Brønnøysundregistrene

ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer:	818 111 762
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	SRH BRIDGECO AS
Forretningsadresse:	c/o FSN Capital Partners AS Dronning Mauds gate 11 0250 OSLO

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:	Forenklet IFRS
Benyttet ved utarbeidelsen av årsregnskapet til konsernet:	IFRS

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet:	Lahbib El Khalil
Dato for fastsettelse av årsregnskapet:	28.06.2024

Grunnlag for avgivelse

År 2023: Årsregnskapet er elektronisk innlevert

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

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Brønnøysundregistrene, 04.08.2024

Resultatregnskap

Beløp i: NOK	Note	2023	2022
RESULTATREGNSKAP			
Kostnader			
Other operating costs	3	1 309 000	426 000
Sum kostnader		**1 309 000**	**426 000**
Driftsresultat		**-1 309 000**	**-426 000**
Finansinntekter og finanskostnader			
Renteinntekt fra foretak i samme konsern	6,8	83 000	25 000
Financial income	6	6 059 000	9 350 000
Sum finansinntekter		**6 142 000**	**9 375 000**
Annen finanskostnad	6	0	1 000
Net exchange rate gain/(loss)	6	-38 000	18 000
Sum finanskostnader		**-38 000**	**19 000**
Netto finans		**6 180 000**	**9 356 000**
Ordinært resultat før skattekostnad		**4 871 000**	**8 930 000**
Tax	7	0	0
Ordinært resultat etter skattekostnad		**4 871 000**	**8 930 000**
Årsresultat		**4 871 000**	**8 930 000**

Balanse

Beløp i: NOK	Note	2023	2022
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Finansielle anleggsmidler			
Investering i datterselskap	5	334 208 000	334 208 000
Lån til foretak i samme konsern	8	2 098 000	818 000
Other investments	12	5 819 000	6 185 000
Sum finansielle anleggsmidler		**342 125 000**	**341 211 000**
Sum anleggsmidler		**342 125 000**	**341 211 000**
Omløpsmidler			
Varer			
Fordringer			
Konsernfordringer	8	29 000	25 000
Sum fordringer		**29 000**	**25 000**
Bankinnskudd, kontanter og lignende			
Cash and cash equivalents	9	16 119 000	12 134 000
Sum bankinnskudd, kontanter og lignende		**16 119 000**	**12 134 000**
Sum omløpsmidler		**16 148 000**	**12 159 000**
SUM EIENDELER		**358 273 000**	**353 370 000**
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Share capital		8 207 000	8 207 000
Overkurs		356 060 000	356 060 000
Sum innskutt egenkapital		**364 267 000**	**364 267 000**

Balanse

Beløp i: NOK	Note	2023	2022
Opptjent egenkapital			
Other equity		-6 027 000	-10 897 000
Sum opptjent egenkapital		**-6 027 000**	**-10 897 000**
Sum egenkapital		**358 240 000**	**353 370 000**
Sum langsiktig gjeld		**0**	**0**
Kortsiktig gjeld			
Leverandørgjeld		33 000	0
Sum kortsiktig gjeld		**33 000**	**0**
Sum gjeld		**33 000**	**0**
SUM EGENKAPITAL OG GJELD		**358 273 000**	**353 370 000**

Konsernets resultatregnskap

Beløp i: NOK	Note	2023	2022
RESULTATREGNSKAP			
Inntekter			
Revenue		6 712 492 000	8 349 895 000
Annen driftsinntekt		30 706 000	44 020 000
Sum inntekter	6,7	**6 743 198 000**	**8 393 915 000**
Kostnader			
Cost of goods sold	8	3 471 955 000	4 606 457 000
Personnel costs	9,10	1 684 796 000	1 895 693 000
Depreciation and impairment property, plant and equipment	17	146 984 000	162 409 000
Depreciation and impairment right of use assets	18	122 783 000	134 931 000
Amortisation and impairment	16	54 873 000	69 631 000
Other operating costs	11	919 169 000	1 150 232 000
Sum kostnader		**6 400 560 000**	**8 019 353 000**
Driftsresultat		**342 638 000**	**374 562 000**
Finansinntekter og finanskostnader			
Share of profit/(loss) of associated companies	12,13	655 000	442 000
Financial income	12	26 105 000	43 680 000
Sum finansinntekter		**26 760 000**	**44 122 000**
Financial expenses	12	343 525 000	391 786 000
Net exchange rate gain/(loss)	12	104 065 000	122 397 000
Sum finanskostnader		**447 590 000**	**514 183 000**
Netto finans		**-420 830 000**	**-470 061 000**
Ordinært resultat før skattekostnad		**-78 192 000**	**-95 499 000**
Skattekostnad på ordinært resultat	14	50 230 000	17 826 000
Ordinært resultat etter skattekostnad		**-128 422 000**	**-113 325 000**
Profit / (loss for the year from discontinued operations32(		-62 675 000	
Årsresultat		**-191 097 000**	**-113 325 000**
Minoritetsinteresser		-75 581 000	-46 619 000

Konsernets resultatregnskap

Beløp i: NOK	Note	2023	2022
Årsresultat etter minoritetsinteresser		**-115 516 000**	**-66 706 000**
Exchange differences on translation of foreign operations		113 719 000	87 103 000
Exchange differences on loans treated as net investments		46 493 000	45 982 000
Hedge accounting	25	-37 841 000	109 077 000
Exchange differences on hedge			-38 563 000
Remeasurement of net defined benift liability	10,14	396 000	13 589 000
Non-controlling interests		-29 392 000	-87 632 000
Remeasurement of hyperinflation,			4 864 000
Sum resultatkomponenter for IFRS-foretak		93 375 000	134 420 000
Totalresultat		**-22 141 000**	**67 714 000**

Konsernets balanse

Beløp i: NOK	Note	2023	2022
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Development	16	106 125 000	105 815 000
Licenses, product rights etc.	16	2 928 000	26 418 000
Utsatt skattefordel		101 477 000	89 481 000
Goodwill	16	424 516 000	675 957 000
Cusatomer relationships	16	87 150 000	149 718 000
Other intangible assets	16	30 949 000	18 770 000
Sum immaterielle eiendeler		**753 145 000**	**1 066 159 000**
Varige driftsmidler			
Land	17	37 151 000	55 944 000
Buildings	17	288 425 000	403 863 000
Machines and equipment	17	470 772 000	513 793 000
Construction in progress	17	88 000	436 000
Rental equipment, furniture	17	147 380 000	169 350 000
Right-of -use assets	18	363 509 000	385 806 000
Sum varige driftsmidler		**1 307 325 000**	**1 529 192 000**
Finansielle anleggsmidler			
Investeringer i tilknyttet selskap	13	2 822 000	1 863 000
Other investments	13,26	745 000	685 000
Non-current receivables		30 578 000	32 797 000
Financial derivatives	25	151 084 000	219 347 000
Sum finansielle anleggsmidler		**185 229 000**	**254 692 000**
Sum anleggsmidler		**2 245 699 000**	**2 850 043 000**
Omløpsmidler			
Varer			
Inventories	8	1 025 349 000	1 264 610 000
Sum varer		**1 025 349 000**	**1 264 610 000**
Fordringer			
Trade receivables	4	842 814 000	1 138 664 000

Konsernets balanse

Beløp i: NOK	Note	2023	2022
Other receivables	7,19	350 864 000	352 716 000
Sum fordringer		**1 193 678 000**	**1 491 380 000**
Investeringer			
Assets held for sale	32	1 719 566 000	
Sum investeringer		**1 719 566 000**	
Bankinnskudd, kontanter og lignende			
Cash and cash equivalents	20	321 780 000	685 510 000
Sum bankinnskudd, kontanter og lignende		**321 780 000**	**685 510 000**
Sum omløpsmidler		**4 260 373 000**	**3 441 500 000**
SUM EIENDELER		**6 506 072 000**	**6 291 543 000**
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Share capital	28	8 207 000	8 207 000
Overkurs	28	356 060 000	356 060 000
Sum innskutt egenkapital		**364 267 000**	**364 267 000**
Opptjent egenkapital			
Hedge reserve		43 582 000	66 733 000
Currency translation reserve		248 681 000	133 474 000
Other equity		-444 931 000	-330 819 000
Minoritetsinteresser		185 349 000	201 093 000
Sum opptjent egenkapital		**32 681 000**	**70 481 000**
Sum egenkapital		**396 948 000**	**434 748 000**
Gjeld			
Langsiktig gjeld			
Pensjonsforpliktelser	10	30 008 000	38 358 000
Utsatt skatt	14	24 777 000	38 635 000
Other provisions	22	5 241 000	15 001 000

Konsernets balanse

Beløp i: NOK	Note	2023	2022
Financial derivatives	25	59 755 000	79 609 000
Sum avsetninger for forpliktelser		**119 781 000**	**171 603 000**
Annen langsiktig gjeld			
Gjeld til kredittinstitusjoner	4,21,26,29	2 538 673 000	2 660 071 000
Other non-current liabilities	4,21,23,26,29	324 253 000	1 333 168 000
Sum annen langsiktig gjeld		**2 862 926 000**	**3 993 239 000**
Sum langsiktig gjeld		**2 982 707 000**	**4 164 842 000**
Kortsiktig gjeld			
Liabilities to credit institutions	21	197 000	128 838 000
Leverandørgjeld		574 267 000	669 258 000
Current tax liabilities	14	40 578 000	28 728 000
Public duties (VAT, social benefits etc.)		165 354 000	201 140 000
Other current liabilities	7,23,24	385 848 000	544 858 000
Other provisions	22	1 241 000	8 386 000
Current portion	21	114 129 000	110 745 000
Liabilities directly associated with the assets held for sale32	32	1 844 803 000	
Sum kortsiktig gjeld		**3 126 417 000**	**1 691 953 000**
Sum gjeld		**6 109 124 000**	**5 856 795 000**
SUM EGENKAPITAL OG GJELD		**6 506 072 000**	**6 291 543 000**

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Financial Statements 2023

SRH BridgeCo AS

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SRH BridgeCo in Brief

SRH BridgeCo Group's business

The Group offers a broad range of innovative and high-quality products and solutions to those who own, build and maintain roads. The Group has leading positions in several markets across Europe, combining extensive technical expertise in combination with strong local presence.

SRH BridgeCo is owned by FSN Capital V and FSN Capital Bridge Co-Investment, which are vehicles advised by FSN Capital Partners, a leading private equity company focused on the Northern European middle-market segment. From end of 2019, ViaCon, the road infrastructure business, is conducting its business operationally separated from Saferoad.

The activities are accordingly organised in two distinct and autonomous divisions: Road Safety (Saferoad Group) and Road Infrastructure (ViaCon Group).

Road Safety (Saferoad Group)

Road Safety is SRH BridgeCo's largest business area, representing around 75 per cent of total revenue and operates as the Saferoad Group including Saferoad-branded and non-branded companies.

Saferoad is a leading road safety supplier in Europe with more than 70 years of experience within the industry. The Group offers a broad range of innovative and high-quality products and solutions tailored to contribute to a safer life on the road and shape the future of infrastructure. Holding leading positions in several markets across Europe, the Group combines extensive technical expertise in combination with strong local presence. The Group also exports products and executes projects in countries outside of Europe.

The core business is products and services that provides guidance and safety. Dedicated to Vision Zero, the Group aims to actively reduce the number of people seriously injured and killed in traffic accidents. Headquartered in Oslo, Norway, Saferoad Group has 2 500 employees across 13 countries.

Road Infrastructure (ViaCon Group)

The Road Infrastructure business area represents around 25 per cent of total revenue and operates under the ViaCon brand.

ViaCon is a leading player offering environmentally friendly and sustainable technical solutions on the European market with a focus on the sale and manufacture of corrugated steel structures and plastic pipes used to build bridges and road drums, as well as for geotechnical solutions and stormwater management. ViaCon strives for the highest standards of environmental awareness, health and safety. The solutions are designed to minimize the carbon footprint with the least possible traffic disruptions in the workplace and thus manage negative effects on both the environment and society. ViaCon offers its customers state-of-the-art long-life solutions designed to meet the challenges of a changing world. ViaCon's solutions support both its customers and society in achieving important and sustainable goals

The Group was founded in 1986 with establishments in Sweden and Norway and today has about 800 employees in 20 countries with headquartered in Gothenburg, Sweden.

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Board of Directors' Report

As part of the process to establish separate ownership structures for the Saferoad and ViaCon groups, a demerger of the company was completed in May 2024. Assets, rights and obligations related to the Viacon group has been transferred to Viacon BridgeCo AS. As a result of the demerger, ViaCon Group has been classified as Discontinued operations in the financial statements for 2023.

In the following, the comments are related to Continuing operations unless otherwise stated. For further information and annual reports for both Saferoad Group and Viacon Group, please see respective websites.

Strategy and financial targets for the continuing SRH BridgeCo Group

2023 was yet another solid year for the Group seeing growth in underlying revenues of 9.1 per cent to NOK 6 734 million, while underlying EBITDA experienced an uplift of NOK 138 million to NOK 715 million for the year. With a business model rigged to cope with fluctuations in underlying market parameters, the Group has shown that it is capable of adapting to changed market dynamics throughout the year and on the back of this achieved strong financial results. The solid results should be seen as a result of both the robustness and adaptability of the business.

The Group's long-term vision remains to be the leading road safety provider in Europe, where the company operates in an attractive market with significant growth opportunities across most geographies and product areas. Based on the Group's extensive geographical footprint and broad offering, the Group is well positioned to benefit from favourable market trends and deliver on its ambitions. The position as market leader in the Nordic region as well as strong presence in Europe, is making the Group well-positioned to achieve further profitable growth in its underlying core markets in the years to come. This is to be complemented by a mix of expansion into complementary products and services, further geographic expansion, and if relevant structural acquisitions.

In 2023 the Group has continued to strengthen the internal processes and structures, ensuring that it is fit to meet its strategic development targets as well as customer and market demands. The Group is simultaneously improving critical drivers of operational efficiency and development of its manufacturing set-up as well as reaping the synergies of the more coherent operating units. All of which have contributed to the positive development over the last year. The Group is also focusing on accelerating growth through several strategic initiatives focusing both on existing product lines but also adding new ones. 2023 has also been a year with a focus on cash generation and freeing up working capital throughout the organization and the Group has now set relevant targets in order to further improve cash-flow across business units by driving operational and commercial excellence.

Project Unity have been launched to create a stronger market position and appearance, with the aim of simplifying the brand architecture, streamlining brand experience and enhance marketing across the business units in the Group. The Group is building a strategic platform ensuring that it is fit to meet both customer and market demand, and to further fuel growth. In 2023 new business area names were implemented, business units have been merged in order to reduce complexity, and several business units rebranded as part of Project Unity.

The Group invested strongly in capacity in 2023 to facilitate organic growth going forward, which is planned to continue coming years as well. Alongside organic growth, the group is actively evaluating M&A targets and setting a strategic roadmap including M&A going forward.

The Group is committed to its sustainability journey and made great strides in 2023. The Group strengthened resources, upped its ambitions, and made progress on preparing for new ESG regulations. At the same time, we recognize that there is still much work ahead. Taking a role as an active leader in ESG, Saferoad committed to the Science Based Target initiative in 2023. The Group has prepared its sustainability statement in line with the upcoming Corporate Sustainability Reporting Directive. The statement, including the Group's ESG strategic priorities and performance, can be found in section 3 of the Saferoad Group's annual report.

The company generally expects a continued increase in sales and profitability in the coming year, supported by improved order stock, operational improvement measures and the pursuit of synergies within and between the four core business areas.

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Markets developments and outlook for the continuing SRH BridgeCo Group

Saferoad deliver products and solutions to those who own, build and maintain roads. Saferoad's primary geographical markets are the Nordics, Western Europe and Central and Eastern Europe (CEE), of which the largest part of revenue comes from Norway, Sweden, Denmark, Germany, UK and Poland. The outlook for Saferoad's main markets remains promising for the years ahead, driven by increased government spending to build, maintain and upgrade the road infrastructure, with a continued strong commitment by both EU and national governments to focus on road safety.

The growth in government spending is mainly driven by increasing road traffic volumes, more efficient transportation infrastructure, higher safety focus as well as government efforts to reduce the existing maintenance and investment lag on the road networks across Europe. An additional support of markets is coming from large road maintenance needs given aging road infrastructure.

Governments across Europe have accordingly developed targets for reducing traffic injury and accident reductions, e.g. EU's Vision Zero aiming for zero fatalities or serious injuries by 2050. Global road safety goals are additionally articulated in UN Sustainable Developments Goals target 3.6 and 11.2. Road safety equipment is well recognized as a critical tool to achieve these goals, with EU Vision Zero recommending specific performance measures on barriers/restraints, signs, and road marking.

The Group is proactively working to position itself to meet expected increasing market demand for low-carbon and more responsible products. This is central to Saferoad's ESG strategic priorities. As an active leader, the Group believes it's well placed to take advantage of market opportunities arising from new sustainability regulations, standards, and requirements. The EU's Green Deal and Fit for 55 package are important drivers for low-carbon products, alongside National Action Plans on Climate Change. Other regulatory drivers for more responsible products and more transparent sustainability performance include the Norwegian Transparency Act and the Corporate Sustainability Reporting Directive. Currently, the Nordic market is leading the trend, setting requirements, and incentivizing low-carbon operations and products, and we expect other European markets to follow suit in the next 1-3 years.

The Group is well positioned to capture this growth, with strong market positions in main markets, a competitive product portfolio and an extensive sales and service network. The Group has a comprehensive set of tangible operational improvement initiatives ongoing to further improve competitiveness as well as financial performance.

ESG

The SRH BridgeCo's ESG ambition is to drive sustainable solutions in our industry for our customers, for our planet, for people and for future generations.

Saferoad's sustainability statement, including the Group's ESG strategic priorities and performance, can be found in section 3 of the Saferoad Group's annual report. Viacon sustainability sustainability report can be found In their 2023 annual report along with their own separate ESG report.

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[redacted]ancial development for the continuing SRH BridgeCo Group

NOK 1000	2023	2022
Und[redacted]ng operating revenue	**6 734 369**	6 173 334
Report[redacted]d operating revenue	**6 743 198**	6 173 334
Underlying EBITDA	**715 050**	576 697
Reported EBITDA	**667 279**	512 167
Underlying EBITDA margin %	**10,6 %**	**9,3 %**
Reported EBITDA margin %	**9,9 %**	**8,3 %**

Revenues in Saferoad were driven by good underlying growth and strong order intake in most of the business areas, as well as general price inflation. The development was supported by growth in Restraint Systems from a combination of strong market demand, focus on operational excellence, and stable steel price at high level compared to a volatile 2022. This was complemented by solid growth in both Traffic and Services, from market demand in combination with sales initiatives. Infrastructure had a softer 2023, compared to a very strong 2022. Underlying EBITDA increased by NOK 138 million to NOK 715 million from a growing underlying infrastructure sector but also by improved operational processes.

