conduct and disclose a "human rights due diligence" report. This report involves evaluating potential risks that may have adverse impacts on human rights and decent working conditions within the supply chain. The board's official statement is available on the website, [www.Carucel.no](http://www.Carucel.no).

### **Carl Erik Krefting**

Chairman (This document is signed electronically)

### **Carey Joseph Flaherty**

Board member (This document is signed electronically)

### **Ola Abdelrahman**

Board member (This document is signed electronically)

### **Caroline Brun-Lie Krefting**

Board member (This document is signed electronically)



## Income Statement Oslo Bay District AS

Operating income and operating expenses	Note	2024	2023
Other operating expenses	1	3 127 702	2 777 746
<b>Total expenses</b>		<b>3 127 702</b>	<b>2 777 746</b>
<b>Operating profit/loss</b>		<b>-3 127 702</b>	<b>-2 777 746</b>
<b>Financial income and expenses</b>			
Financial income	2	133 656 521	80 384 854
Financial expenses	2, 3	133 535 079	66 940 521
<b>Net financial items</b>		<b>121 442</b>	<b>13 444 332</b>
<b>Profit before income tax</b>		<b>-3 006 260</b>	<b>10 666 587</b>
Income tax expense	4	-648 682	2 374 519
<b>Profit for the year</b>		<b>-2 357 578</b>	<b>8 292 068</b>
<b>Attributable to</b>			
Other equity		0	8 292 068
Transferred from share premium		2 357 578	0
<b>Total</b>	5	<b>-2 357 578</b>	<b>8 292 068</b>



**Balance Sheet**  
Oslo Bay District AS

Assets	Note	2024	2023
<b>Non-current assets</b>			
<i>Intangible assets</i>			
Deferred tax assets	4	19 836 880	19 188 198
<b>Total intangible assets</b>		<b>19 836 880</b>	<b>19 188 198</b>
<i>Property, plant and equipment</i>			
Operating moveable equipment	6	64 400	64 400
<b>Total property, plant and equipment</b>		<b>64 400</b>	<b>64 400</b>
<i>Non-current financial assets</i>			
Investments in subsidiaries	7, 8	1 300 536 491	1 145 376 491
Loan to group companies	8, 9	1 840 164 914	1 602 264 767
Other receivables		8 979 161	18 513 140
<b>Total non-current financial assets</b>		<b>3 149 680 565</b>	<b>2 766 154 398</b>
<b>Total non-current assets</b>		<b>3 169 581 845</b>	<b>2 785 406 996</b>
<b>Current assets</b>			
<i>Receivables</i>			
Other current receivables		981 650	1 692 837
Receivables from group companies	8, 9	4 303 555	26 706
<b>Total receivables</b>		<b>5 285 205</b>	<b>1 719 543</b>
<i>Cash and cash equivalents</i>			
Cash and cash equivalents	8, 10	4 882 480	32 762 172
<b>Total cash and cash equivalents</b>		<b>4 882 480</b>	<b>32 762 172</b>
<b>Total current assets</b>		<b>10 167 685</b>	<b>34 481 715</b>
<b>Total assets</b>		<b>3 179 749 530</b>	<b>2 819 888 711</b>



## Balance Sheet

### Oslo Bay District AS

Equity and liabilities	Note	2024	2023
<b>Equity</b>			
<i>Paid-in equity</i>			
Share capital	5, 11	1 900 000	1 800 000
Share premium	5	1 140 991 666	1 128 449 244
Not registered capital increase	5	0	30 000 000
<b>Total paid-in equity</b>		<b>1 142 891 666</b>	<b>1 160 249 244</b>
<i>Other equity</i>			
Other equity	5	8 292 068	8 292 068
<b>Total other equity</b>		<b>8 292 068</b>	<b>8 292 068</b>
<b>Total equity</b>		<b>1 151 183 734</b>	<b>1 168 541 312</b>
<b>Liabilities</b>			
<i>Non-current liabilities</i>			
Debt to group companies	9	18 973 809	3 242 415
Interest bearing debt	8	1 931 390 113	1 595 985 000
<b>Total non-current liabilities</b>		<b>1 950 363 921</b>	<b>1 599 227 415</b>
<i>Current liabilities</i>			
Accounts payable		4 556	790 675
Public duties payable		2 715 096	0
Liabilities to group companies	9	56 582 797	44 800 000
Other current liabilities		18 899 426	6 529 310
<b>Total current liabilities</b>		<b>78 201 875</b>	<b>52 119 985</b>
<b>Total liabilities</b>		<b>2 028 565 796</b>	<b>1 651 347 400</b>
<b>Total equity and liabilities</b>		<b>3 179 749 530</b>	<b>2 819 888 711</b>

Oslo, 23.04.2025  
The board of Oslo Bay District AS

\_\_\_\_\_  
Carl Erik Krefting  
Chairman of the board

\_\_\_\_\_  
Caroline Brun-Lie Krefting  
Member of the board

\_\_\_\_\_  
Carey Joseph Flaherty  
Member of the board

\_\_\_\_\_  
Ola M Abdelrahman  
Member of the board



### Oslo Bay District AS

Org.nr. 920 035 175

#### Financial Statements 2024

#### CASH FLOW STATEMENT

	Note	2024	2023
<b>Cash flow from operating activities</b>			
Profit before tax		-3 006 260	10 666 587
Corporate tax paid		0	0
Change in accounts payable		-786 119	484 944
Other short-term receivables		10 245 166	
Public duties payable		2 715 096	
Other current liabilities		12 370 116	
Change in other short-term items		25 330 380	902 312
<b>Net cash flow from operating activities</b>		<b>21 538 001</b>	<b>12 053 843</b>
<b>Cash flow from investing activities</b>			
Payments from capital increase in group companies		-155 160 000	-57 060 000
Net change in intercompany balances		-214 662 805	-376 927 115
Payments on acquisitions of new group companies		0	-103 612
Dividend from group companies		0	16 000 000
<b>Net cash flow from investing activities</b>		<b>-369 822 805</b>	<b>-418 090 727</b>
<b>Cash flow from financing activities</b>			
Payments on acquiring new long-term debt		350 000 000	1 595 985 000
Payments on downpayment of long-term debt		-14 594 888	-1 170 000 000
Payments related to facilitation of new bond loans and other financing		0	-18 301 365
Dividend		-15 000 000	0
Issue of equity		0	30 000 000
<b>Net cash flow from financing activities</b>		<b>320 405 112</b>	<b>437 683 635</b>
<b>Net change in liquidity reserve through the year</b>		<b>-27 879 692</b>	<b>31 646 751</b>
Liquidity reserve 1.1		<b>32 762 172</b>	<b>1 115 421</b>
<b>Liquidity reserve 31.12</b>		<b>4 882 480</b>	<b>32 762 172</b>



## Notes to the financial statement 2024

### Accounting principles

The financial statements have been prepared in compliance with the Norwegian Accounting Act and generally accepted accounting principles. The accounts have been prepared on the going concern assumption.

### Use of estimates

The preparation of financial statements in compliance with the Accounting Act requires the use of estimates. It also requires Group management to exercise judgment in applying the Group's accounting policies.

### Classification and assessment of balance sheet items

Assets intended for long-term ownership and use have been classified as fixed assets. Assets relating to the operating cycle have been classified as current assets. Other receivables are classified as current assets if they are to be repaid within one year of the transaction date. Similar criteria apply to liabilities. First year's instalments on long term liabilities and long term receivables are, however, not classified as short term liabilities and current assets.

### Impairment of fixed assets

Impairment tests are carried out if there is indication that the carrying amount of an asset exceeds the estimated recoverable amount. The test is performed on the lowest level of fixed assets at which independent ingoing cashflows can be identified. If the carrying amount is higher than both the fair value less cost to sell and the value in use (net present value of future use/ownership), the asset is written down to the highest of fair value less cost to sell and the value in use. Previous impairment charges, except write-down of goodwill, are reversed in later periods if the conditions causing the write-down are no longer present.

### Shares in subsidiaries

Subsidiaries are valued using the cost method in the company accounts. The investment is valued at acquisition cost for the shares unless a write-down has been necessary. A write-down to fair value is made when a fall in value is due to reasons that cannot be expected to be temporary and such write-down must be considered as necessary in accordance with good accounting practice. Write-downs are reversed when the basis for the write-down is no longer present.