Reported results

SRH BridgeCo Group
The reported EBITDA of NOK 667 million includes non-operational costs of NOK 48 million, down from NOK 65 million last year, which reflects a portion of costs associated with ongoing M&A activities, costs related to changes in group management, group wide strategic improvement projects, and discontinued business. Furthermore, the competition case related to Services Denmark was resolved in February 2024, resulting in no penalisation. These costs are categorised under the principles of Alternative performance measures (APMs), which is used by Saferoad to provide a better understanding of the company's underlying financial performance. These measures are adjusted IFRS measures defined, calculated and used in a consistent and transparent manner over time and across the Group where relevant.

In 2023, operating profit (EBIT) amounted to NOK 343 million. The Group had a net currency loss of NOK (104) million, financial income of NOK 26 million and financial expenses of NOK (344) million in 2023. The financial expenses consist of Interest expenses to financial institutions of NOK (275) million, interest expenses on lease liabilities of NOK (22) million, factoring charges of NOK (6) million, and other financial expenses of NOK (41) million.

A net tax expense of NOK 50 million was reported in 2023.

The Group's reported loss for 2023 amounted NOK (128) million.

In addition, the Group reported a loss of NOK (63) million from discontinued operations, giving a total loss of NOK (191) million.

Parent company
Srh Bridgeco is the ultimate parent in the structure and acts as a holding company. Srh BridgeCo AS reported a profit of NOK 4.9 million for the year compared to a profit of NOK 8.9 million In 2022. At year-end 2023, Srh Bridgeco had total assets of NOK 358.3 million compared to NOK 353.4 million In 2022. The profit of NOK 4.9 million is transferred to other equity.

Financial situation and capital structure

The Group aims to maintain a strong financial position, with emphasis on good operational management and controlling of financial risk.

The overall financial situation of the Group is projected to remain stable with a continued acceptable level of liquidity and a solid headroom to the Group's financial covenants.

The Group's total assets at year-end 2023 was NOK 6 506 million, with a net interest-bearing debt of NOK 2 615 million at the end of 2023. Total equity was NOK 397 million at the end of 2023, giving an equity ratio at year end of 6.1 per cent.

The Group's financial position may be viewed as sound, with sufficient financial capacity to execute current projects and initiatives.

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Cash flow

Net cash flow for the Group was NOK (177.8) million in 2023 compared to NOK (44.6) million in 2022, with the difference mainly caused by significantly improved cash flow from operating activities in 2023 but was offset by increased capital inflow from financing activities. Net cash flow from operating activities was NOK 935.2 million in 2023 compared to NOK 668.2 million in 2022. Net cash flow from investment activities was NOK (170.2) million in 2023 compared to NOK (192.6) million in 2022, with the difference mainly caused by an increase in interest received and a decrease in proceeds from sale of fixed assets. Net cash flow from financing activities was NOK (942.8) million in 2023 compared to NOK (520.3) million in 2022, with the difference mainly caused decreased proceeds from borrowing, increased payment of former loans, and increased interest payment. For information of cashflow from discontinued operations, see note 32.

Risk factors and risk management for the continuing SRH BridgeCo Group

The Group is subject to several operational and financial risks, which may affect parts or all its activities. Through the Group's risk management and internal control framework, the Group aims to systematically identify, assess, and manage risk throughout the Group. The responsibility for the risk management and internal control in these aspects' rests primarily with the first-line management, meaning the CEO, all managers, and employees in the operational units, through the work they carry out in accordance with the authorisations, instructions and guidelines that apply to each of them. The efforts around risk management and mitigating initiatives have continued during 2023. The year has seen a reinforced strengthening of activities around IT and Cyber security considering the continuously increasing challenges generally observed, and the Group has entered a cyber insurance to further reduce risk while continuously improve underlying processes.

The work on strengthening the financial compliance and control environment has been sustained. In 2023, the Group also stepped up its efforts to better assess and mitigate ESG risks.

The following sections describe some of the key risks that may impact the Group's business operations, financial position and financial performance:

Industry and competitive risk
The Group operates in a market that is primarily funded by public authorities, and the end customers are typically road authorities and local municipalities. Business can be affected by a downturn in the general economic environment, a lack of prioritised funds to the road infrastructure sector versus other sectors or a change in regulatory standards for road quality and road safety. In addition, changing behaviour and technology developments that reduce traffic volumes and investments in infrastructure and maintenance may impact the Group's business, revenue, profit and financial position. The Group works actively with the company's ability to quickly respond to customer needs by having a strong local presence and by focusing on continuous product and business model development.

Operational risk
The Group´s operations consist of production and delivery to a large series of individual orders and projects, and the individual orders vary in terms of complexity, size, duration and risk. Consequently, systematic risk management in all parts of the business is important. The Group usually undertakes to complete projects by a scheduled date and ensure that the delivered products and solutions meet specified performance standards. Failure to meet required performance standards, to deliver on time or to calculate offers accurately may impact earnings, capacity utilisation of the workforce and/or production sites and may result in reputational damage. The Group aims to analyse and assesses risk in the tendering stage and manage risk systematically by the businesses throughout the entire execution phase.

Operational risk also refers to losses due to weaknesses or faults in processes and systems, errors made by employees or external events. Further, the Group has a significant share of its business in markets, which could be associated with ESG risks. The Group therefore continuously works to identify and to mitigate risks, in particular in respect of strategic, operational, compliance, tax and financial risks throughout the Group. To avoid official sanctions, financial losses or a loss of reputation due to failure to comply with laws, regulations and standards, the Group has implemented a strengthened ESG program, with strengthened policies and digital tools that will have a preventive effect.

ESG risks
The Group continuously works to identify and to mitigate risks, in particular in respect of strategic, operational, compliance, tax and financial risks throughout the Group, as well as the impact the Group may have on people and on the environment. To avoid official sanctions, financial losses or a loss of reputation due to failure to comply with laws, regulations and standards, the Group has assessed ESG risks and established mitigating activities. The ESG risk assessment is based on the Group's Double Materiality Assessment. The most important risks continue to include the health and safety of our employees, the Group's GHG emissions and impact on the climate, as well as governance, anti-corruption and anti-bribery. We have also identified risks related to working conditions in the Group's supply chain, soil contamination, severe weather, new ESG market requirements and non-compliance with new ESG regulations as relevant to the Group. A full description and assessment of the risks, as well as mitigating actions can be found in the sustainability statement in section 3 of the Saferoad Group's annual report.

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[redacted]egic risk
[redacted]roup's future development and success depends on the strategies being relevant and effective for the Group, that the m[redacted]res are being properly executed and that they provide the expected results. If the strategies are not relevant or effective for [redacted] Group or are not properly executed, the Group may fail to meet its targets. To ensure that the Group stays on top of develo[redacted]ments, strategic risk is managed through continuous monitoring of competitors and the market, follow-up of profitability, and through product development and planning processes.

Financial and market risk
The Group is exposed to financial risks associated with financial instruments such as trade receivables, liquidity and interest-bearing debt. These risks are classified as credit, market and liquidity risks. The risk related to currency exchange fluctuations is limited. Nevertheless, subsidiaries may from time to time generate income or incur costs under currencies that differ from the currency of their operational costs. The group is exposed to risk related to developments in raw material prices in some business areas, this risk is viewed as, and has shown itself during 2023, to be manageable.

Personnel and Organisation

Continuing operations
The Groups's ambition is to ensure that all employees have equal opportunities for personal and professional development. Discrimination based on gender, age, disabilities, ethnic origin, sexual orientation, or religion is not tolerated. The number of females in the road safety industry is low. At year-end 2023, 83 per cent of the total employees in the Group were male and 17 per cent female. The number of female employees has decreased 2 per centage point compared to 2022. The Group works actively to reduce the sick absence rate and has established routines to closely follow-up employees on sick leave to facilitate their prompt return to work. In 2023, the sick absence rate was 5.0 per cent, slightly reduced from 5.2 per cent in 2022.

A group- ide Health & Safety program that consists of tools and routines to help managers and employees identify risks in their daily work is established and together with an increased focus on HSE in the production facilities as well as on site working environment, the Group has seen an increase of incidents resulting in absence from work (LTI). LTI for 2023 was 60 (T<45), an increase of 3 accidents compared to 2022. The H1 rate (absence related to actual work hours) for 2023 was 12 (T<13), which are on the same level as in 2022.

Through an annual eNPS (Employee Net Promoter Score) survey the Group tracks employee satisfaction to identify work environment improvement areas. The overall eNPS score was 26 in 2023, compared to 29 in 2022. The follow-up process has resulted in specific action plans that will be followed up throughout the year.

Legal proceedings

From time to time, companies in the Group may be involved in litigation, disputes, and other legal proceedings arising in the normal course of their business. For more detailed information, please refer to note 30 in the 2023 financial statements.

Corporate governance

Corporate governance has high priority for the Board, and it considers good corporate governance a prerequisite for value creation, trustworthiness, and access to capital.

SRH BridgeCo AS have purchased and maintain a Directors and Officers Liability Insurance on behalf of the members of the Board of Directors. The insurance additionally covers any employee acting in a managerial capacity and includes subsidiaries owned with more than 50 per cent. The insurance policy is issued by a reputable, specialized insurer with appropriate rating.

In accordance with section 3-3 of the Norwegian Accounting Act, the Board of Directors confirms that the financial statements have been prepared on the assumption of going concern.

Oslo, 28 June 2024

The Board of SRH BridgeCo Group

DocuSigned by:
F1C97198EE3D46A...
Ulrik Smith

DocuSigned by:
Andreas Niclas Bengt-Ingvar Thiel
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Niclas Thiel

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Financial statements SRH BridgeCo Group

Consolidated statement of comprehensive income 1.1. -31.12.

NOK 1000	Notes	2023	2022
Revenue		**6 712 492**	6 145 975
Other operating revenue		**30 706**	27 359
Total operating revenue	6, 7	**6 743 198**	6 173 334
Cost of goods sold	8	**3 471 955**	3 323 280
Personnel costs	9, 10	**1 684 796**	1 513 379
Depreciation and impairment property, plant and equipment	17	**146 984**	134 084
Depreciation and impairment right of use assets	18	**122 783**	109 012
Amortisation and impairment	16	**54 873**	49 955
Other operating costs	11	**919 168**	824 508
Total operating costs		**6 400 560**	5 954 219
Operating profit/(loss)		**342 638**	219 116
Financial income	12	**26 105**	14 478
Financial expenses	12	**343 525**	268 418
Net exchange rate gain/(loss)	12	**(104 065)**	(45 289)
Share of profit/(loss) of associated companies	12, 13	**655**	442
Net financial income/(expenses)		**(420 830)**	(298 786)
Profit/(loss) before tax		**(78 192)**	(79 670)
Tax	14	**(50 230)**	23 312
Profit/(loss) for the year		**(128 422)**	(56 359)
Profit / (loss for the year from discontinued operations	32	**(62 675)**	(56 966)
Profit for the year from total operations		**(191 096)**	(113 325)
OTHER COMPREHENSIVE INCOME			
Items to be reclassified to profit/loss in subsequent periods			
Exchange differences on translation of foreign operations		**113 719**	23 470
Exchange differences on loans treated as net investments		**46 493**	45 982
Hedge accounting	25	**(37 841)**	109 077
Items not to be reclassified to profit/loss in subsequent periods			
Remeasurement of net defined benefit liability	10, 14	**396**	11 975
Other comprehensive income for the year, net of tax from continued operations		**122 766**	190 504
Other comprehensive income for the year, net of tax, from discontinued operations	32	**30 391**	31 547
Total comprehensive income for the year		**(37 940)**	108 726
Profit/(loss) for the year attributable to:			
Equity holders of the parent company		**(115 516)**	(66 706)
Non-controlling interests		**(75 581)**	(46 619)
		(191 096)	(113 325)
Total comprehensive income attributable to:			
Equity holders of the parent company		**(22 141)**	67 714
Non-controlling interests		**(15 799)**	41 013
		(37 940)	108 726

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Consolidated statement of financial position (assets)

NOK 1000	Notes	31.12.2023	31.12.2022
ASSETS			
NON-CURRENT ASSETS			
Intangible assets			
Development	16	**106 125**	105 815
Licenses, product rights etc.	16	**2 928**	26 418
Goodwill	16	**424 516**	675 957
Customer relationships	16	**87 150**	149 718
Other intangible assets	16	**30 949**	18 771
Total intangible assets		**651 667**	976 678
Tangible assets			
Land	17	**37 151**	55 944
Buildings	17	**288 425**	403 863
Machines and equipment	17	**470 772**	513 793
Construction in progress	17	**88**	436
Rental equipment, furniture and vehicles	17	**147 380**	169 350
Right-of-use assets	18	**363 509**	385 806
Total fixed assets		**1 307 326**	1 529 192
Financial non-current assets			
Investment in associated companies	13	**2 822**	1 863
Other investments	13, 26	**745**	685
Non-current receivables		**30 578**	32 797
Financial derivatives	25	**151 084**	219 347
Total financial assets		**185 228**	254 692
Deferred tax assets	14	**101 477**	89 481
Total non-current assets		**2 245 699**	2 850 043
CURRENT ASSETS			
Inventories	8	**1 025 349**	1 264 610
Receivables			
Trade receivables	4	**842 814**	1 138 664
Other receivables	7, 19	**350 864**	352 716
Total receivables		**1 193 678**	1 491 380
Cash and cash equivalents	20	**321 780**	685 510
Total current assets from contiued operations		**2 540 807**	3 441 500
Assets held for sale	32	**1 719 566**	0
Total current assets		**4 260 373**	3 441 500
Total assets		**6 506 072**	6 291 543

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Consolidated statement of financial position (shareholders' equity and liabilities)

NOK 1000	Notes	31.12.2023	31.12.2022
SHAREHOLDERS' EQUITY AND LIABILITIES			
SHAREHOLDERS' EQUITY			
Share capital	28	**8 207**	8 207
Share premium	28	**356 060**	356 060
Hedge reserve		**43 582**	66 733
Currency translation reserve		**248 681**	133 474
Other equity		**-444 931**	(330 819)
Total shareholders' equity attributable to the shareholders of the parent company		**211 599**	233 656
Non-controlling interests	28	**185 349**	201 093
Total equity		396 948	434 750
LIABILITIES			
Non-current liabilities			
Liabilities to credit institutions	4, 21, 26, 29	**2 538 673**	2 660 071
Other non-current liabilities	4, 21, 23, 26, 29	**324 253**	1 333 168
Pension obligations	10	**30 008**	38 358
Deferred tax liabilities	14	**24 777**	38 635
Other provisions	22	**5 241**	15 001
Financial derivatives	25	**59 755**	79 609
Total non-current liabilities		2 982 706	4 164 842
Current liabilities			
Liabilities to credit institutions	21	**197**	128 838
Accounts payables		**574 267**	669 256
Current tax liabilities	14	**40 579**	28 728
Public duties (VAT, social benefits etc.)		**165 354**	201 140
Other current liabilities	7, 23, 24	**385 848**	544 858
Other provisions	22	**1 241**	8 386
Current portion of non-current liabilities	21	**114 129**	110 745
Total current liabilities from continued operations		**1 281 614**	1 691 951
Liabilities directly associated with the assets held for sale	32	**1 844 803**	0
Total current liabilities		**3 126 417**	1 691 950,62
Total liabilities		**6 109 124**	5 856 793
Total shareholders' equity and liabilities		**6 506 072**	6 291 543

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Oslo, 28 June 2024

The Board of SRH BridgeCo AS

DocuSigned by:
F1C97498EE9D46A...
Ulrik Smith
Chairman of the Board

DocuSigned by:
Andreas Niclas Bengt-Ingvar Thiel
3936E88093F94A8...
Niclas Thiel
Board member

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Consolidated statement of changes in equity

NOK 1000	Share capital	Share premium	Hedge reserve	Currency translation reserve	Other equity	Total	Non-controlling interests	Total equity
Note								
Equity at 31.12.2021	8 207	356 060	0	53 485	(251 810)	165 942	163 746	329 689
Dividends to shareholders and non-controlling interests						0	(3 666)	(3 666)
Profit/(loss) for the year					(66 706)	(66 706)	(46 619)	(113 325)
Other comprehensive income net of tax:								
Actuarial gain/(loss)					8 314	8 314	5 275	13 589
Remeasurement of hyperinflation, net of tax					2 976	2 976	1 888	4 864
Hedge accounting			66 733			66 733	42 344	109 077
Exchange differences on translation of foreign operations			0	51 858	0	51 858	35 245	87 103
Exchange differences on loans treated as net investments			0	28 132	0	28 132	17 850	45 982
Exchange differences on hedge instruments of net investments in foreign operations			0	0	(23 593)	(23 593)	(14 970)	(38 563)
Total other comprehensive income net of tax			66 733	79 990	(12 304)	134 420	87 632	222 051
Total comprehensive income			66 733	79 990	(79 010)	67 714	41 013	108 726
Equity at 31.12.2022	8 207	356 060	66 733	133 474	(330 819)	233 656	201 093	434 750
Dividends to shareholders and non-controlling interests					(74)	(74)	(47)	(121)
Other transaction non-controlling interests					159	159	101	259
Profit/(loss) for the year					(115 516)	(115 516)	(75 581)	(191 096)
Other comprehensive income net of tax:								
Actuarial gain/(loss)					1 341	1 341	851	2 192
Remeasurement of hyperinflation, net of tax					(22)	(22)	(14)	(36)
Hedge accounting			(23 151)			(23 151)	(14 690)	(37 841)
Exchange differences on translation of foreign operations				86 762		86 762	55 587	142 349
Exchange differences on loans treated as net investments				28 444		28 444	18 048	46 493
Total other comprehensive income net of tax	0	0	(23 151)	115 206	1 319	93 374	59 782	153 156
Total comprehensive income	0	0	(23 151)	115 206	(114 196)	(22 141)	(15 799)	(37 940)
Equity at 31.12.2023	8 207	356 060	43 582	248 681	(444 931)	211 599	185 349	396 948

The share capital in SRH BridgeCo AS as of 31 December 2023 consists of 41 036 800 ordinary shares with nominal value of NOK 0.20 per share.