Dividends, group contributions and other distributions from subsidiaries are posted to income in the same year as provided for in the distributor's accounts. To the extent that dividends/ group contributions exceed the share of profits earned after the date of acquisition, the excess amounts represents a repayment of invested capital, and distributions are deducted from the investment's value in the balance sheet of the parent company.

### Receivables

Accounts receivables and other receivables are recorded in the balance sheet at face value after deduction of provisions for expected loss. Provisions for losses are made on the basis of individual assessments of the individual receivables.

Additionally, for accounts receivables, an unspecified provision is made to cover expected losses.

### Taxes

The income tax expense in the income statement consists of tax payable and changes in deferred tax. Deferred tax is calculated at 22 % on the basis of the temporary differences that exist between accounting and tax values, as well as any possible taxable loss carried forwards at the end of the accounting year. Tax enhancing or tax reducing temporary differences, which are reversed or may be reversed in the same period, have been offset and netted.

The disclosure of deferred tax benefits on net tax reducing differences which have not been eliminated, and tax losses varied forward losses, is based on estimated future earnings. Deferred tax and tax benefits which may be shown in the balance sheet are presented net.

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Oslo Bay District AS



## Notes to the financial statement 2024

Tax reduction on group contributions given and tax on group contribution received, booked as a reduction of acquisition cost or booked directly to equity, are booked directly against tax in the balance sheet (offset against tax payable if the group contribution has affected tax payable, and offset against deferred taxes if the group contribution has affected deferred taxes).

### Comparison figures

In the event of a change in the classification of accounting items, the comparative figures have been restated accordingly. Comparable amounts have been prepared (best estimate) in accordance with the Accounting Act.



## Notes to the financial statement 2024

### Note 1 Personnel expenses, number of employees, remuneration, loan to employees

No remuneration have been paid to senior executives or members of the board in 2024.

No loans/sureties have been granted to the general manager, the Board chairman or other related parties.

#### OTP (Statutory occupational pension)

The company does not have employees, consequently it has not been necessary to establish a statutory occupational pension in accordance with the Norwegian law on required occupational pension ("lov om obligatorisk tjenestepensjon").

#### Audit fee

Expenses paid to the auditor for amounts to NOK 713 892 excluded VAT.

Statutory audit fee (incl. technical assistance with financial statements)	98 484
Other services	615 409
<b>Total audit fee</b>	<b>713 892</b>

### Note 2 Items that are aggregated in the accounts

	2024	2023
<b>Financial income</b>		
Interest income from companies in the same group	132 879 596	80 106 410
Interest income	776 924	278 444
<b>Total financial income</b>	<b>133 656 521</b>	<b>80 384 854</b>
<b>Financial expenses</b>		
Interest expenses to companies in the same group	676 733	0
Interest expenses	111 856 360	60 253 211
Other financial expenses	21 001 986	6 687 310
<b>Total financial expenses</b>	<b>133 535 079</b>	<b>66 940 521</b>

### Note 3 Hedge Accounting

	Fair value
<b>Cash flow hedging</b>	
Interest Rate Swaps	18 773 732

The company's exposure to the risk of changes in market interest rates relates primarily to the company's long-term debt obligations with floating interest rates. To manage this risk, the company maintains its borrowings at fixed rates of interest by entering into interest rate swaps. These swaps are designated to hedge underlying debt obligations and are subject to hedge accounting. The maturity dates of the interest rate swaps are 17.08.2026, 29.03.2029, 01.10.2029, 29.12.2029, 31.12.2029 and 15.08.2033. The hedge instruments are not recognised as assets or liabilities in the financial statements in accordance to NGAAP.

Hedge amount: 1 653 000 000

Impact on financial expenses: -23 129 587



## Notes to the financial statement 2024

### Note 4 Tax

<b>This year's tax expense</b>	<b>2024</b>	<b>2023</b>
Entered tax on ordinary profit/loss:		
Payable tax	0	0
Changes in deferred tax assets	-648 682	2 374 519
<b>Tax expense on ordinary profit/loss</b>	<b>-648 682</b>	<b>2 374 519</b>
Taxable income:		
Result before tax	-3 006 260	10 666 587
Permanent differences	57 704	126 685
Changes in temporary differences	-14 297 104	9 888 571
Allocation of loss to be brought forward	0	-20 681 842
<b>Taxable income</b>	<b>-17 245 660</b>	<b>0</b>
Payable tax in the balance:		
Payable tax on this year's result	0	0
<b>Total payable tax in the balance</b>	<b>0</b>	<b>0</b>

The tax effect of temporary differences and loss for to be carried forward that has formed the basis for deferred tax and deferred tax advantages, specified on type of temporary differences

	<b>2024</b>	<b>2023</b>	<b>Difference</b>
Other differences	6 969 557	-7 327 547	-14 297 104
<b>Total</b>	<b>6 969 557</b>	<b>-7 327 547</b>	<b>-14 297 104</b>
Accumulated loss to be brought forward	-97 137 193	-79 891 533	17 245 660
<b>Basis for deferred tax assets</b>	<b>-90 167 636</b>	<b>-87 219 080</b>	<b>2 948 556</b>
<b>Deferred tax assets (22 %)</b>	<b>-19 836 880</b>	<b>-19 188 198</b>	<b>648 682</b>

### Note 5 Equity

	<b>Share capital</b>	<b>Share premium</b>	<b>Not registered capital increase</b>	<b>Other equity</b>	<b>Total equity</b>
Equity 01.01	1 800 000	1 128 449 244	30 000 000	8 292 068	1 168 541 312
Share capital increase	100 000	29 900 000	-30 000 000		0
Extraordinary dividends		-15 000 000		0	-15 000 000
Annual profit of the year		-2 357 578			-2 357 578
<b>Equity 31.12</b>	<b>1 900 000</b>	<b>1 140 991 666</b>	<b>0</b>	<b>8 292 068</b>	<b>1 151 183 734</b>



## Notes to the financial statement 2024

### Note 6 Fixed assets

	Operating moveable equipment	Total
Acquisition cost 01.01	64 400	64 400
Acquisition cost 31.12	64 400	64 400
Acc. depreciation/ impairment 31.12	0	0
<b>Book value 31.12</b>	<b>64 400</b>	<b>64 400</b>
Depreciation in the year	0	0
Depreciation plan	None	

### Note 7 Investments in subsidiaries

Investments in subsidiaries are booked according to the cost method.

Company	Location	Ownership/ voting rights	Equity	Profit	Balance sheet value
Barcode Portfolio AS AS	Oslo	100%	359 690 617	-5 981 662	403 826 073
Bispevika Portfolio AS AS	Oslo	100%	354 134 572	-2 595 368	358 732 466
Munch Brygge AS	Oslo	100%	145 734 384	55 220	177 688 967
Sørenga Portfolio AS	Oslo	100%	218 820 072	-13 514 763	299 933 149
Oslobukta Promotion AS	Oslo	100%	-4 088 179	-4 702 092	5 042 224
Oslobukta Serveringssteder AS	Oslo	100%	-353 951	-393 694	153 612
<b>Total</b>			<b>1 073 937 515</b>	<b>-27 132 359</b>	<b>1 245 376 491</b>

Oslo Bay District AS is the parent company in a subgroup, no consolidation has been made in accordance with the Norwegian Accounting Act § 3-7.

### Note 8 Debtors, Liabilities, Pledged Assets and Guarantees etc.

<b>Liabilities secured by mortgage</b>	<b>2024</b>	<b>2023</b>
Liabilities to financial institutions	1 931 390 113	1 595 985 000
<b>Total</b>	<b>1 931 390 113</b>	<b>1 595 985 000</b>

The company has no debt due in more than five years per 31.12.2024

<b>Balance Sheet Value of Assets Pledged as Security</b>	<b>2024</b>	<b>2023</b>
Shares in subsidiaries	1 300 536 491	1 145 376 491
Loan to group companies	1 840 164 914	1 602 264 767
Receivables from group companies	4 303 555	26 706
Cash and cash equivalents	4 882 480	32 762 172
<b>Total</b>	<b>3 149 887 439</b>	<b>2 780 430 136</b>

The shares, properties, cash and receivables in subsidiaries are pledged as a first priority security for the loan.