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Consolidated cash flow statement

NOK 1000	Notes	2023	2022
Cash flow from operations			
Profit before tax from continuing operations		**(78 192)**	(79 670)
Profit/(loss) before tax from discontinued operations		**(31 297)**	(15 829)
Profit/(loss) before tax		**(109 489)**	(95 499)
Income tax paid	14	**(87 414)**	(41 244)
Profit from sale and disposal of tangible assets		**(5 718)**	(8 359)
Loss on sale of tangible assets		**(1 841)**	1 318
(Gain)/loss on sale of shares		**0**	(9 249)
Net depreciation, amortisation and impairment	16, 17, 18	**417 368**	366 972
Impairment of inventory	8	**4 962**	(1 881)
Net currency (gains)/losses and other items not relating to operating activities		**82 199**	100 019
Interest income and other financial income	6	**(40 921)**	(33 450)
Interest costs and other financial expenses		**497 235**	390 395
Changes in inventory	8	**152 068**	(1 210)
Changes in trade receivables	4	**(27 605)**	(146 892)
Changes in accounts payable		**90 182**	(47 051)
Income from using equity method	13	**(655)**	(442)
Changes in other current receivables and liabilities		**(35 160)**	194 775
Net cash flow from operations		**935 210**	668 202
Cash flow from investment activities			
Interest received	12	**67 252**	33 450
Acquisition of subsidiaries	5	**(4 956)**	(37 148)
Purchase/production of fixed and intangible assets	16, 17, 18	**(242 301)**	(213 321)
Sale of subsidiaries and asset sale		**5 927**	6 607
Proceeds from sales of fixed assets		**10 802**	17 816
Other changes		**(6 936)**	11
Net cash flow from investment activities		**(170 212)**	(192 585)
Cash flow from financing activities			
Proceeds from borrowings		**283 725**	543 534
Repayment of borrowings		**(587 811)**	(540 535)
Repayment of lease liabilities		**(181 622)**	(155 477)
Interest paid		**(457 060)**	(331 106)
Net cash flow from financing activities	27	**(942 768)**	(520 250)
Net increase/(decrease) in cash and cash equivalents		**(177 770)**	(44 632)
Effect of exchange rate differences on cash and cash equivalents		**34 614**	(5 166)
Cash and cash equivalents at beginning of the year		**685 510**	735 307
Cash and cash equivalents at the end of the year	20	**542 354**	685 509

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Notes to the consolidated financial statements for SRH BridgeCo Group

Note 1 Corporate information

SRH BridgeCo AS is a limited liability company and the ultimate parent company of Saferoad and ViaCon Group. The Company is incorporated and domiciled in Oslo with its registered office, c/o FSN Capital Partners AS, Dronning Mauds gate 11, 0250 Oslo, Norway.

SRH BridgeCo Group was established in September 2018, when funds managed by FSN Capital GP V Limited acquired 100 per cent of the shares in the Saferoad Holding ASA (later renamed to Saferoad Holding AS) through the holding companies SRH BridgeCo AS, SRH Holding AS and SRH Investco AS.

SRH BridgeCo AS owns 61.18 per cent of the shares in SRH Holding AS, which owns 100 per cent of the shares in SRH Investco AS. SRH Investco AS acquired the shares in Saferoad Holding AS 11 and 12 September 2018 and the company was delisted from the Oslo Stock Exchange.

The Group conducts its business through subsidiaries in the Nordic countries, Germany, Poland, the Baltic countries and other European countries. In addition, the Group executes projects in, as well as export and sale of products to, non-European countries. See note 5 in SRH BridgeCo AS separate financial statement for a list of companies that belong to the Group. For additional information regarding the Group, please visit www.Saferoad.com and www.viacongroup.com.

These consolidated financial statements have been approved for publication by the Board of Directors on 28 June 2024 and are to be approved at the annual general meeting.

Note 2 Statement of compliance and basis for preparation

The consolidated annual accounts for the Group have been prepared in accordance with IFRS Accounting Standards, issued by the International Accounting Standards Board (IASB), as well as the Interpretations of the International Financial Reporting Interpretation Committee (IFRIC), which have been approved by the European Commission for application within the European Union. In addition, the
Group applies additional information requirements in accordance with the Norwegian Accounting Act of 1998.

Amendments and interpretations applied for the first time in 2023, did not have an impact on the consolidated financial statements of the Group. The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

The consolidated statements have been prepared on a historical cost basis, except for certain financial instruments when applicable and contingent consideration that have been measured at fair value. The financial statements have been prepared based on the going concern principle.

The consolidated financial statements provide comparative information in respect of the previous period. In the financial statements, Viacon Group is presented as held for sale and discontinued operations according to IFRS 5. The statement of comprehensive income and related notes for 2022 is restated accordingly, see note 32 for more information.

Consolidation principles
The consolidated financial statements include SRH BridgeCo AS and all companies in which SRH BridgeCo AS exercises control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through it power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. Subsidiaries are deconsolidated from the date that control ceases.

Non-controlling interests, which consist of the share of the profits or losses and the part of the net assets of group companies that do not belong to the shareholders of the parent company, are reported as a separate item in the consolidated shareholders' equity. The statement of comprehensive income includes the non-controlling share of the reported profit or loss.
Transactions between group companies, balance sheet items and unrealised profits on transactions between group companies are eliminated in full. Unrealised losses are also eliminated, unless the transaction shows a need to write down the transferred asset.

If the terms of the transaction provide the parent with a present ownership interest in the shares subject to the put, the shares are accounted for as acquired and no non-controlling interest remains.

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Acquisition-related costs are expensed as incurred.

Goodwill is determined as the difference between the cost of an acquisition and the fair value of net identifiable assets on the acquisition date. Goodwill is allocated to cash-generating units or Groups of cash-generating units that are expected to benefit from synergies from the business combination and is recognised at cost in the balance sheet, less any accumulated impairment losses. Goodwill is not
amortised but is tested for impairment at least annually.

Losses within a subsidiary are attributed to the non-controlling interest even if that results in a deficit balance. The Group treats transactions with non-controlling interests as transactions with equity owners of the Group. For purchases from non-controlling interests, the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals without loss of control to non-controlling interests are also recorded in equity.

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

Financial assets
The Group´s financial assets mainly consist of trade receivables, other receivables and cash and cash equivalents. Assets are classified to the different measurement categories based on the business model and the characteristics of the contractual terms applying to cash flows.

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss. For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

The four measurement categories are described below. The Group has normally financial assets entirely measured at amortised cost. Trade receivables that do not contain a significant financing component are measured at the transaction price determined under IFRS 15 Revenue from contracts with customers. The Group normally does not invest in financial assets.

Financial assets at amortised cost (debt instruments)
The Group measures financial assets at amortised cost if both of the following conditions are met:

a. The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows and,
b. The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

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

Financial assets at fair value through OCI (debt instruments)
The Group measures debt instruments at fair value through OCI if both of the following conditions are met:

c. The financial asset is held within a business model with the objective of both holding to collect contractual cash flows and selling, and,
d. The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

For debt instruments at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the statement of profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value change recognised in OCI is recycled to profit or loss.

Financial assets designated at fair value through OCI (equity instruments)
Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under IAS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by instrument basis. Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit or loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

Financial assets at fair value through profit or loss
Financial assets at fair value through profit or loss include financial assets held for trading. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated

embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

Derecognition of financial assets
A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated statement of financial position) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either
    a. the Group has transferred substantially all the risks and rewards of the asset, or
    b. the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

Financial liabilities
The Group's financial liabilities mainly consist of loans and borrowings, trade and other payables, and other current liabilities.

The Group's financial liabilities are classified, at initial recognition, as loans, borrowings and payables, or financial liabilities at fair value through profit or loss. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.
The subsequent measurement of financial liabilities depends on their classification, as described below. The Group normally only hold instruments that are recognised at amortised cost, with the exemption of contingent considerations measured at fair value.

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

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

Financial liabilities are measured at fair value through profit or loss when they meet the definition of held for trading, or when they are designated as such on initial recognition.

Derecognition of financial liabilities
A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Impairment of financial assets
The Group recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and contract assets, which are the main part of the Group's financial assets, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group's provisions are based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Foreign currency
The Group's presentation currency is NOK, which is also the presentation and functional currency of the parent company.

Transactions in currencies different from the functional currency
Transactions in non-functional currencies are translated at the rate in effect on the transaction date. Monetary assets and liabilities that are expressed in non-functional currencies are reported on the balance sheet date, translated to the rate in effect on that date. Non-monetary assets and liabilities that are reported at their fair value in non-functional currency are translated at the rate in effect on the balance sheet date. All other non-monetary items are translated at historical foreign exchange rates. All exchange rate differences are reported in profit or loss, with the exception of exchange differences on intercompany loans treated as net investments, which are recognised in other comprehensive income.

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Currency effects in the consolidation
The statement of financial position of subsidiaries with a different functional currency, including goodwill and adjustments for fair value made in connection with consolidation, is translated at the exchange rate at the end of the reporting period, while the profit or loss is translated at an average of the year's exchange rates. The exchange rate differences that arise as a result of the translation are reported directly in other comprehensive income. In the event of a sale or other disposal of a foreign company, the accrued accumulated translation difference is recognised in profit or loss together with the gain or loss resulting from the sale or disposal.

Classification of current and non-current assets and liabilities
The Group presents assets and liabilities in the statement of financial position based on current/non-current classification. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.
A liability is current when:

- It is expected to be settled in the normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Government grants
Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. Grants received that relate to an acquisition or development of assets has been presented "gross" in the consolidated financial statements. A gross presentation entails that the grant received is presented separately as deferred income. The deferred income is presented as other non-current liability and is amortised over the useful life of the related asset. The amortised part of the deferred income is presented as other operating income in the financial statements.

Cash flow statement
The cash flow statement is presented using the indirect method. Cash and cash equivalents include cash, bank deposits and other short-term, highly liquid financial assets with maturities of three months or less.

Adoption of new and revised standards, amendments and interpretations
IASB has issued amendments to IAS 1 and IFRS Practice Statement 2 Making Materiality Judgements, in which it provides guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their "significant" accounting policies with a requirement to disclose their "material" accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures. The amendments to IAS 1 were applicable for annual periods beginning on or after 1 January 2023. The Group has for the 2023 annual report revisited accounting policy information disclosure to ensure consistency with the amended requirements.

The Group has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective. There are no standards, interpretations, or amendments effective from 1 January 2024 or later that are expected to have a significant impact on the consolidated financial statements of the Group.

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Note 3 Significant accounting judgements and estimates

The preparation of the Group's consolidated financial statements in accordance with International Financial Reporting Standards (IFRS) and applying the chosen accounting policies requires management to make judgements, estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these judgements, estimates and assumptions could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. Judgements, estimates and underlying assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

Judgements, estimates
and the underlying assumptions are reviewed on an ongoing basis. Revisions to accounting judgements or estimates are recognised in the period in which the judgement or estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The accounting policies applied by the Group in which judgements, estimates and assumptions are material are indicated in the table below and disclosed in the respective notes:

Judgements, estimates and assumptions	**Note**	
Revenue	7	Judgement
Income tax	14	Estimate
Impairment	15	Estimate
Intangible assets	16	Estimate
Property, plant and equipment	17	Estimate
Leases	18	Judgement / Estimate

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Note 4 Financial strategy and financial risks

Capital management
The Group's capital management and financing strategy secures funding for all subsidiaries. The overriding goal is to provide the operating entities with financial capacity to perform their operational activities uninterrupted and to support Saferoad's business strategy.

The Group's long-term financing is secured through the subsidiary, Saferoad Holding AS, and its Senior Term Facilities Agreement with GSO ESDF II, GSO ESDF II Levered Holdco I S.a.r.l., GSO ESDF II Levered Holdco II S.a.r.l. and G QCM Holdco S.a.r.l. (all funds managed by Blackstone Alternative Credit Advisors LP) as original lenders. The Senior Term Facilities are for NOK 869.1 million, EUR 96.0 million and SEK 610.7 million which mature in 2028.

In addition, working capital financing is secured through a Revolving Credit Facility agreement between Saferoad Holding AS and DNB Bank ASA as Original Lender. The Revolving Facility Agreement commitment is NOK 510.0 million and matures in March 2028. By year end 2023, there was drawn NOK 50.0 million on the revolving facility.

The subsidiary, Saferoad Holding AS, entered during 2022 into a Frame Agreement for Receivables Purchase with DNB Bank with an uncommitted frame of NOK 250.0 million, where DNB Bank purchases receivables from the Saferoad subsidiaries. Moramast AB and Saferoad Sverige AB acceded the Receivable Purchase Agreement during 2022 while Saferoad Traffic AS acceded during 2023. By the end of 2023 DNB Bank had bought receivables for an aggregate amount of close to NOK 77.5 million from these three subsidiaries (NOK 48.0 million in 2022). The purchases of receivables are done on a non-recourse basis.

The subsidiary, Vik Ørsta AS, has entered into an Overdraft Facility Agreement with DNB Bank for EUR 7.0 million, a Facility that on a recurring basis will be automatically renewed for a 364-day period from December 2023.

Vik Ørsta AS has signed a Mortgage Declaration where Vik Ørsta AS pledges its accounts receivables and inventories as security for the EUR 7.0 million Overdraft Facility Agreement.

The Group has sufficient financial capacity for current operations and further expansion.

There is a leverage covenant in the DNB Bank facility with which Saferoad Group must be compliant, in case 40 per cent or more of the revolving facility is drawn.As of 31 December 2023, there is sufficient headroom to the leverage covenant. The only financial covenant in the Senior Term Facility Agreements is a limitation on capital expenditure per annum. The Group's actual capital expenditure in 2023 is well below the 2023 capex covenant level.

Net Interest-bearing liabilities

Liabilities to credit institutions 31 December 2023

NOK 1000	**31.12.2023**	31.12.2022
Facility loans (including revolving credit facility)	**2 538 673**	2 765 209
Leasing	**373 102**	397 852
Other interest-bearing debt	**24 941**	1 069 141
Total interest-bearing debt (note 21)	**2 936 716**	4 232 202
Cash and cash equivalents (note 20)	**321 780**	685 510
Net interest-bearing debt	**2 614 936**	3 546 692

Financial risk management
Saferoad is exposed to several financial risks that are originated from the international operations and from the financing of the Group. Financial risk mitigation is managed according to Saferoad's financial strategy and policy. The major risks are related to liquidity, counterparts for receivables, foreign exchange, interest rates and commodities. Financial risks are monitored and managed on a consolidated level by Saferoad's Group Treasury.

Liquidity risk
Liquidity risk is the risk that the Group will be unable to perform its financial obligations as they fall due. The Group's strategy is to manage the liquidity risk so that the Group will have enough liquidity to satisfy its obligations any time.

Sufficient liquidity shall be attained without risking unacceptable losses, or at the expense of the reputation of the Group. The Group maintains a liquidity reserve as a buffer for extraordinary events. The liquidity reserve is cash and cash equivalents, with the addition of any unutilised commitments under the Revolving Credit Facility agreement and the Overdraft Facility Agreement between Vik Ørsta AS and DNB Bank. The Group is targeting a minimum liquidity reserve between 3 to 5 per cent of the annual turnover of the consolidated Group. The liquidity risk is closely monitored by the Group Management and the Board.

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Bank account balances, the Revolving Credit Facility of NOK 510.0 million, and the EUR 7.0 million Overdraft Facility in Vik Ørsta AS ensure sufficient financial capacity to sustain seasonal working capital fluctuations. The liquidity demand increases throughout the spring, and peak pressure is during early autumn when the operational activity is at the highest. Late autumn and during wintertime the commonly harsher weather conditions naturally reduces the operational activity, and thereby the working capital needs.

The Group operates two cash pools, which facilitates an efficient exploitation of available cash within the Group. The cash pools help to reduce the utilisation of the Revolving Credit Facility and the EUR 7.0 million Overdraft Facility. In addition, continuous cash flow forecasting helps to reduce external debt financing and thereby financing cost.

Credit risk
The Group has guidelines to ensure that sales of products and services take place only to customers with a satisfactory credit history. Customer credit in the form of payment days is only granted after credit considerations are made. The average size of individual sales is low and there is no significant credit risk linked to individual customers, or customers that can be regarded as a Group due to similarities in their credit risk. The Group's diversified customer base in different jurisdictions, and from various industries, also lowers the concentration of counterparty credit risk from accounts receivables. Guarantees and credit insurances are used if deemed necessary and cost effective.

Realised losses during the year are classified as other operating expenses in the profit or loss (see note 11). The Group's aging structure for outstanding trade receivables has somewhat decreased during 2023 and bad debt losses recognised in 2023 totalled NOK 6.7 million (NOK 13.1 million in 2022). The total provision for bad debt is NOK 26.9 million as of 31 December 2023 (NOK 33.6 million as of 31 December 2022).

Aging analysis trade receivables, 31 December 2023

NOK 1000	Total	Not due	< 30d	30-60d	60-90d	>90d
Trade receivables	869 746	584 837	167 869	30 492	18 633	67 914
Provision for bad debt	(26 932)	(1 130)	0	(421)	(290)	(25 091)
Total trade receivables	842 814	583 707	167 869	30 072	18 343	42 822

Aging analysis trade receivables, 31 December 2022

NOK 1000	Total	Not due	< 30d	30-60d	60-90d	>90d
Trade receivables	1 188 389	827 803	182 787	25 558	24 362	127 879
Provision for bad debt	(49 725)	(2 239)	(2 999)	(468)	(559)	(43 460)
Total trade receivables	1 138 664	825 564	179 788	25 090	23 803	84 419

Changes in bad debt provisions

NOK 1000	31.12.2023	31.12.2022
Provisions as of 01.01	**33 624**	20 215
Provision for bad debt during the period	**7 755**	15 532
Realized losses for the year	**(10 890)**	(2 841)
Reversed provision during the period	**(7 125)**	(4 545)
Changes due to business combinations	**0**	3 917
Translation differences	**3 568**	1 347
Provisions as of 31.12	**26 932**	33 624

Trade receivables and other receivables are recognised net of expected losses. The accrual for losses is based on an individual assessment of each receivable.

Foreign exchange rate risk
As a consequence of the international business activities, The Group is exposed to foreign exchange risks from the flow of goods (transaction exposure) and from assets and liabilities in currencies other than the reporting currency (translation exposure).

The Group aims to reduce these risks by creating natural hedges, to the extent possible. Natural hedges can be achieved by buying and selling goods and services in the same currency, and by borrowing in the same currency as the assets on the balance sheet.

All foreign exchange differences are reported in profit or loss, with the exception of foreign exchange differences on intercompany loans treated as net investments, which are recognised in other comprehensive income.