Oslo Bay District AS



## Notes to the financial statement 2024

### Note 9 Inter-company items between companies in the same group

	2024	2023
<b>Receivables</b>		
Loans to group companies	1 840 164 914	1 602 264 767
Short term loans to group companies	4 303 555	26 706
<b>Total</b>	<b>1 844 468 469</b>	<b>1 602 291 473</b>
<b>Liabilities</b>		
Debts to group companies	18 973 809	3 242 415
Short term debts to group companies	56 582 797	44 800 000
<b>Total</b>	<b>75 556 606</b>	<b>48 042 415</b>

Loans and debts to group companies are carried out on market terms.  
There is no agreed repayment period for the loans.

### Note 10 Bank deposits

Per 31.12.2024, none of the cash deposits are restricted.

### Note 11 Shareholders

The share capital in Oslo Bay District AS as of 31.12 consists of:

	Total	Face value	Entered
Ordinary shares	1 000	1 900	1 900 000
<b>Total</b>	<b>1 000</b>		<b>1 900 000</b>

### Ownership structure

The largest shareholders in % at year end:

	Ordinary	Owner interest	Share of votes
Carucel Eiendom AS	500	50	50,0
MIRELF VII OBD AS, LLC	500	50	50,0
<b>Total number of shares</b>	<b>1 000</b>	<b>100</b>	<b>100,0</b>

The company has only one class of shares and all shares come with full voting rights.

Oslo Bay District AS is a subsidiary of Carucel AS which prepare consolidated accounts wherein Oslo Bay District AS is consolidated. The consolidated accounts are available at Fridtjof Nansens plass 4, 0160 Oslo.

Oslo Bay District AS is the parent company in a subgroup, no consolidation has been made in accordance with the Accounting Act § 3-7.



## Oslo Bay District AS 22

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Name	Date
Ola Abdelrahman	2025-04-28

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Name	Date
Carey Flaherty	2025-04-29

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Name	Date
Carl Erik Krefting	2025-04-29

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Name	Date
caroline brun-lie krefting	2025-04-29



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Skatteetaten

Vår dato 02.02.2024	Din/Deres dato 15.01.2024	Saksbehandler Lars Waalorp
800 80 000 Skatteetaten.no	Din/Deres referanse	Telefon 90833418
Org.nr 974761076	Vår referanse 2024/5038038	Postadresse Postboks 9200 Grønland 0134 OSLO

CARUCEL AS  
Att.Frederik Michael Waaler  
c/o Malling & Co Forvaltning AS, Postboks 1883 Vika  
0124 OSLO  
Norge

## Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk

Vi viser til deres brev av 15. januar 2024 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk for selskaper oppgitt i vedlegget til dette vedtaket.

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 de overnevnte selskaper 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

Selskapene inngår i et konsern hvor det er både norske og utenlandske eiere. Selskapene er enten holdingselskaper eller driver virksomhet innen kjøp og utleie av eiendommer. Konsernet har flere obligasjoner, hvorav én er listet på børs i Tyskland. All rapportering og kommunikasjon tilknyttet konsernet og underkonsern foregår derfor på engelsk. Flere av styremedlemmene i selskapene er utenlandske.

### 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 selskapene inngår i et konsern som har både norske og utenlandske eiere. Videre er det vektlagt at alle sentrale aktører og samarbeidspartnere behersker og benytter engelsk.

Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

Lars Waalorp  
Skatteetaten

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



## Vedlegg - Oversikt over selskaper som omfattes av vedtaket

<b>Selskap</b>	<b>Org.nr.</b>
AS Bogstadveien 34	933 071 456
B6A Bispekaia Fbk AS	928 125 203
Barcode104 AS	928 124 835
Barcode113 AS	928 124 754
Barcode116 AS	828 124 692
Barcode122 AS	928 124 738
Barcode124 AS	828 124 722
Barcode132 AS	928 125 343
Barcode135 AS	928 125 238
Barcode Portfolio AS	920 035 221
Bispevika Portfolio AS	820 035 232
Bjørnstjerne Bjørnsons Gate 118-124 AS	923 227 954
Bogstadveien 30 Eiendom AS	990 554 323
Bogstadveien 58 AS	990 554 366
Bogstadveien Invest AS	918 192 271
Borettslaget Deichmannsgate 6	912 331 407
Bygdøy Allé 9 AS	925 322 857
Carucel AS	925 311 464
Carucel Eiendom AS	921 428 464
Carucel Finance AS	925 311 480
Carucel Front Holding AS	925 193 712
Carucel Helse AS	928 980 170
Carucel High Yield AS	928 980 243
Carucel Holding AS	925 311 499
Carucel Home AS	927 056 682
Orobe AS	927 020 572
Carucel Hylle 1 AS	927 823 470
Orobe Holding AS	927 823 527
Carucel Invest AS	923 814 396
Carucel Investor AS	920 017 401
Carucel Leisure AS	928 980 235
Carucel Living AS	928 980 308
Carucel Living HoldCo AS	929 375 629
Carucel Management AS	925 850 497
Carucel Property AS	925 988 413
Carucel Sentrum Holding AS	924 756 659
Carucel Stella AS	927 900 726
Carucel Urban Development AS	928 980 111
Carucel Urban Sub AS	929 047 699
Carucel Viken AS	920 596 444
D1A Næring AS	999 122 957
Dalsbergstien 2 AS	990 932 700
Deichmannsgate 6 AS	911 727 161
Dronninglunden Fbk AS	928 125 092
Eikringen 19 og 20 AS	915 096 158
Ekebergveien 235 AS	923 101 314



Eufemia Fbk AS	928 124 983
Eufemia Fbk Syd AS	928 124 908
Eufemias Hage Fbk AS	928 124 878
Frogner Plass AS	910 204 246
Frognerveien 9B og C AS	919 369 744
Frydenhaugveien 2 AS	912 402 495
Haslumhuset Holding AS	924 203 536
Haslumhuset Leiligheter 1 AS	921 146 256
Haslumhuset Næring AS	925 311 502
Hegdehaugsveien 12 AS	922 884 293
Hegdehaugsveien 23 AS	991 663 029
Heggelibakken 2 AS	828 425 412
Helgesens Gate 50 AS	916 541 066
Helsebolig AS	922 224 161
Home Eiendom ANS	979 227 477
Thorvald Meyers Gate 45 AS	914 653 266
Hurdal Eiendom AS	955 356 616
Hyggeligbakken AS	917 143 048
Karlstadsgaten 11 AS	991 289 135
Listia Eiendom AS	923 108 165
Lufthavnveien 17 Leknes AS	923 025 847
Munch Brygge AS	920 035 213
Munch Brygge Eiendom AS	916 354 711
Munthesgate 33 Eiendom AS	921 517 017
Neslia AS	922 122 253
Niels Juelsgate33 AS	925 311 537
Nordregate 18 AS	827 226 572
Nusfjord AS	965 070 672
Nusfjord Drift AS	912 890 651
Observatoriegaten 25 AS	989 231 413
Oslo Bay District AS	920 035 175
Oslobukta Promotion AS	915 014 895
Parkveien 6 AS	923 108 211
Posthallen AS	922 808 570
Skjeppsjøen Eiendom AS	824 205 442
Skovveien 15 AS	930 086 681
Stensbyhagen AS	899 038 452
Sørenga 1 Næring AS	917 415 897
Sørenga 5 Næring AS	914 741 246
Sørenga 51 Næring AS	914 740 991
Sørenga 7 Næring AS	914 741 041
Sørenga 8 Næring AS	914 741 157
Sørenga Parkering AS	914 219 167
Sørenga Portfolio AS	920 035 191
Søylen Eiendom AS	920 889 352
Tennisveien 23 Leilighet I AS	926 516 973
Thereses Gate 51 AS	821 146 232
Thorvald Meyers Gate 69 AS	917 386 854
Thorviks Rederi AS	930 481 459



Ullevålsveien 88A AS	990 932 670
Vibes Gate 8 AS	924 830 255
Olaf Ryes Plass 4 AS	931 523 287
Kirkegårdsgata 7 AS	931 523 309
Thorvald Meyers Gate 83 AS	931 523 244
Grüners Gate 1 AS	932 409 356
Olaf Ryes plass 9 AS	932 409 410
Olaf Ryes plass 10 AS	932 409 429
Holsts Gate 1 AS	932 409 372
Kirkegårdsgata 13 AS	932 409 402
Oslobukta Serveringssteder AS	931 565 362
Seilduksgata 19 AS	932 409 496
Skolebakken Kolbotn Næring AS	926 165 542
Steenstrups gate 1 AS	932 409 437