Transaction exposure
The Group shall reduce the impact from currency fluctuations by primarily creating natural hedges, and thereafter hedge contracted transaction exposure by applying financial instruments. Hedging with financial instruments will only be done after a case by case cost benefit analysis.

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Translation exposure
Translation exposure is an accounting risk arising when items denominated in foreign currencies in the balance sheet and income statement are revaluated and consolidated. The Group shall continuously monitor, measure and follow-up the exposure to evaluate the effects on financial statements.

Foreign exchange sensitivities
The schedule below outlines the impact from a 10 per cent NOK appreciation against the main currencies:

Impacts from a 10 per cent NOK appreciation towards

NOK million	All currencies	SEK	EUR	PLN
One-off revaluation effects in financial items	167	57	100	1

The table above illustrates the one-off revaluation effects in financial items from a NOK appreciation against other currencies. Revaluation effects from intercompany positions are included. All sensitivities are estimated while keeping all other parameters constant.

Interest rate risk
The interest rates on the financing agreements are affected by changes in market rates, as The Group is being charged floating interest rates. The Group has bought interest rate caps to protect against rising interest rates, for the Senior Term Facilities Agreement with the GSO-funds. Protection is bought for the full exposure in NOK, EUR and SEK until the maturity of the Senior Term Facilities in 2028.

The sensitivity analysis illustrates the annual impact on financial expenses and after-tax result for an increase or decrease of 100 basis points in the interest rates (all other variables being unchanged). The interest rate caps bought are currently effective for all currencies, and we will therefore not experience any significant cost increase or cost decrease if the current interest rate levels increase or decrease by 100 basis points.

Sensitivity analysis interest rates, 31 December 2023

NOK million	Change Financial expences	Change after tax profit and loss
100 basis points increase	5,6	4,4
100 basis points decrease	(5,6)	(4,4)

An assumption of an effective tax rate of 20 per cent is applied to calculate the after-tax impact on P&L. The interest rate cost is to some extend exposed to risk related to changes in the credit margin on the Revolving Facility Agreement with DNB Bank, because the credit margin is leverage dependent.

Commodity risk management
The Group is exposed to commodity price risks due to changes in commodity prices, which the Group is not directly able to transfer to external counterparties. The Group's main exposure derives from purchases of raw materials like steel, aluminium, zinc and plastics. In addition, The Group is exposed to fluctuations in the price of electricity and oil.

To secure cost-efficiency and large scale of operations, category teams have been established for the major commodities. The category teams closely monitor the risk related to changes in commodity prices and the Group use natural hedging to mitigate potential negative impact from increase in raw material prices on larger projects and orders with fixed prices.

The Group has during 2023 entered some smaller financial derivative contracts to mitigate the risk from rising steel prices.

Financial derivatives
The Group has bought interest rate options to cap the upside risk to market rates, as well as commodity swaps to mitigate the risk from rising steel prices. The Group may also from time to time use forward agreements or options to hedge selected currency exposures. Please see note 25 for further description.

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Note 5 Business combinations and changes in the Group structure

Accounting policies
The acquisition method is applied when accounting for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred, and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

Acquisitions in 2023
In January 2023 the Group acquired Lansgående Sikring AS for a total estimated consideration of NOK 5.7 million. There were no other acquisitions in 2023.

Acquisitions in 2022
In May 2022 the Group acquired the business from Bergschenhoek Civiele Techniek B.V. for a total estimated consideration of EUR 3.7 million (NOK 37.1 million). The purchase price allocations gave rise to a goodwill of NOK 18.8 million. Acquisition related costs totaled NOK 1.8 million. The Dutch acquired operations contributed net sales of NOK 26.9 million and earnings after tax of NOK 0.4 million
for the period May 2 to December 31, 2022. The Dutch net sales for the period January to December 2022 amounted to NOK 37.2 million. The business is a part of the discontinued operations in the financial statements for 2023.

There were no other acquisitions in 2022.

Divestments in 2023
There were no material divestments in 2023.

Divestments in 2022
In December 2021, the Group entered into an agreement to divest its operations in Belarus to MIAKOM-SPb, LLC, and the transaction was completed in September 2022.
The disposal of the company resulted in a capital loss reported as other external expenses of NOK (9.7) and the purchase price totalled NOK 1,4 million. The business is a part of the discontinued operations in the financial statements for 2023.

There were no other divestments in 2022.

Significant accounting estimate
The business combinations are accounted for by applying the acquisition method, and a degree of estimate is used when establishing fair values of the identifiable assets and liabilities at the acquisition dates.

Note 6 Segment information

The operating segments presented are the key components of the Group's business. Following the classification of Viacon Group as held for sale and discontinued operations, there is only one segment in SRH BridgeCo Group, Saferoad Group. The information about segments below is according to the segments in the Saferoad Group.

The following operating segments have been identified:

Restraint Systems
Restraint Systems offer a comprehensive and innovative range of road restraint systems (guardrails, bridge parapets, rails, energy absorbing systems) and noise protection barriers which covers all areas of use on roads, highways and along railways. Saferoad's offering includes design, manufacturing, delivery, installation and repair. Restraint Systems consists of legal entities in Norway, Sweden, Finland, United Kingdom, Germany, Poland, Romania, the Netherlands, Slovakia and Czech Republic.

Traffic
Traffic offer a complete range of traffic signs, technical solutions, variable message signs, LED, gantries, posts and work zone protection services. Traffic consists of legal entities in Norway, Sweden, Denmark and Germany.

Infrastructure
Infrastructure design and manufacture a complete range of light poles and masts for all application areas. The main purpose of street lighting is to improve the safety of the travelling public and to improve the sense of security in the areas where residents live and work. Rock Protection Equipment, Marina Products and Street Furniture are also included in the Infrastructure segment. Infrastructure consists of legal entities in Norway, Sweden and Romania.

Services
Services offer a wide range of road services, including application of road marking for guidance and safety and road maintenance services. Our road marking range is customised to meet customers' requirements concerning durability, quality and safety. Road

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maintenance services includes winter maintenance, greenery, road patrolling and traffic safety. Services consists of legal entities in Norway, Sweden, Denmark and Poland.

Holding/Eliminations
The Holding/Eliminations segment consists of the unallocated costs associated with the Group's corporate administration, financial management and the elimination of inter-segment sales.

Operating segment measure
Key measure for Group is EBITDA. The Group defines EBITDA as profit/(loss) for the year before financial income and expense, tax, depreciation, amortisation and write-downs, including depreciation, amortisation and impairment of excess values in equity accounted investments. The Group's definition of EBITDA may be different from other companies.

Segment performance is evaluated based on "Underlying EBITDA" which deviates from EBITDA derived from the consolidated financial statements. In the internal reporting revenues and expenses are adjusted for items which management believes to be non-recurring, such as restructuring expenses, gains and losses (including transactions costs) from disposals of business, transaction costs regarding refinancing, impairment charges and other non-recurring items. See APM table for a further description.

Segment performance is evaluated based on "Underlying EBITDA" which deviates from EBITDA derived from the consolidated financial statements. In the internal reporting revenues and expenses are adjusted for items which management believes to be non-recurring, such as restructuring expenses, gains and losses (including transactions costs) from disposals of business, transaction costs regarding refinancing, impairment charges and other non-recurring items. See APM table for a further description. Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

Accounting policies
Operating segments are reported in a manner consistent with the internal reporting provided to Group Management. We consider Group Management to be the operating decision-making body, as all significant decisions regarding business are taken in this forum.

Transactions between different segments are on an arm's length basis in a manner similar to transactions with third parties.

Underlying operating revenue

NOK 1000	2023	2022
Restraint Systems	**3 406 220**	3 011 279
Traffic	**1 570 815**	1 450 714
Infrastructure	**1 101 365**	1 191 742
Services	**885 054**	773 929
Holding/Eliminations	**(229 084)**	(254 330)
Underlying operating revenue	**6 734 369**	6 173 334
Adjustments[1)]	**8 829**	0
Reported operating revenue	**6 743 198**	6 173 334

1) Items which management believes to be non-recurring. See APM table for further break-down.

Underlying personnel costs

NOK 1000	2023	2022
Restraint Systems	**608 909**	490 699
Traffic	**551 704**	509 241
Infrastructure	**315 258**	310 992
Services	**196 071**	173 928
Holding/Eliminations	**43 965**	21 764
Underlying personnel costs	**1 715 907**	1 506 625
Classification adjustments[2)]	**(48 028)**	(35 678)
Adjustments[1)]	**16 917**	42 432
Reported personnel costs	**1 684 796**	1 513 379

1) Items which management believes to be non-recurring. See APM table for further break-down.
2) External labour services are classified as Other operating costs in IFRS, but as Personnel costs in underlying figures.

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Underlying other operating costs

NOK 1000	2023	2022
Restraint Systems	**280 985**	229 517
Traffic	**203 540**	179 716
Infrastructure	**106 570**	114 481
Services	**93 893**	88 382
Holding/Eliminations	**36 996**	39 536
Underlying other operating costs	**721 984**	651 632
Classification adjustments[2)]	**165 793**	152 655
Adjustments[1)]	**31 391**	20 139
Reported other operating costs	**919 168**	824 426

Underlying EBITDA

NOK 1000	2023	2022
Restraint Systems	**359 108**	223 010
Traffic	**176 962**	139 825
Infrastructure	**172 340**	215 527
Services	**100 098**	75 938
Holding/Eliminations	**(93 457)**	(77 603)
Underlying EBITDA	**715 050**	576 697
Adjustments[1)]	**(47 772)**	(64 530)
Reported EBITDA	**667 279**	512 167
Depreciation and impairment	**(269 767)**	(243 096)
Amortisation and impairment	**(54 873)**	(49 955)
Reported operating profit/(loss)	**342 638**	219 116

1) Items which management believes to be non-recurring. See APM table for further break-down.

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Note 7 Revenue

Accounting policies
The Group offers a broad assortment of products and solutions to the road safety industry. The Group considers itself as principal in its revenue arrangements, hence revenue is recognised on a gross basis. The transaction price is recognized net of any expected variable consideration such as customer bonuses, cash discounts for early payment, penalties, refunds and returns.

For revenue recognition purposes, the Group divides its revenue contracts into three different categories:

(i) Sale of goods
Sale of goods comprise the sale of road work products to road authorities or other public and private contractors in the road and construction segments. Such products may include signs, barriers, and light poles etc., which the Group delivers without performing related installation.

Contracts containing the sale of multiple goods are separated into several performance obligations when they are capable of being distinct and are distinct within the context of the contract (e.g., the various goods are independent of each other).

Revenue from the sale of goods is recognised when control is transferred to the customer at a point in time, generally upon physical delivery.

(ii) Sale of services
The Group's service contracts consist of various services such as road marking, road maintenance and installation services. In service contracts where delivering specified tasks, performance obligations may either consist of single tasks (e.g., a particular installation) or a series of distinct and repetitive tasks or services (e.g., repetitive services such as road marking).

Revenue from performing services is recognised over time, as the customers generally consume the benefits from the services as the Group performs. Units delivered (hours, metres etc.) are generally applied as progress measure.

For the Group's contracts with 'stand ready' obligations, as road maintenance projects where it receives a fixed fee for performing an unspecified quantity of services, the Group generally applies a time-based progress measure. If such services are expected to be performed continuously throughout the contract period, a straight-lined recognition method is applied.

(iii) Sale of goods/services combined and projects
Revenue of sale of goods/services combined and projects relates to contracts where the Group is selling products completely assembled and installed at the customer's premises as well as construction of customised assets for the customer. Examples of such contracts include guardrails, sale and installation of noise protection solutions.

The goods and services are combined into one performance obligation when the installation services are complex and modify or significantly customise the products and/or whether the Group is delivering goods and services which are highly integrated into one combined output. When this is not the case, the goods and services sold constitute separate performance obligations; e.g. goods and
installation.

Revenue is recognised over time, provided that the Group's performance either creates or enhances an asset that the customer controls as the asset is created or enhanced, or the Group's performance does not create an asset with alternative use and the Group has an enforceable right to payment for performance completed to date, or the customer consumes the benefits of the work as the Group performs.

When the Group concludes that none of the criteria are met, revenue is recognized at the point in time when control is transferred, which generally is assessed to be upon physical delivery.

The Group generally applies cost incurred or units delivered (quantity, metres, square metres etc) as progress measures, depending on the nature of the delivered goods and services. Cost incurred is applied in projects where the Group is designing and producing a customised asset for the customer. Units delivered/ installed are generally applied when the Group is installing several units, the total consideration typically consist of a fixed unit price times the number of units and control is transferred as we are installing the units.

Contract balances
Contract assets
A contract asset is initially recognised for revenue earned from installation because the receipt of consideration is conditional on completion of the installation. Upon completion of the installation and acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables.

Trade receivables
A trade receivable is recognised if an amount of consideration that is unconditional is due from the customer (i.e., only the passage of time is required before payment of the consideration is due). See note 2 section Financial instruments.

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Contract liabilities
A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract.

Significant accounting judgement and assumptions
The Group applies judgements that affect the determination of the amount and timing of revenue from contracts with customers. The judgements include identifying performance obligations in sale of goods/services combined and projects and determining the timing of satisfaction of performance obligations.

Operating revenue split by geographical areas
The group receives most of its income from Northern and Eastern Europe. The Group have a diversified customer base and are not reliant on any single major customer.

NOK 1000	2023	2022
Norway	**1 699 444**	1 786 903
Sweden	**1 229 069**	1 249 037
Denmark	**485 641**	388 681
Poland	**678 356**	610 736
Germany	**1 357 422**	914 868
United Kingdom	**256 397**	284 631
Other	**1 036 869**	938 477
Total operating revenue	**6 743 198**	6 173 334

Operating revenue split by nature

NOK 1000	2023	2022
Sales revenue - products	**4 997 845**	4 588 051
Sales revenue - services	**1 714 647**	1 557 924
Total other revenue1)	**30 706**	27 359
Total operating revenue	**6 743 198**	6 173 334

1) Items which management believes to be non-recurring.

Revenue from contracts with customers split by major product/service line and segments
Set out below is the disaggregation of the Group's revenue from contracts with customers into major product/service lines in accordance with segment reporting, see note 6.

2023

NOK 1000	Restraint Systems	Traffic	Infrastructure	Services	Holding/ Eliminations	Total
Major product/service lines						
Road restraint systems	2 719 433	32 328	0	14 540	0	**2 766 301**
Signs & work zone protection	15 616	1 309 098	0	8 277	0	**1 332 991**
Light poles, masts & other	0	6 124	450 367	0	0	**456 491**
Road services	88 711	0	0	823 643	0	**912 355**
Other products/eliminations	582 375	231 856	650 913	38 592	(229 084)	**1 274 651**
Revenue from contracts with customers	3 406 136	1 579 406	1 101 280	885 053	(229 084)	**6 742 790**

2022

NOK 1000	Restraint Systems	Traffic	Infrastructure	Services	Holding/ Eliminations	Total
Major product/service lines						
Road restraint systems	2 427 967	50 982	0	13 861	0	**2 492 810**
Signs & work zone protection	11 174	1 216 051	0	5 057	0	**1 232 282**
Light poles, masts & other	0	26 730	502 307	0	0	**529 037**
Road services	87 937	0	0	736 373	0	**824 310**
Other products/eliminations	483 949	156 927	689 304	18 585	(254 330)	**1 094 435**
Revenue from contracts with customers	3 011 027	1 450 690	1 191 611	773 876	(254 330)	6 172 874

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Below are further description of the products and solutions within each major product/service line.

Road restraint systems products are designed to reduce the impact of an accident, and include guardrails, bridge parapets, crash cushions and end terminals.

Signs and work zone protection: The signs-category include fixed traffic signs, mechanical variable message signs and electronic variable message signs, along with safety posts and gantries. Work zone protection products are products of temporary and/or movable character, like barriers, truck mounted attenuators, traffic lights, signs and warning trailers.

Light poles are designed, developed, produced and distributed by Saferoad, mainly for use on the roads, but also for sport arenas, industrial areas, parks, residential areas and parking areas.

Road marking is application of road marking materials (lines and symbols) on roads, parking lots, airports and other paved areas, and also includes road maintenance.

Other products/eliminations: Other products include street furniture, rail and power poles, rock support products, marina systems and noise protection systems. Eliminations are revenue between the different segments and is applicable for all major product/service lines.

Below is the reconciliation of revenue from contracts with customers with the amounts disclosed in the segment information, see note 6, and with reported operating revenue:

2023

NOK 1000	Restraint Systems	Traffic	Infrastructure	Services	Holding/ Eliminations	Total
Underlying operating revenue	3 406 220	1 570 815	1 101 365	885 054	(229 084)	**6 734 369**
Adjustments [1]	0	8 829	0	0	0	**8 829**
Reported operating revenue	3 406 220	1 579 644	1 101 365	885 054	(229 084)	**6 743 198**
Rental income	85	238	85	1	0	**408**
Revenue from contracts with customers	3 406 136	1 579 406	1 101 280	885 053	(229 084)	**6 742 790**

[1] Items which management believes to be non-recurring.

2022

NOK 1000	Restraint Systems	Traffic	Infrastructure	Services	Holding/ Eliminations	Total
Underlying operating revenue	3 011 279	1 450 714	1 191 742	773 929	(254 330)	**6 173 334**
Adjustments [1]	0	0	0	0	0	**0**
Reported operating revenue	3 011 279	1 450 714	1 191 742	773 929	(254 330)	**6 173 334**
Rental income	251	24	132	51	0	**458**
Revenue from contracts with customers	3 011 028	1 450 690	1 191 610	773 878	(254 330)	**6 172 876**

1) Items which management believes to be non-recurring.

Balance sheet
Contract assets are included in balance sheet item other receivables and contract liabilities are included in balance sheet item other current liabilities.

Contract balances

NOK 1000	**31.12.2023**	31.12.2022
Trade receivables	**871 324**	1 150 738
Contract assets	**209 898**	174 297
Contract liabilities	**49 530**	64 318

Performance obligations
For sale of goods the invoicing is generally done when the goods are delivered, i.e. at the same time revenue for each performance obligation is recognised. Sale of goods thus normally has no effect on the contract asset and the contract liability balances. Payment is normally due for the total consideration within two months after invoicing.

For sale of services invoicing is customarily done monthly, according to agreed fixed fees or work performed, and consideration is payable within two months after invoicing. Sale of services normally has no impact on the contract asset and the contract liability balances, as the invoicing normally coincides with the satisfaction of the performance obligations for the month. An exception is when invoicing has not yet been effectuated and the right to consideration is classified as unbilled revenue at reporting date.

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Sale of goods/services combined and projects customers are generally invoiced on a monthly basis according to work performed or at agreed milestones. Payment is normally due within two months after invoicing. The sales often have no impact on the contract asset and the contract liability balances, as the invoicing often coincides with the satisfaction of the performance obligations for the month. However, when sale is invoiced according to milestones, revenue can be recognised in excess of or below the amounts invoiced, leading to contract asset or the contract liability balances for the Group.

The Group uses the practical expedient not to disclose the amount of the remaining performance obligations for contracts with original expected duration of less than one year or for contracts with right to consideration from the customer in an amount that corresponds directly with the value to the customer of the entity's performance completed to date.

The aggregate amount of the transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied), for contracts with original expected duration of one year or more, with right to consideration from the customer at an amount independent of the entity's performance completed to date, as at 31 December 2023 is NOK 13.6 million (NOK 27.6 million as at 31 December 2022), whereof NOK 13.6 million is expected to be recognised within one year (NOK 19.0 million were expected to be recognised within one year in 2022).

Note 8 Cost of goods sold and inventories

Accounting policies
Inventories are recognised at the lower of cost and net realisable value. The cost is arrived at using the FIFO method and includes the costs incurred in acquiring the goods and the costs of bringing the goods to their current state and location. The cost of finished goods and work in progress comprises design costs, raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity). It excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Cost of goods sold

NOK 1000	2023	2022
Purchase of goods and changes in inventories	**3 467 564**	3 326 860
Write-down of inventories	**4 391**	(3 579)
Total cost of goods sold	**3 471 955**	3 323 280

Inventories

NOK 1000	31.12.2023	31.12.2022
Raw materials	**437 795**	498 392
Work in progress	**35 392**	58 033
Own produced goods	**369 880**	420 417
Goods purchased for resale	**182 282**	287 769
Total inventories	**1 025 349**	1 264 610

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Note 9 Personnel costs, employees and management remuneration

Salaries and remuneration

NOK 1000	2023	2022
Salary	**1 356 991**	1 237 098
Social security tax on salaries, pensions, bonuses etc.	**207 038**	168 543
Other personnel expenses	**21 013**	24 225
Pension expenses	**61 046**	63 264
Bonuses	**38 708**	20 249
Total salaries and remuneration	**1 684 796**	1 513 379

There are 2 566 employees in Saferoad Group per 31 December 2023 (2 500 last year).

Whereof salaries and remuneration for Board of Directors and Group management
The Board of Directors in SRH BridgeCo AS received no remuneration in 2023 or 2022.

None of the members of the Board of Directors owned shares in SRH BridgeCo Group in 2023 or 2022. The Chairman and the members of the Board have no agreements for further compensation due to termination or changes in the position. There are no loans or share-based payments from the company to the Board of Directors. None of the members of the Board has a service contract. The Chairman and the members of the Board are employed in FSN Capital Partners AS which is related to the FSN funds that owns SRH BridgeCo AS.

From end of 2019, the Group is conducting its business in two operationally separated parts; the Saferoad Group and the ViaCon Group, and each Group has its own executive management. SRH BridgeCo AS does not have a CEO, but necessary management functions are provided by management in Saferoad Group and ViaCon Group.
The Viacon Group is treated as discontinued operations in the Financial Statements. All the numbers in the tables in this note, are only reflecting the Saferoad Group. For information about the ViaCon Group, see note 32 and the consolidated financial statement of the Viacon Group .

The table below sets out the remuneration for the Saferoad Group management which consisted of nine persons (nine in 2022).

NOK 1000	2023	2022
Salary [1]	**24 825**	23 760
Bonus [2]	**2 636**	7 075
Other benefits [3]	**710**	3 842
Pension benefits	**816**	1 126
Total salaries and remuneration	**28 987**	35 803

[1] Salary consists of base salary and holiday payment
[2] Bonus earned in 2022, paid in 2023
[3] Other benefits are the total of all other cash and non-cash related benefits received by the individual during the year presented and includes such items as the taxable portion of insurance premiums, company car, car allowances and electronic communication items

MgmtCo Saferoad AS is a holding company which owns shares in Saferoad Holding AS through a management incentive program in Saferoad Group.

The table below sets out the number of shares in subsidiaries owned by the Saferoad Group management per 31 December 2023.

	2023	2022
MgmtCo Saferoad AS - Class A shares (common shares)	**138 762**	133 668
MgmtCo Saferoad AS - Class B1 shares (preference shares)	**85 635**	133 668
Total	**224 397**	267 336

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Note 10 Pensions

Accounting policies
Defined contribution pension plan
In a defined contribution pension plan the Group is responsible for making an agreed contribution to the employee's pension assets. The future pension will be determined by the amount of the contributions and the return on the pension savings. Once the contributions have been paid, the Group has no further payment obligations. The pension contributions are charged to expenses as they are incurred.

Defined benefit pension plans
Defined benefit pension plans are recognised at the present value of the accrued future pension benefits at the end of the reporting period (balance sheet date), less the fair value of pension plan assets. Defined benefit obligations are presented net of plan assets in the balance sheet. Actuarial gains and losses are reported in other comprehensive income.

The Group policy is to offer a defined contribution pension plan to its employees.

For historical reasons there are still a limited number of defined benefit pension plans in place in Sweden, Norway and in Germany.

The Norwegian companies in the Group are required by law to have a pension scheme and this requirement is fulfilled.

The main financial and accounting impact of the remaining defined benefit pension plans have been summarised below, on the line "defined benefit expense" and under the heading "defined benefit assets and liabilities".

Actuarial gain of NOK 0.4 million in 2023 (gain of NOK 12.0 million in 2022) have been recognised in other comprehensive income.

Pension expense for the year

NOK 1000	2023	2022
Defined benefit expense	**259**	196
Defined contribution expense	**60 787**	63 069
Total pension expense	**61 046**	63 264

Defined benefit assets and liabilities		
Accrued pension obligations	**44 462**	53 831
Pension plan assets	**14 464**	15 554
Net benefit obligations	**29 998**	38 277

Plans with a surplus are recognised separately from plans with a deficit		
Recognised pension assets	**10**	81
Recognised pension obligations	**(30 008)**	(38 277)

Actuarial and financial assumptions (defined benefit plans):

	2023		
	Norway	**Sweden**	**Germany**
Discount rates	3,2 %	4,3 %	3,8 %
Salary increase	3,8 %	0,0 %	0,0 %

	2022		
	Norway	**Sweden**	**Germany**
Discount rates	3,2 %	4,0 %	3,8 %
Salary increase	3,8 %	2,4 %	0,0 %

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Note 11 Other operating costs

Other operating costs

NOK 1000	2023	2022
Rent	**22 806**	18 420
Other costs related to premises	**90 913**	99 330
Leases of machinery, equipment, vehicles, fixtures and office machines [1]	**28 262**	24 123
Direct operating costs (incl. repairs and maintenance)	**278 254**	246 559
Selling and distribution costs	**213 476**	198 469
Fees, external services, office & communication costs	**202 958**	158 926
Membership, insurance, license- and guarantee costs	**49 113**	32 119
Capital losses upon sales of fixed assets	**774**	614
Bad debts	**6 698**	13 147
Other operating costs	**25 916**	32 799
Total other operating costs	**919 168**	824 508

[1] Lease expense for short-term leases, low value asset leases and variable lease payments not included in lease liabilities.

Fees to auditors

Audit fees excl. Viacon Group

NOK 1000	2023	2022
Proposed fee for audit	**10 766**	9 213
Fee for audit previous year	**819**	522
Fee for attestation services	**86**	117
Fee for tax services	**1 688**	2 252
Fee for other services	**736**	976
Total fees	**14 095**	13 079
Of which is auditing fees to Ernst & Young	**7 878**	6 551
Of which is other fees to Ernst & Young	**2 439**	2 998

Audit fees Viacon Group

NOK 1000	2023	2022
Audit fees	**5 870**	5 288
Fee for audit previous year	**0**	**0**
Audit related fees	**126**	1 245
Fee for tax services	**503**	171
Fee for other services	**3 152**	91
Total fees	**9 650**	6 795

The amounts in the table above represent the fees for the audit of the statutory financial statements for companies with statutory audit requirements, in addition to the audit of the consolidated financial statement.

Fees to auditor is excluding VAT.

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Note 12 Financial items

Accounting policies
Other financial expenses consist of guarantee provisions, bank fees, and writedown of long-term receivables.

Currency exchange gains and losses arise from the Group's holding entities' internal and external monetary positions in currencies different from the entity's functional currency. The gains and losses arise from translation of monetary assets and liabilities expressed in non-functional currencies to the exchange rate in effect on the balance sheet date, and from transactions in non-functional currencies translated at the rate in effect on the transaction date.

NOK 1000	2023	2022
Interest income	**20 543**	4 355
Other financial income	**5 562**	10 124
Total financial income	**26 105**	14 478
Interest expenses	**274 730**	212 470
Interest expenses on lease liabilities	**21 739**	18 486
Other financial expenses	**47 056**	37 462
Total financial expenses	**343 525**	268 418
Currency exchange gain	**143 577**	131 299
Currency exchange loss	**247 643**	176 587
Net exchange rate gain/(loss)	**(104 065)**	(45 289)
Share of profit/(loss) of associated companies	**655**	442
Net financial income/(expenses)	**(420 830)**	(298 786)

Other financial expenses consist of guarantee provisions, bank fees, and write-down of financial assets.

Currency exchange gains and losses arise from the Group's holding entities' internal and external monetary positions in currencies different from the entity's functional currency. The gains and losses arise from translation of monetary assets and liabilities expressed in non-functional currencies to the exchange rate in effect on the balance sheet date, and from transactions in non-functional currencies translated at the rate in effect on the transaction date.

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Note 13 Associated companies and other investments

Accounting policies
Associated companies are companies in which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control over those policies. Significant influence is assumed to exist when the Group owns between 20 and 50 per cent of the voting rights unless other terms and conditions affect the Group's influence. The Group's holdings in associated companies are initially recorded at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of the net assets of the associated company since the acquisition date. The profit or loss reflects the Group's share of the profit or loss of the associated companies. Dividends received are booked towards the investment in the statement of financial position and are regarded as repayment of capital. The investments in associated companies are subject to impairment assessments and impairment testing if impairment indicators exist. The investment is written down to recoverable amount if this is lower than the carrying value. Additional losses after the interest is reduced to zero are only provided for to the extent that the Group has a legal or constructive obligation to cover the incurred losses.

Unrealised gains and losses resulting from transactions between the Group and the associate are eliminated to the extent of the interest in the associate. Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

Associated companies
The Group has a 50 per cent ownership in IBOS Sp. z o.o., which performs crash test services for the Polish market.

Carrying value of associated companies are in December 2023 NOK 2.8 million (NOK 1.9 million 2022).

Change in carrying value associated companies

NOK 1000	31.12.2023	31.12.2022
IBOS Sp. z o.o.		
Opening balance 01.01	**1 863**	1 367
Share of this year's profit/(loss)	**655**	442
Dividends	**0**	(11)
Translation differences	**304**	64
Carrying value 31.12	**2 822**	1 863

Share of profit/(loss) of associated companies in the statement of comprehensive income includes share of this year's profit.

Financial information regarding associated companies (100 per cent basis)

Financial information

NOK 1000	31.12.2023	31.12.2022
IBOS Sp. z o.o.		
Assets	**14 340**	10 767
Liabilities	**8 696**	7 041
Equity	**5 643**	3 726
The Group's share in equity, 50%	**2 822**	1 863

NOK 1000	2023	2022
IBOS Sp. z o.o.		
Revenues	**14 108**	9 799
Profit/(loss) (01.01 - 31.12)	**1 310**	884
The Group's share of profit for the year, 50%	**655**	442
Ownership	**50 %**	50 %

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Note 14 Income tax

Accounting policies
The tax expense consists of the tax payable and changes in deferred tax. Taxes payable are recognised on taxable profits at the current tax rate. Deferred tax/tax assets are calculated on all differences between the carrying value and tax value of assets and liabilities, with the exception of:

- Temporary differences linked to goodwill that are not tax deductible
- Temporary differences related to investments in subsidiaries or associates where the timing of reversal of temporary differences can be controlled and it is probable that temporary differences will not reverse

Deferred tax assets are recognised when it is probable that the company will have a sufficient profit for tax purposes in subsequent periods to utilise the tax asset. The companies recognise previously unrecognised deferred tax assets to the extent it has become probable that the company can utilise the deferred tax asset. Similarly, the company will reduce a deferred tax asset to the extent that the company no longer regards it as probable that it can utilise the deferred tax asset.

Deferred tax liabilities and deferred tax assets are measured on the basis of the enacted or substantially enacted tax rates on the balance sheet date applicable to the companies in the Group where temporary differences have arisen. Deferred tax liabilities and deferred tax assets are recognised at their nominal value.

Taxes payable and deferred taxes are recognised directly in other comprehensive income to the extent that they relate to items recognised in other comprehensive income.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Significant accounting estimates and assumptions
Deferred tax assets are recognised when it is probable that the company will have a sufficient profit for tax purposes in subsequent periods to utilise the tax asset. Assessment of future ability to utilise tax positions is based on judgements of the level on taxable profit, the expected timing of utilisation, expected temporary differences and strategies for tax planning. The judgements relate to a large extent to tax losses carried forward.

NOK 1000	2023	2022
Tax payable	**(58 591)**	(19 727)
Changes in deferred tax	**8 361**	43 039
Tax income/(expense) recognised in the consolidated statement of comprehensive income	**(50 230)**	23 312
Prepaid tax (included in other receivables)	**17 719**	17 084
Current tax liabilities	**(40 579)**	(14 139)
Total (net) tax payable 31 December, receivable/(liability)	**(22 860)**	2 945

NOK 1000	2023	2022
Profit/(loss) before tax	**(78 192)**	(79 670)
Expected income taxes according to income tax rate in Norway 22%	**17 202**	17 527
Adjustment in respect of current income tax of previous years	**5 247**	(1 672)
Deferred tax assets not recognised current year [1]	**(116 810)**	(15 684)
Use of previously unrecognised loss carried forward [1]	**0**	38 700
Effect of redused valuation allowance regarding deferred tax asset [1]	**53 373**	7 964
Non deductible expenses [2]	**(36 797)**	(42 258)
Non-taxable income	**530**	17 006
Tax rate outside Norway other than 22 %	**3 764**	6 075
Change in deferred tax assets/liabilities due to change in tax rates	**2 489**	(1)
Other [3]	**20 771**	(4 345)
Tax income/(expense) recognised in the consolidated statement of comprehensive income	**(50 230)**	**23 312**
Tax income/(expense) reported in other comprehensive income		
Pensions	**(109)**	(2 844)
Tax effect on hedging	**10 688**	(30 776)
Income tax on other comprehensive income	**10 579**	(33 620)

[1] Assessments of whether tax loss carry forward and deferred tax on other temporary differences should be recognised, is done partly on country and partly on company level.
[2] The non-deductible expenses mainly include non-deductible interest expenses.
[3] Other mainly consist of recognition of deferred tax asset in connection to special economic zone tax credit in Poland.

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Deferred tax liabilities/(deferred tax assets)	Statement of financial position	Statement of financial position	Statement of profit or loss	Statement of profit or loss
NOK 1000	2023	2022	2023	2022
Non-current assets and liabilities				
Intangible assets	**29 418**	44 373	**2 665**	3 838
Tangible fixed assets	**10 631**	19 371	**738**	5 233
Pensions	**329**	(471)	**(680)**	(820)
Other non-current items	**(17 209)**	32 163	**39 274**	348
Total non-current assets and liabilities	**23 168**	95 436	**41 997**	8 599
Current assets and liabilities				
Inventory	**(1 326)**	(3 981)	**(608)**	592
Liabilities	**288**	(9 217)	**(3 679)**	5 858
Trade receivables	**(2 931)**	(4 375)	**439**	39
Other investments at fair value	**0**	(99)	**0**	0
Other current items	**(9 071)**	(11 234)	**(527)**	(995)
Total current assets and liabilities	**(13 039)**	**(28 905)**	**(4 374)**	**5 494**
Tax losses carried forward	**(284 553)**	(331 814)	**(49 627)**	(95 211)
Of which assets not recognised (valuation allowance)	**(197 723)**	(214 438)	**(29 226)**	(127 590)
Net recognised deferred tax liabilities/(deferred tax assets)	**(76 701)**	(50 845)	**17 222**	46 472

Tax loss carried forward

The Group has a total tax loss carried forward of NOK 1 247.3 million which expires as follows:

NOK 1000	Sweden	United Kingdom	Norway	Other	2023	2022
Current year + 1 year				0	**0**	4 153
Current year + 2 years				0	**0**	760
Current year + 3 years				0	**0**	751
Current year + 4 years				4 644	**4 644**	8 040
Current year + 5 years or later				0	**0**	3 809
No due date	0	128 975	886 882	226 812	**1 242 669**	1 512 115
Total tax loss carried forward	0	128 975	886 882	231 456	**1 247 313**	1 529 628
On which deferred tax assets have not been recognised	0	99 188	528 755	219 016	**846 959**	1 032 553
Total tax loss on which deferred tax assets have been recognised	0	29 787	358 127	12 440	**400 354**	**497 076**

Changes in net deferred tax liabilities/(deferred tax assets)

NOK 1000	2023	2022
Opening balance as of 1 January	**(50 845)**	(29 990)
- Less discontinued operations	**1 946**	0
Recognised in profit and loss	**(8 361)**	(56 272)
Recognised as other comprehensive income	**(10 579)**	38 573
Acquisitions and disposals	**(309)**	0
Translation differences	**(8 552)**	(3 156)
Closing balance as of 31 December	**(76 701)**	(50 845)
Of which deferred tax assets	**101 477**	89 481
Of which deferred tax liabilities	**(24 776)**	(38 635)

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Note 15 Impairment

Accounting policies
Assets that have an indefinite useful life, for example goodwill or intangible assets not ready to use, are not subject to amortisation and are tested annually for impairment or if any impairment indicators exist.

Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). The recoverable amount of an asset or a cash-generating unit is the higher of fair value, less cost to sell, and value in use. Impairment is recognised when the carrying value exceeds the recoverable value of the asset or cash-generating unit.

Previously recognised impairments are reversed if the conditions on which the recognised impairments are based are no longer applicable. Impairments are reversed to the extent that the capitalised amount after reversal does not exceed the capitalised amount net of depreciation that would have been the carrying amount if no impairment had been recognised. Impairments are not reversed for goodwill.

Significant accounting estimates and assumptions
Determining whether goodwill is impaired requires an estimation of the recoverable amount. At year end 2023 the recoverable amounts are based on the value-in-use of the cash-generating units to which goodwill have been allocated. The value-in-use calculation requires management to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate present value. The carrying value of goodwill as of 31 December 2023 is NOK 424.5 million (NOK 415.8 million as of 31 December 2022). The Saferoad Group recognises no impairment of goodwill in 2023. No significant events or changes in business or market that potentially would change the conclusions were identified from 31 December 2023 until the reporting date.

Groups of cash-generating unit composition
The Group comprise of the cash-generating unit (CGU) Road Safety. When identifying the CGU, various factors have been considered, including how Group management monitors operations by segments. The CGUs correspond to the operating segments, which are managed as separate and strategic business, see description in note 6.

The table below shows the allocation of goodwill between the CGUs:

NOK 1000	31.12.2023	31.12.2022
Road Safety	**424 516**	415 773
Road Infrastructure	**0**	260 183
Total	**424 516**	675 957

In 2023, the CGU Road Infrastructure was discontinued. Consequently, the remaining goodwill within the Group belongs to the CGU Road Safety. During the impairment testing process, the Group has conducted assessments at a more granular level than the CGU when preparing the financial statements for Saferoad Group. Within the Saferoad Group, the Road Safety CGU has been divided into several distinct CGUs, as detailed in the table below. The impairment testing of goodwill is therefore presented on the same level as in Saferoad Group.

NOK 1000	31.12.2023	31.12.2022
Restraint Systems	**124 606**	120 226
Traffic	**103 080**	98 717
Infrastructure	**145 198**	145 198
Services	**51 632**	51 632
Road infrastructure [1)]	**0**	260 183
Total	**424 516**	675 957

Impairment testing of goodwill
The Group tests goodwill for impairment annually or more frequently if there are indications that goodwill is impaired. The recoverable amounts of the CGUs have been determined based on value-in-use calculations.

Cash flow assumptions used in value-in-use calculations
Revenue is driven by public road spend budgets in relevant markets, adjusted for management's expectations for price development and market penetration. Baseline variable costs are assumed to be at a fixed level of revenue and fixed costs are expected to increase by inflation or expected salary growth. Capital expenditure is assumed to be at a fixed level of revenue and depreciation is assumed to be equal to capital expenditure. Net working capital levels are calculated backwards using inventory days, debtors days and supplier days based on historically reported values and expectations to ongoing initiatives to improve capital efficiency. In calculations of the terminal value the level of change in net working capital is assumed at a percentage of revenues based on long-term expectations. The tax rate applied is the weighted tax rate for the relevant countries. Cash flows after year 2028 have been extrapolated using a long-term growth rate that is similar to the expected long-term inflation.

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Discount rates used in value-in-use calculations
The Group has applied a weighted average cost of capital (WACC) specific for each CGU. The value in use is the net present value of the estimated cash flow after tax, using a discount factor reflecting the timing of the cash flows and the expected risks. Discount rates reflect the current market assessment of the risks specific to each CGU. The discount rate is estimated based on the weighted average cost of capital (WACC) for the industry. This rate is further adjusted to reflect the market assessment of any risk specific to the CGU for which future estimates of cash-flows have not been adjusted. The market risk premium of equity is 6 per cent, at the same level as previous years.

The table below outlines the key assumptions for each CGU for the budget period.

	Expected compound annual growth rate (CAGR) of sales	EBITDA-margins	Change in net working capital as a percentage of revenues	Discount rate applied to cash-flow projections
Restraint Systems	5.8%	11%-12%	(1.0%)-3.6%	10.10%
Traffic	4.9%	11%-12%	(0.0%)-1.2%	9.23%
Infrastructure	4.6%	16%-17%	(0.1%)-1.3%	9.62%
Services	5.3%	11%-12%	(1.4%)-1.9%	10.13%

Sensitivity analysis
The calculation of recoverable amount is sensitive for changes in key assumptions. Sensitivity analysis have been performed on the most sensitive assumptions, which are changes in sales growth, changes in discount rates and changes in EBITDA-margins. The table below outlines the level of change in a single assumption that will lead to impairment charges.

The sensitivity analysis indicates that the conclusion is robust to changes in assumptions for all four segments. Decreased demand can lead to a decline in the expected compound annual growth rate (CAGR) or EBITDA-margin. The Group believes that no reasonably possible change in any of the key assumptions used for impairment testing would cause the recoverable amount to be lower than the carrying amount of the Cash Generating Units.

	Expected compound annual growth rate (CAGR) of sales	Discount rate applied to cash-flow projections	EBITDA-margins
Restraint Systems	(2.1%-points)	1.5%-points	(8.3%)
Traffic	(4.9%-points)	4.3%-points	(19.1%)
Infrastructure	(10.8%-points)	14.1%-points	(45.7%)
Services	(4.4%-points)	4.6%-points	(16.7%)

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Note 16 Intangible assets

Accounting policies
Intangible assets that have been acquired separately are carried at cost. The cost of intangible assets acquired in a business combination is the fair value at the acquisition date. Capitalised intangible assets that are amortised are recognised at cost less any amortisation and impairment losses.

The economic life is either finite or indefinite. Intangible assets with a finite economic life are amortised on a linear basis and tested for impairment. The amortisation period is assessed annually. Changes to the amortisation period are accounted for as a change in estimate.

Intangible assets with an indefinite economic life are tested for impairment at least once a year, either individually or as a part of a cash-generating unit. Intangible assets with an indefinite economic life are not amortised. The economic life is assessed annually with regard to whether the assumption of an indefinite economic life can be justified. If it cannot, the change to a finite economic life is made prospectively.

Research and development
Expenses relating to research activities are recognised in profit or loss as they incur. Development costs that are attributable to an individual project are reported as an asset on the balance sheet when the Group can demonstrate the following:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete the intangible asset and use or sell it
- how the intangible asset will generate probable future economic benefits
- the availability of resources to complete the asset
- its ability to measure reliably the expenditure during its development

Capitalised development cost is amortised over its expected useful life and tested for impairment annually. The expected useful life for development varies between three and fifteen years.

Licenses, product rights etc.
Expenditures for licenses, product rights etc. are capitalised and depreciated over their expected useful life. The expected useful life for patents and licenses varies between five and ten years.

Contractual customer relationships
Contractual customer relationships purchased or acquired in a business combination are recognised at fair value at the acquisition date. The contractual customer relations have a finite useful life and are carried at cost less accumulated amortisation. Amortisation is calculated using the straight-line method over the expected life of the customer relationship. The expected useful life varies between two and three years.

Non-contractual customer relationships
Non-contractual customer relationships acquired in a business combination are recognised at fair value separately from goodwill at the acquisition date, if they are capable of being separated or divided from the entity and sold, transferred, licensed, rented or exchanged, either individually or together with a related contract, identifiable asset or liability.

Non-contractual customer relations have a finite useful life and are carried at cost less accumulated amortisation. Non-contractual customer relationships are depreciated over their expected useful life. The expected useful life varies between five and fifteen years.

Other intangible assets
Expenses linked to the purchase of new computer software are capitalised as an intangible asset provided these expenses do not form part of the hardware acquisition costs. Software is normally depreciated on a straight-line basis over three years. Costs incurred as a result of maintaining or upholding the future utility of software is expensed unless the changes in the software increase the future economic benefits from the software.

Significant accounting estimates and assumptions
Intangible assets and property plant and equipment
The Group has significant carrying amounts related to intangible assets and property, plant and equipment recognised in the consolidated statement of financial position. The value in use of some of these assets could be influenced by changes in market conditions where the Group carries out its business. Significant andprolonged adverse market conditions and/or lower market prices for products and services sold could lead to temporary or permanent reductions of value. Such events will be considered as an impairment indicator and an impairment test will be carried out. The outcome of such impairment tests may be that significantimpairment losses are recognised in the statement of income. A reduction of the expected useful life of the assets can also lead to periods with higher depreciation expense going forward.

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2023

NOK 1000	Licenses, product rights etc	Development	Goodwill	Customer relationships	Other intangible assets	Total
Accumulated cost 31 December 2022	30 194	195 264	675 957	291 235	49 216	1 241 866
- Assets held for sale	(26 634)	(17 581)	(260 183)	(129 044)	(9 456)	(442 898)
Reclassifications	0	(2 461)	0	0	12 770	10 308
Additions, acquisition of subsidiaries	0	0	4 363	0	0	4 363
Additions, other	1 000	24 430	0	0	14 845	40 275
Derecognition	(1 354)	(19 613)	0	0	(1 726)	(22 693)
Translation differences	938	15 823	4 379	3 473	3 720	28 333
Accumulated cost 31 December 2023	4 144	195 861	424 516	165 665	69 369	859 555

Amortisation method

Useful life

NOK 1000	Linear 5-10 years	Linear 3-15 years	No amortisation	Linear 5-10 years	Linear 3-15 years	Total
Accumulated amortisations and impairments 31 December 2022	3 776	89 450	0	141 518	30 445	265 189
- Assets held for sale	(2 871)	(13 381)	0	(81 950)	(3 950)	(102 152)
Reclassifications	0	0	0	0	0	0
Amortisations	919	26 073	0	17 451	6 840	51 283
Derecognition	(1 354)	(19 596)	0	0	(1 725)	(22 676)
Impairments	0	0	0	0	3 584	3 584
Translation differences	746	7 191	0	1 496	3 227	12 660
Accumulated amortisations and impairments 31 December 2023	1 216	89 736	0	78 515	38 420	207 888
Carrying value 31 December 2022	26 418	105 814	675 957	149 718	18 771	976 678
Carrying value 31 December 2023	2 928	106 125	424 516	87 150	30 949	651 667

2022

NOK 1000	Licenses, product rights etc	Development	Goodwill	Customer relationships	Other intangible assets	Total
Accumulated cost 31 December 2021	24 066	149 347	651 839	284 494	35 371	1 145 117
Reclassifications [1]	0	19 926	0	0	2 202	22 127
Additions, acquisition of subsidiaries	4 041	0	18 695	6 061	0	28 797
Additions, other	1 953	21 005	0	(0)	10 091	33 049
Derecognition	0	(1 564)	(0)	0	(288)	(1 852)
Translation differences	134	6 550	5 423	681	1 841	14 628
Accumulated cost 31 December 2022	30 194	195 264	675 957	291 235	49 216	1 241 866

Amortisation method

Useful life

NOK 1000	Linear 5-10 years	Linear 3-15 years	No amortisation	Linear 5-10 years	Linear 3-15 years	Total
Accumulated amortisations and impairments 31 December 2021	2 262	60 161	0	106 972	19 463	188 859
Reclassifications	0	0	0	0	2 202	2 202
Amortisations	1 045	26 437	0	33 754	7 455	68 692
Derecognition	0	(624)	0	0	(280)	(903)
Translation differences	469	3 475	0	791	1 654	6 389
Accumulated amortisations and impairments 31 December 2022	3 776	89 450	0	141 518	30 445	265 189
Carrying value 31 December 2021	21 804	89 186	651 839	177 521	15 908	956 258
Carrying value 31 December 2022	26 418	105 814	675 957	149 718	18 771	976 678

[1] Relates to reclassification of grants received which have changed from net to gross booking, mostly offset with an increase in liabilities. The reclassification has no cash effect or profit and loss effect in 2022

Total spending in research and development in 2023 amounted to NOK 24.4 million (NOK 20.5 million in 2022).

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Note 17 Property, plant and equipment

Accounting policies
Property, plant and equipment are stated at their cost less accumulated depreciation and impairment losses, if any.

Acquisition costs include costs directly attributable to the acquisition of the asset. Subsequent costs, such as regular maintenance costs, are recognised in the profit or loss, while other costs that are expected to provide future financial benefits are capitalised. The assets are depreciated on a linear basis over the estimated useful life of the asset. Useful life, depreciation methods and the residual value are reviewed annually.

Depreciation commences when the assets are ready for their intended use.

When assets are sold or disposed of, the carrying amount is derecognised and any gain or loss is recognised in the profit or loss.

Significant accounting estimates and assumptions
See note 16.

2023

NOK 1000	Land	Buildings	Machines / equipment	Construction in progress	Rental equipment/ furniture/ vehicles [1)]	Total
Accumulated cost 31 December 2022	55 973	576 796	838 172	436	351 724	**1 823 102**
- Assets held for sale	(22 044)	(199 204)	(236 648)	(436)	(100 889)	**(559 222)**
Reclassifications	0	3 861	(7 077)	0	(3 080)	**(6 295)**
Additions, acquisition of subsidiaries	0	0	384	0	208	**593**
Additions, other	0	4 290	107 525	0	49 530	**161 345**
Disposals	(60)	(1 334)	(54 137)	0	(44 056)	**(99 586)**
Translation differences	3 383	37 008	80 147	0	20 456	**140 995**
Accumulated cost 31 December 2023	37 252	421 418	728 367	0	273 894	**1 460 930**

Depreciation method
Useful life

NOK 1000	No depreciation	Linear 10-40 years	Linear 5-10 years	No depreciation	Linear 3-5 years	Total
Accumulated amortisations and impairments 31 December 2022	29	172 933	324 379	0	182 374	**679 715**
- Assets held for sale	0	(75 391)	(138 550)	(0)	(70 994)	**(284 935)**
Reclassifications	0	(134)	1 408	0	1 828	**3 102**
Disposals	0	(1 291)	(52 606)	0	(43 455)	**(97 352)**
Depreciations	0	24 458	80 861	0	41 665	**146 984**
Impairments	0	0	0	0	0	**0**
Translation differences	71	12 417	42 014	0	15 096	**69 598**
Accumulated depreciations and impairments 31 December 2023	100	132 993	257 505	0	126 514	**517 113**
Carrying value 31 December 2022	55 944	403 863	513 793	436	169 350	**1 143 386**
Carrying value 31 December 2023	37 151	288 425	470 861	0	147 380	**943 817**

There is no material capitalised interest cost on property, plant and equipment per 31 December 2023 or per 31 December 2022.

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2022

NOK 1000	Land	Buildings	Machines / equipment	Construction in progress	Rental equipment/ furniture/ vehicles [1]	Total
Accumulated cost 31 December 2021	54 858	540 382	702 692	416	294 922	1 593 270
Reclassifications [2]	0	19 205	16 337	0	6 872	42 414
Additions, acquisition of subsidiaries	0	3	2 216	0	0	2 220
Additions, other	220	4 371	116 364	0	59 317	180 272
Disposals	(353)	(4 560)	(20 957)	0	(14 231)	(40 101)
Translation differences	1 247	17 395	21 520	20	4 845	45 027
Accumulated cost 31 December 2022	55 973	576 796	838 172	436	351 724	1 823 102

Depreciation method

Useful life

NOK 1000	No depreciation	Linear 10-40 years	Linear 5-10 years	No depreciation	Linear 3-5 years	Total
Accumulated depreciations and impairments 31 December 2021	59	133 587	242 283	0	141 740	517 670
Reclassifications	(2)	(331)	8 870	0	3 272	11 809
Disposals	0	(1 683)	(16 661)	0	(10 981)	(29 325)
Depreciations	0	34 988	82 458	0	44 963	162 410
Impairments	0	(322)	(3 324)	0	(75)	(3 720)
Translation differences	(28)	6 694	10 751	(0)	3 455	20 872
Accumulated depreciations and impairments 31 December 2022	29	172 933	324 379	0	182 374	679 715
Carrying value 31 December 2021	54 799	406 795	460 409	416	153 182	1 075 601
Carrying value 31 December 2022	55 944	403 863	513 793	436	169 350	1 143 386

[1] This category includes rental equipment w here the Group is the lessor.

[2] Relates to reclassification of grants received w hich have changed from net to gross booking, mostly offset w ith an increase in liabilities. The reclassification has no cash effect or profit and loss effect in 2022

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Note 18 Leases

Non-current

Accounting policies
The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group as a lessee
The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Rights-of-use assets
The Group recognises rights-of use assets at the commencement date of the lease i.e., the date the underlying asset is available for use. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-ofuse assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straightline basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

ii) Lease liabilities
At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. See note 21 for leasing liabilities.

iii) Short-term leases and leases of low-value assets
The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

The Group as a lessor
Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Lease income from operating leases is recognised in income on a straight-line basis over the lease term, unless another systematic basis is more representative of the time pattern in which use benefit derived from the leased asset is diminished. Costs, including depreciation, incurred in earning the lease income are recognised as an expense. Material initial direct costs incurred by lessors in negotiating and arranging an operating lease is added to the carrying amount of the leased asset and recognised as an expense over the lease term on the same basis as the lease income. The depreciation policy for depreciable leased assets is consistent with the Group`s normal depreciation policy for similar assets.

Significant accounting judgement and assumptions
Determining the lease term of contracts with renewal and termination options – Group as lessee
The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has several lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).

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Leases - Estimating the incremental borrowing rate (IBR)
When the Group cannot readily determine the interest rate implicit in the lease, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group 'would have to pay', which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when they need to be adjusted to reflect the terms and conditions of the lease (for example, when leases are not in the subsidiary's functional currency). The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the subsidiary's stand-alone credit rating).

The Group has leases for premises, machinery and equipment, vehicles, fixtures and office machines. With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. Variable lease payments which do not depend on an index or a rate are excluded from the initial measurement of the lease liability and asset.

Each lease generally imposes a restriction that, unless there is a contractual right for the Group to sublet the asset to another party, the right-of-use asset can only be used by the Group. Leases are either non-cancellable or may only be cancelled by incurring a substantive termination fee. Some leases contain an option to purchase the underlying leased asset outright at the end of the lease, or to extend the lease for a further term.

The tables below describe the nature of the Group's leasing activities by type of right-of-use asset recognised on balance sheet:

2023

NOK 1000	Leased premises	Leased machinery/ tools/ vehicles	Leased company cars	Leased furniture/ fixtures/ office machines	Total
Accumulated cost 31 December 2022	424 548	190 431	130 249	1 939	747 168
- Assets held for sale	(120 499)	(86 175)	(44 020)	(1 685)	(252 380)
Reclassifications	0	0	6 483	195	6 678
Additions, other	69 828	83 675	33 721	963	188 188
Disposals	(64 271)	(21 177)	(16 895)	0	(102 343)
Translation differences	15 502	10 966	7 522	87	34 077
Accumulated cost 31 December 2023	325 109	177 720	117 060	1 499	621 388
Accumulated depreciations and impairments 31 December 2022	192 175	106 619	61 447	1 120	361 362
- Assets held for sale	(35 866)	(83 065)	(30 677)	(1 197)	(150 805)
Reclassifications	0	0	6 871	0	6 871
Disposals	(64 271)	(21 177)	(15 872)	0	(101 320)
Depreciations	56 670	37 203	28 290	620	122 783
Translation differences	8 681	6 555	3 693	58	18 988
Accumulated depreciations and impairments 31 December 2023	157 389	46 136	53 754	601	257 879
Carrying value 31 December 2022	232 373	83 812	68 802	819	385 806
Carrying value 31 December 2023	167 720	131 585	63 306	898	363 509

Other provisions mainly include royalty provisions for suppliers. Restructuring provisions are mainly related to personnel costs.

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2022

NOK 1000	Leased premises	Leased machinery/ tools/ vehicles	Leased company cars	Leased furniture/ fixtures/ office machines	Total
Accumulated cost 31 December 2021	411 862	204 776	114 464	3 856	734 958
Reclassifications	0	(11 897)	(1 862)	0	(13 759)
Additions, acquisition of subsidiaries	0	0	0	0	0
Additions, other	34 858	21 061	32 085	31	88 035
Disposals	(26 415)	(26 565)	(15 602)	(2 060)	(70 642)
Translation differences	4 244	3 056	1 164	112	8 575
Accumulated cost 31 December 2022	424 548	190 431	130 249	1 939	747 168
Accumulated depreciations and impairments 31 December 2021	146 710	100 531	48 588	2 195	298 023
Reclassifications	0	(5 849)	(1 986)	0	(7 836)
Disposals	(24 877)	(25 671)	(14 701)	(2 060)	(67 309)
Depreciations	69 026	36 071	28 774	919	134 790
Translation differences	1 316	1 538	772	66	3 693
Accumulated depreciations and impairments 31 December 2022	192 175	106 619	61 447	1 120	361 362
Carrying value 31 December 2021	265 152	104 246	65 876	1 661	436 934
Carrying value 31 December 2022	232 373	83 812	68 802	819	385 806

The lease liabilities are secured by the related underlying assets. See note 21 regarding the maturity profile of the lease liabilities at 31 December 2023 and see note 12 regarding interest expense on the lease liabilities.

See Cash flow statement for total cash outflows regarding financial lease payments.

The group has elected not to recognise a lease liability for short term leases (leases of expected term of 12 months or less) or for leases of low value assets. Payments made under such leases are expensed on a straight-line basis. In addition, certain variable lease payments are not permitted to be recognised as lease liabilities and are expensed as incurred.

The expense relating to payments not included in the measurement of the lease liability is as follows:

NOK 1000	2023	2022
Lease expense for short-term leases	**33 750**	31 020
Lease expense for low value asset leases	**2 842**	2 916
Variable lease payments not included in lease liabilities	**1 640**	531

Note 19 Other current receivables

NOK 1000	31.12.2023	31.12.2022
Unbilled revenue	**210 700**	176 789
Prepayments to suppliers	**12 988**	28 307
Prepaid taxes	**17 719**	23 026
Other prepayments	**47 794**	49 358
Receivables on employees, associated- and related parties	**3 384**	3 193
Other receivables	**58 279**	72 043
Total other current receivables	**350 864**	352 716

Receivables on employees, associated- and related parties include a loan to an employee of NOK 500 thousand. The loan is interest-free and without instalments.

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Note 20 Cash and cash equivalents

Accounting policies
Cash includes cash in hand and at bank. Cash equivalents are short-term liquid investments that can be immediately converted into a known amount of cash and have a maximum term to maturity of three months from the date of acquisition.

See note 4 for description of cash pool systems.

NOK 1000	31.12.2023	31.12.2022
Cash and bank deposits	**321 780**	678 952
Restricted cash	**0**	6 558
Total cash and cash equivalents	**321 780**	685 510

For the purpose of the statement of cash flows, cash and cash equivalents comprise the following at 31 December:

NOK 1000	31.12.2023	31.12.2022
Cash and bank deposits	**321 780**	678 952
Restricted cash	**0**	6 558
Total cash and cash equivalents attributable to discontinued operations	**220 574**	0
Total cash and cash equivalents	**542 354**	685 510

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Note 21 Interest-bearing liabilities

In November 2021, the financing agreement held in SRH Investco AS was replaced with long-term Senior Term Facility Agreements with certain GSO - funds managed by Blackstone Alternative Credit Advisors LP. The Senior Term Facility Agreements committed are for NOK 869.1 million, EUR 96.0 million and SEK 610.7 million which mature in September 2028.

In addition, working capital financing was secured through a revolving facility agreement between subsidiary Saferoad Holding AS and DNB Bank ASA as Original Lender. The revolving facility agreement amounts to NOK 510.0 million and matures in March 2028. By year end 2023, there were drawn NOK 50.0 million on the revolving facility agreement. Moreover, Saferoad subsidiary, Vik Ørsta AS, has entered into an Overdraft Facility Agreement with DNB Bank ASA for EUR 7 million, a Facility that on a recurring basis will be automatically renewed for a 364-day period from December 2024. Vik Ørsta has signed a Mortgage Declaration where Vik Ørsta pledges its accounts receivables and inventories as security for the EUR 7 million Overdraft Facility Agreement.

Discontinued operations
ViaCon established its own cashpool in 2021 and in November a new financing was set up by means of ViaCon issuing a senior secured bonds of EUR 100.0 million. The bonds mature in 2025 and the interest on the bond loan was set at EURIBOR +6.25%. The carrying amount of the bonds on December 31, 2023 amounted to EUR 98.462 thousand (97,421) and the fair value was EUR 92,130 thousand (83,440).

In the short-term interest-bearing liabilities, EUR 5,000 thousand (10,000) was utilized at year-end within the existing financing agreement. The interest rate in 2023 was set at EURIBOR +3.16% given the current leverage ratio for the period. The Group has special loan terms (covenants) to fullfill that include ratios such as EBITDA.

Interest
Interest on the revolving facility agreement will accrue at a floating rate calculated as the sum of the applicable interbank market rate and a margin. The margin for the revolving facility varies with Saferoad's leverage ratio. There are interest rate floors in the financial agreements with DNB Bank and the Facilities originally lent by funds managed by Blackstone Alternative Credit Advisors LP. Saferoad has bought interest rate caps to protect against rising interest rates. For the Senior Term Facilities Agreement managed by Blackstone Alternative Credit Advisors, protection is bought for the full exposure in NOK, EUR and SEK until the maturity of the Senior Term Facilities in 2028. The protection has been effective for all currencies during 2023. There is not bought any protection against rising interbank market rates for the Revolving Credit Facility with DNB.

Security and pledge
See note 29 'Pledged assets and guarantees' regarding security and pledge.

Financial covenant
There is a leverage covenant in the DNB Bank facility with which Saferoad Group must be compliant, in case 40 per cent or more of the revolving facility is drawn. As of 31 December 2023, there is sufficient headroom to the leverage covenant. The only financial covenant in the Senior Term Facility Agreements is a limitation on capital expenditure per annum. Saferoad's actual capital expenditure in 2023 is well below the 2023 capex covenant level.

The Group has the following non-current interest-bearing liabilities to credit institutions:

Liabilities to credit institutions 31 December 2023

NOK 1000	Currency	Interest rate	Due date	Amount
Liabilites to credit institutions - Term loan	SEK	STIBOR + Margin	30/9/2028	603 335
Liabilites to credit institutions - Term loan	NOK	NIBOR + Margin	30/9/2028	847 642
Liabilites to credit institutions - Term loan	EUR	EURIBOR + Margin	30/9/2028	1 052 417
Liabilites to credit institutions - Revolving credit facility	NOK	NIBOR + Margin	31/3/2028	35 279
Total				2 538 673
Less current part				0
Non-current				2 538 673

Liabilities to credit institutions 31 December 2022

NOK 1000	Currency	Interest rate	Due date	Amount
Liabilites to credit institutions - Term loan	SEK	STIBOR + Margin	30/9/2028	558 255
Liabilites to credit institutions - Term loan	NOK	NIBOR + Margin	30/9/2028	840 478
Liabilites to credit institutions - Term loan	EUR	EURIBOR + Margin	30/9/2028	976 059
Liabilites to credit institutions - Revolving credit facility	NOK	NIBOR + Margin	31/3/2028	285 279
Total				2 660 071
Less current part				0
Non-current				2 660 071

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Other non-current liabilities 31 December 2023

NOK 1000	Amount
Financial leasing	373 102
Other non-current liabilities interest bearing	24 745
Estimated future payments for acquired shares (note 23)	7 730
Other non-current liabilities non interest bearing	40 536
Total	446 113
Less current part	(121 860)
Non-current	324 253

Other non-current liabilities 31 December 2022

NOK 1000	Amount
Financial leasing	397 852
Other non-current liabilities interest bearing	1 045 441
Estimated future payments for acquired shares (note 23)	8 642
Other non-current liabilities non interest bearing	620
Total	1 452 555
Less current part	(119 387)
Non-current	1 333 168

The Group has the following current liabilities to credit institutions:

	Carrying value	
NOK 1000	31.12.2023	31.12.2022
Revolving facilities	**0**	105 138
Other current liabilities to credit institutions	**197**	23 700
Total current liabilities to credit institutions	**197**	128 838

2023

NOK 1000	Due within one year	Due within two years	Due within three years	Due within four years	Due within five years	Due after five years	Total interest-bearing liabilities
Liabilities to credit institutions - principal amount	5 653	1 953	1 298	850	2 567 607	771	**2 578 132**
Revolving credit facility	0	0	0	0	50 000	0	**50 000**
Liabilities to credit institutions - interest	202 529	202 449	202 454	202 431	151 909	0	**961 771**
Financial leasing	148 399	97 566	80 590	57 143	35 664	47 391	**466 752**
Estimated future payments for acquired shares (note 23)	7 730	0	0	0	0	0	**7 730**
Other loans	223	20	69	123	69	11 868	**12 372**
Total	364 534	301 988	284 410	260 548	2 805 248	60 030	**4 076 759**

2022

NOK 1000	Due within one year	Due within two years	Due within three years	Due within four years	Due within five years	Due after five years	Total interest-bearing liabilities
Liabilities to credit institutions - principal amount	2 224	1 441	1 039	866	805	2 456 534	**2 462 909**
Revolving credit facility	0	0	0	0	0	300 805	**300 805**
Liabilities to credit institutions - interest	194 040	194 085	194 097	194 115	194 144	340 240	**1 310 721**
Bond	91 465	92 416	1 145 082	0	0	0	**1 328 963**
Leasing	142 242	99 587	76 513	57 355	33 994	84 041	**493 732**
Estimated future payments for acquired shares (note 18)	8 642	0	0	0	0	0	**8 642**
Other loans	129 545	754	210	216	222	11 830	**142 776**
Total	568 158	388 284	1 416 940	252 552	229 164	3 193 451	**6 048 549**

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Note 22 Other provisions

Accounting policies
A provision is recognised when the Group has a legal or constructive obligation because of a past event, it is probable (more likely than not) that a financial settlement will take place because of this obligation and the size of the amount can be measured reliably.

A provision for a warranty is recognised when the underlying products or services are sold. The provision is based on historical information on guarantees and a weighting of possible outcomes according to the likelihood of their occurrence.

Restructuring provisions are reported when the Group has approved a detailed and formal restructuring plan and the restructuring has either started or been publicly announced.

Provisions for loss-making contracts are recognised when the Group's estimated revenues from a contract are less than the lowest possible cost of meeting the contractual obligations.

Significant accounting estimates and assumptions
If the effect is material, the provision is calculated by discounting estimated future cash flows using a pre-tax discount rate that reflects the market's pricing of the time value of money and, if relevant, risks specifically linked to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

Possible liabilities (obligations) that do not satisfy the three provision criterions are categorised as 'contingent' under IAS 37 and are not recognised in the financial statements. Significant contingent liabilities are disclosed, with the exception of contingent liabilities that are unlikely to be incurred. In a business combination a contingent liability has to be recognised in a business acquisition regardless of probability.

Contingent assets are not recognised in the annual accounts but are disclosed if it is probable that an economic benefit will be received.

Non-current

NOK 1000	31.12.2023	31.12.2022
Warranty provision	**3 143**	12 233
Other provisions	**2 098**	2 768
Total non-current provisions	**5 241**	15 001

Current

NOK 1000	31.12.2023	31.12.2022
Restructuring provisions	**1 241**	8 386
Total current provisions	**1 241**	8 386

Other provisions mainly include royalty provisions for suppliers and environmental liabilities. Restructuring provisions are mainly related to personnel costs.

Changes in provisions in 2023

NOK 1000	Warranty provisions	Other provisions	Total non-current provisions	Restructuring provisions	Total current provisions
Opening balance 01.01.2023	12 233	2 768	**15 001**	8 386	**8 386**
- Less provisions from discontinued operations	(8 405)	(217)	**(8 621)**	0	**0**
Additions	778	413	**1 191**	1 924	**1 924**
Used (amount charged against provision)	0	(205)	**(205)**	(9 702)	**(9 702)**
Unused amounts reversed	(1 500)	(903)	**(2 403)**	0	**0**
Translation differences	37	240	**277**	633	**633**
Total provisions 31.12.2023	3 143	2 098	**5 241**	1 241	**1 241**

Changes in provisions in 2022

NOK 1000	Warranty provisions	Other provisions	Total non-current provisions	Restructuring provisions	Total current provisions
Opening balance 01.01.2022	11 175	5 420	16 594	1 694	1 694
Additions	2 756	811	3 567	8 432	8 432
Used (amount charged against provision)	(1 464)	(3 587)	(5 051)	(1 644)	(1 644)
Unused amounts reversed	(533)	(71)	(604)	0	0
Translation differences	299	195	494	(97)	(97)
Total provisions 31.12.2022	12 233	2 768	15 001	8 386	8 386

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Note 23 Earn outs on acquired shares

Accounting principle
Any future payments for acquired shares gives rise to a financial liability for the present value of the redemption amount. The financial liability is subsequently re-measured at the end of each reporting period in accordance with IFRS 9.

Future payments for acquired shares
The Group has the following future payments (earn outs and seller credit) related to acquired subsidiaries:

NOK 1000	31.12.2023	31.12.2022
Company		
AWK GmbH	**7 683**	8 642
Total estimated future payments	**7 683**	8 642
Classified as		
Other non-current liabilities	**0**	0
Other current liabilities	**7 683**	8 642
Total estimated future payments	**7 683**	8 642

Acquired shares in the reporting period
On 31 December 2020, the Group acquired AWK GmbH in Germany, which is included in the Road Safety segment. The first tranche of the estimated total consideration was paid 28 December 2020. The second tranche was paid after finalisation of the annual financial statements for 2020 for the company. The final settlement will be made after finalisation of the annual financial statements for 2023 as the earn-out period has been prolonged for a year. The earn-out is based on the EBITDA-performance for 2021, 2022 and 2023. AWK GmbH is consolidated as a wholly owned subsidiary of the Group.

Note 24 Other current liabilities

NOK 1000	31.12.2023	31.12.2022
Salary	**114 740**	105 296
Bonuses	**13 604**	34 871
Holiday pay	**83 869**	112 308
Other liabilities to employees	**8 079**	15 301
Prepayment from customers	**49 530**	104 216
Accrued interest	**2 796**	16 619
Estimated future payments acquired shares (note 23)	**7 730**	8 642
Other current liabilities	**105 500**	147 604
Total other current liabilities	**385 848**	544 858

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Note 25 Hedge accounting

Derivative financial instruments and hedge accounting
The Group holds derivative financial instruments to hedge its interest rate exposures. The Group wants to have hedges linked to its debt portfolio limiting impacts of an increasing NIBOR, EURIBOR and STIBOR. The basis for this is to limit the impact of an increase in floating interest rates on the Group's interest expenses.

At the inception of the designated hedging relationships, the Group documents the risk management objective and strategy for undertaking the hedge. The Group also documents the economic relationship between the hedged item and the hedging instrument.

Accounting policies
The Group accounts for a hedge of interest rate on loan with floating rate as a cashflow hedge. When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognised in OCI and accumulated in the hedging reserve. The effective portion of changes in the fair value of the derivative that is recognised in OCI is limited to the cumulative change in fair value of the hedged item. Any ineffective portion of changes in the fair value of the derivative is recognised in the profit and loss statement.

The interest rate risk is mitigated by purchase of interest rate caps. The fair value of the interest rate caps' are booked as a financial asset. The interest rate caps' are funded with a swap simultaneously booked as a liability. The initial value of the interest rate caps and the swaps equals each other at date of inception.

On a monthly basis, the fair value of the interest rate caps is measured, and the value of the financial asset is adjusted to reflect the fair value. The change in fair value of the caps is recognised in OCI. As the interest rate caps matures, it might lead to an incoming payment recognised in the profit and loss. The value booked as an asset in the balance related to the matured cap will be transferred from the asset value and booked in the profit and loss as a financial expense. When all caps have matured, the asset value will be zero in the balance sheet, and all entries in the hedge reserve is transferred to profit and loss.

At each reporting date, the fair value of the swap is measured, and the value of the liability is adjusted to reflect the fair value. The change in fair value of the swap are recognised in OCI and transferred to hedge reserve. When all payments of the swaps have matured, the liability are to be zero in the balance sheet, and all entries in the hedge reserve is transferred to the profit and loss.

As of 31 December 2023, the Group held the following instruments to hedge exposures to changes in interest rate on loan with floating rate:

Interest rate Options

Current amount	Maturity date	Strike rate	Rate index	Currency	Fair value	Initial value	Fair value NOK
EUR 96 000 000	Sep 28	1,00 %	3M EURIBOR	EUR	6 327 827	3 257 766	71 127 939
NOK 869 000 000	Sep 28	2,50 %	3M NIBOR	NOK	47 558 769	34 430 884	47 558 769
SEK 610 000 000	Sep 28	1,50 %	3M STIBOR	SEK	31 981 064	22 540 491	32 396 818
						Asset	151 083 526

Interest rate Swaps

Current amount	Maturity date	Currency	Fair value	Initial value	Fair value NOK
EUR 96 000 000	Sep 28	EUR	(1 900 517)	(3 257 766)	(21 362 761)
NOK 869 000 000	Sep 28	NOK	(23 749 903)	(34 430 884)	(23 749 903)
SEK 610 000 000	Sep 28	SEK	(14 454 712)	(22 540 491)	(14 642 623)
				Liability	(59 755 288)

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Note 26 Fair value of financial instruments

Set out below is a comparison by class of the carrying amount and fair values that are recognised in the financial statements.

2023

NOK 1000	Notes	Financial assets and liabilities at amortised cost	Financial assets and liabilities at fair value	Total
Non-current assets				
Non-current receivables		30 578		**30 578**
Other investments	13	745		**745**
Current assets				
Trade receivables	4	842 814		**842 814**
Other receivables	19	274 815		**274 815**
Financial derivatives	25		151 084	**151 084**
Total		1 148 951	151 084	**1 300 035**
Fair value		1 148 951	151 084	**1 300 035**
Unrecognised gain/(loss)		0	0	**0**
Non-current liabilities				
Non-current liabilities to credit institutions	21	2 538 673		**2 538 673**
Other non-current liabilities	21	324 253		**324 253**
Financial derivatives	25		59 755	**59 755**
Current liabilities				
Accounts payables		574 267		**574 267**
Current liabilities related to acquisitions	23, 24		7 683	**7 683**
Other current liabilities	24	377 589		**377 589**
Current portion of non-current liabilities	21	114 129		**114 129**
Current liabilities to credit institutions	21	197		**197**
Total		3 929 108	67 438	**3 996 546**
Fair value		3 929 108	67 438	**3 996 546**
Unrecognised gain/(loss)		0	0	**0**

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2022

NOK 1000	Notes	Financial assets and liabilities at amortised cost	Financial liabilities at fair value	Total
Non-current assets				
Non-current receivables		32 797		**32 797**
Other investments	13	685		**685**
Financial derivatives	25		219 347	**219 347**
Current assets				
Trade receivables	4	1 138 664		**1 138 664**
Other receivables	19	251 426		**251 426**
Total		1 423 572	219 347	**1 642 919**
Fair value		1 423 572	219 347	**1 642 919**
Unrecognised gain/(loss)		0	0	**0**
Non-current liabilities				
Non-current liabilities to credit institutions	21	2 660 071		**2 660 071**
Other non-current liabilities	21	1 333 168		**1 333 168**
Financial derivatives	25		79 609	**79 609**
Current liabilities				
Accounts payables		669 256		**669 256**
Current liabilities related to acquisitions	23, 24		8 642	**8 642**
Other current liabilities	24	536 216		**536 216**
Current portion of non-current liabilities	21	110 745		**110 745**
Current liabilities to credit institutions	21	128 838		**128 838**
Total		5 438 294	88 251	**5 526 545**
Fair value		5 438 294	88 251	**5 526 545**
Unrecognised gain/(loss)		0	0	**0**

Fair value
The following methods and assumptions were used to estimate the fair values:

The carrying amount of receivables has been reduced for impaired receivables and is considered equal to fair value. Trade payables are entered into on normal terms and conditions and the carrying amount is equal to fair value.

The fair value of non-current liabilities with floating interest rates is estimated by discounting future cash flows using rates currently available for debt in similar terms, credit risks and remaining maturities. The carrying value is considered to be a reasonable approximation of fair value because the liability has a floating interest rate and the margin set in 2023 is considered to reflect current market terms.

The fair value of liabilities related to acquisitions is estimated by discounting estimated future cash flows.

The fair value of unquoted shares available for sale is estimated using appropriate valuation techniques.

Fair value hierarchy
The Group applies the following hierarchy when assessing and presenting the fair value of financial instruments:

Level 1: Trading prices (unadjusted) in active markets for identical assets or liabilities.
Level 2: Other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.
Level 3: Input for the asset or liability that is not based on observable market data.

For liabilities related to acquisitions in level 3 the carrying amount is assessed to be reasonable approximation of fair value.

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Note 27 Changes in liabilities arising from financing activites

2023				Non-cash changes			
NOK 1000	Notes	31.12.2022	Cash flows	Changes in foreign exchange rates	Discontinued operations	Other changes	31.12.2023
Non-current liabilities							
Non-current liabilities to credit institutions	21	2 660 071	(250 000)	111 107	0	17 496	**2 538 673**
Financial leasing	21	288 967	(54 776)	10 512	(85 505)	105 079	**264 278**
Options on shares and estimated future payments	21, 23	0				0	**0**
Future payments for acquired shares	21, 23	0	0	0		0	**0**
Other non-current liabilities	21	1 044 201	(580)	6 460	(989 794)	(310)	**59 976**
Total other non-current liabilities	21	1 333 169	(55 355)	16 971	(1 075 299)	104 769	**324 253**
Current liabilities							
Other current liabilities to credit institutions	21	127 383	(186)	16	(127 016)	0	**197**
Total current liabilities to credit institutions arising from financing activities	21	127 383	(186)	16	(127 016)	0	**197**
Bank overdrafts included as cash and cash equivalen	21	1 456		0	(1 456)	0	**0**
Total current liabilities to credit institutions	21	128 838	(186)	16	(128 472)	0	**197**
Dividends to non-controlling interests		19	0	0	(19)	0	**0**
Accrued interest		16 619	(303 350)	0	(13 700)	303 227	**2 796**
Options on shares and estimated future payments	18, 23	8 642	0	(911)	0	0	**7 730**
Current portion of financial leasing	21	108 886	(88 644)	5 945	(20 242)	102 879	**108 824**
Current portion of other non-current liabilities	21	1 860	4 518	(178)	(1 074)	178	**5 305**
Other current liabilities		136 026	(387 476)	4 855	(35 035)	406 284	**124 656**
Total liabilities from financing activities		4 258 103	(693 018)	132 949	(1 238 808)	528 548	**2 987 779**
Cash flows arising from financing activities from discontinued operations	32		(258 234)				
Total cash flows from financing activities including discontinued operations			(951 252)				

2022				Non-cash changes		
NOK 1000	Notes	31.12.2021	Cash flows	Changes in foreign exchange rates	Other changes	31.12.2022
Non-current liabilities						
Non-current liabilities to credit institutions	21	2 710 007	(100 000)	32 568	17 496	**2 660 071**
Financial leasing	21	317 742	(37 803)	8 745	283	**288 967**
Future payments for acquired shares	21, 23	5 908	0	0	(5 908)	**0**
Other non-current liabilities	21	973 321	10 381	50 929	9 569	**1 044 201**
Total other non-current liabilities	21	1 296 971	(27 422)	59 674	3 945	**1 333 169**
Current liabilities						
Other current liabilities to credit institutions	21	22 364	98 539	6 469	11	**127 383**
Total current liabilities to credit institutions arising from financing activities	21	22 364	98 539	6 469	11	**127 383**
Bank overdrafts included as cash and cash equivaler	21	5 023	(3 435)	(132)	0	**1 456**
Total current liabilities to credit institutions	21	27 387	95 103	6 337	11	**128 838**
Dividends to non-controlling interests		19	(36 665)	0	36 665	**19**
Accrued interest		10 512	(331 106)	0	337 213	**16 619**
Options on shares and estimated future payments	18, 23	0	0	0	8 642	**8 642**
Current portion of financial leasing	21	117 674	(117 674)	8 189	100 697	**108 886**
Current portion of other non-current liabilities	21	4 570	(2 486)	(223)	0	**1 860**
Other current liabilities		132 775	(487 931)	7 965	483 216	**136 026**
Total liabilities from financing activities		4 167 140	(520 250)	106 544	504 668	**4 258 103**

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Note 28 Share capital, shareholders' equity, dividend and non-controlling interests

The share capital of SRH Bridge Co AS on 31 December consists of the following shares:

		Number of shares	Share capital	Share premium
14.11.2016	Incorporation	30 000	30	0
06.09.2018	Repayment	(30 000)	(30)	0
06.09.2018	Capital contribution	41 036 800	4 104	406 264
02.09.2019	Share capital increase	0	4 104	745 880
08.11.2021	Dividend	0	0	(763 084)
08.12.2021	Repayment	0	0	(33 000)
31.12.2023	Total	41 036 800	8 207	356 060

Number of shares are in full amount. Share capital and share premium are in NOK thousand.

Number of shares and shareholders
Shareholders in SRH BridgeCo AS 31 December 2023:

Shareholders	Ordinary shares	Percentage
FSN Capital GP V Limited	41 036 800	100 %
Total	41 036 800	100 %

Non-controlling interests

2023

				Financial information (100% basis)			
NOK 1000	Accumulated non-controlling interests	Non-controlling interests share of profit/(loss)	Dividends to non-controlling interests	Assets	Liabilities	Revenue	Profit/(loss)
Brite Line Europe GmbH	5 997	768	0	32 748	9 157	61 040	3 048
SRH Holding Group	179 352	(76 349)	0	4 770 448	4 391 652	6 743 198	(195 906)
Total non-controlling interests	185 349	(75 581)	0				

2022

				Financial information (100% basis)			
NOK 1000	Accumulated non-controlling interests	Non-controlling interests share of profit/(loss)	Dividends to non-controlling interests	Assets	Liabilities	Revenue	Profit/(loss)
Brite Line Europe GmbH	4 903	1 374	3 665	38 264	19 004	67 581	5 453
SRH Holding Group	196 355	(47 993)	0	4 671 654	4 249 882	6 173 334	(122 255)
Total non-controlling interests	201 258	(46 619)	3 665				

For an overview of non-controlling interest ownership percentages and principal places of business, see note 5 in the parent company accounts.

Payment of dividend to minority shareholders shall be no greater than proportionate to their shareholding (unless the rights attaching to their shareholding entitle them to a greater proportion in which case not exceeding such greater proportion).

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Note 29 Pledged assets and guarantees

Saferoad Holding AS refinanced in November 2021 by entering a Senior Term Facilities Agreement with GSO ESDF II (Luxembourg) Holdco S.à r.l., GSO ESDF II (Luxembourg) Levered Holdco I S.à r.l., GSO ESDF II (Luxembourg) Levered Holdco II S.à r.l., G QCM (Luxembourg) Holdco S.à r.l. as Original Lenders (all funds managed by Blackstone Alternative Credit Advisors LP) of NOK 869.1 million, EUR 96.0 million and SEK 610.7 million. The Facilities mature in September 2028.

In addition, working capital financing was secured through a revolving facility agreement between Saferoad Holding AS and DNB Bank ASA as Original Lender. The revolving facility agreement amounts to NOK 510.0 million and matures in March 2028.

Wilmington Trust (London) Limited is acting as Security Agent for all Facilities.

Security

Saferoad Group
The following Saferoad Group companies have acceded the Facility Agreements with DNB and the GSO Funds as Guarantors.

In addition to the guarantees, the following securities are given in favour of the Security Agent, acting in the interest of the lenders:

a) pledge granted by SRH Investco AS and MgmtCo Saferoad AS of all shares issued by Saferoad Holding AS and held by either SRH Investco AS or MgmtCo Saferoad AS
b) pledge granted by the Holding company of each guarantor listed above of all shares owned in the guarantor by the respective Holding company
c) pledge over all intra-group loan agreements exceeding a value of NOK 10.0 million, or similar value in other currencies
d) Saferoad Holding AS' bank accounts

Company	Jurisdiction	Corporate Identity Number
Bongard & Lind Noise Protection GmbH & Co KG	Germany	HRB 21196
Bongard & Lind Verwaltungs GmbH	Germany	HRB 21973
AWK GmbH	Germany	HRB 8839
Brødrene Berntsen AS	Norway	810547472
Hausneindorfer Metallbau und Montage GmbH	Germany	HRB 108088
Saferoad Services AB	Sweden	556520-7478
Saferoad Traffic AS	Norway	890729142
Saferoad Services AS	Norway	976962699
Saferoad Services A/S	Denmark	26994896
Inter Metal Sp. z o.o.	Poland	90428498
Moramast AB	Sweden	556179-2598
Saferoad Traffic A/S	Denmark	21778702
Saferoad Europe GmbH	Germany	HRB 22345
Saferoad Services Sp. z o.o.	Poland	0000152355
Saferoad Holding AB	Sweden	556753-5470
Saferoad Holding AS	Norway	917763909
Saferoad Holding Denmark ApS	Denmark	31589487
Saferoad Holding Germany GmbH	Germany	HRB 22343
Saferoad Pomerania Sp. z o.o.	Poland	0000154679
Saferoad RRS GmbH	Germany	HRB 22479
Saferoad Restraint Systems Sp. z o.o.	Poland	0000265582
Saferoad Smekab AB	Sweden	556099-6869
Saferoad Traffic AB	Sweden	556030-8073
Saferoad RRS Sverige AB	Sweden	556505-1413
Saferoad Treasury AB	Sweden	556493-1573
Vik Ørsta AS	Norway	985001952

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Viacon Group

As collateral for the bond and the financing agreement the Group pledged its shares in all material subsidiaries (guarantors). The guarantor's aggregated EBITDA shall not represent less than 80% of consolidated EBITDA of the Group.

The calculation of the value of pledged shares as per December 31 2023 amounted to NOK 1 545.5 million (1 235.9 million).

The following ViaCon Group companies are guarantors:

Company	Jurisdiction	Corporate Identity Number
ViaCon Holding AB	Sweden	556661-6099
ViaCon International AB	Sweden	556619-6159
ViaCon AB	Sweden	556620-7519
ViaCon Production AB	Sweden	556457-4472
FLA Geoprodukter AB	Sweden	556187-7357
Oy ViaCon AB	Finland	0969082-9
UAB ViaCon Baltic	Lithuania	110788621
UAB ViaCon Baltic Pipe	Lithuania	301670782
ViaCon Polska Sp. z o.o.	Poland	0000093391
ViaCon Romania SRL	Romania	J08/1323/2012
ViaCon İnşaat Müh. San. Tic. A.Ş.	Turkey	ITO-910795
ViaCon France SAS	France	340740745
ViaCon Hungary Kft.	Hungary	1309160009

In addition, ViaCon Polska Sp.z.o.o has provided accounts receivables amounting to NOK 46.6 million (112.3 million as of 31 December 2022) as collateral for bank guarantees.

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Note 30 Other commitments and contingencies

Accounting policies
The Group may from time to time be involved in legal proceedings in various forms. While acknowledging the uncertainties of litigation, the Group is of the opinion that based on the information currently available, these matters will be resolved without any material adverse effect individually or in aggregate on the Group`s financial position. For legal disputes where the Group assesses it probable (more likely than not) that an economic outflow will be required to settle the obligation, provisions have been made based on management`s best estimate.

Competition case in Denmark
In June 2015, the Danish Competition Council found Eurostar Denmark A/S, a company within the Group, non-compliant with the Danish and EU competition law by having engaged in joint bidding via a consortium with LKF Vejmarkering A/S in a tender for road marking in Denmark. Prior to entering the joint bidding consortium, Eurostar Denmark A/S sought legal advice, which stated that such a joint bidding consortium did not infringe applicable competition law. The decision was contested by Eurostar Denmark A/S and appealed to the Danish Competition Appeals Tribunal, which upheld the decision in April 2016. Eurostar Denmark A/S appealed the decision from the Danish Competition Council and brought the case before the Danish Maritime and Commercial High Court. The Danish Maritime and Commercial High Court ruled in favour of Eurostar Denmark A/S in August 2018. The case was appealed to the Danish Supreme Court and the Danish Supreme Court ruled in favour of the Danish Competition authorities in November 2019. The case in front of Copenhagen District Court related to the determination of the fine was completed in January 2022. On 11 February 2022, the Copenhagen District Court acquitted the companies and individuals which were subject to charges, including Eurostar Danmark A/S and its CEO, concluding that neither acted gross negligent when engaging in the joint bidding consortium. On 2 February 2024, the appeal court Østre Landsret, ruled that neither the companies nor the individuals should be punished for infringement of applicable competition law. None of the parties has appealed the decision from the appeal court, Østre Landsret. Since the proceeding has been resolved the Group has released a provision which was made in previous years of NOK 15.3 million in 2023.

Note 31 Transactions with related parties

An overview of subsidiaries is presented in note 10 for the parent company, and associated companies are presented in note 13 in the Groups Financial Statements. Remunerations to the Board of Directors and Group Management are disclosed in note 9. Transactions with subsidiaries have been eliminated and do not represent related party transactions.

The Group has the following transactions with shareholders, associated companies, minority shareholders of subsidiaries or companies that can be considered related to members of the Board of Directors or leading executives. The Group has the following transactions with group companies outside Saferoad Group but within SRH BridgeCo Group.

NOK 1000	**2023**	**2022**
Profit and loss		
Sales to related parties	**940**	818
Purchases from related parties [1]	**39 301**	61 970

NOK 1000	**31.12.2023**	**31.12.2022**
Balance sheet		
Receivables [2]	**150**	189
Payables [3]	**200**	165
Other transactions with related parties	**350**	350

[1] Purchase from related parties mainly include purchase of goods from minority shareholder of subsidiaries and from companies which are related to leading executives in a company in the Group. In addition, hire of employees from associated companies are included.

[2] Receivables mainly include receivables for trade of goods from companies which is related to leading executives in a company in the Group.

[3] Payables mainly include transactions for trade of goods with companies which are related to leading executives in a company in the Group.

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Note 32 Net assets and liabilities held for distribution to shareholders

Accounting policies
The Group accounts for a disposal group held for distribution to the shareholders in accordance with the regulations set out in IFRS 5 Non-current Assets for sale and discontinued operations.

Demerger of SRH BridgeCo AS
As part of the process to establish separate ownership structures for the Saferoad and Viacon groups, a demerger of the company was initiated in 2023 and the demerger was completed in May 2024. Asset, rights and obligations related to the Viacon group has been transferred to Viacon BridgeCo AS. As a result of this transaction, Viacon Group is presented as held for sale according to IFRS 5. As Viacon is considered a separate major line of business it also meets the definition of discontinued operation in IFRS 5. The comprehensive income for 2023 and 2022 of Viacon Group are presented separately as discontinued operations in the statement of comprehensive income. The results of Viacon Group for the year are presented below:

NOK 1000	2023	2022
Total operating revenue	2 181 973	2 223 440
Total operating costs	2 048 855	2 067 994
Operating profit/(loss)	133 118	155 446
Net financial income/(expenses)	(164 415)	(171 275)
Profit/(loss) before tax from discontinued operations	(31 297)	(15 829)
Tax	(31 378)	(41 138)
Profit/(loss) for the year from discontinued operations	(62 675)	(56 966)
Other comprehensive income for the year, net of tax, from disontinued operations	30 391	31 547
Total comprehensive income for the year from discontinued operations	**(32 284)**	**(25 419)**

The major classes of assets and liabilities of Viacon Group classified as held for sale as at 31 December 2023 are, as follows:

NOK 1000	31.12.2023	31.12.2022
ASSETS		
Intangible assets	344 903	340 747
Fixed assets	402 534	375 820
Financial assets	16 779	10 362
Deferred tax assets	38 257	16 803
Inventories	161 673	189 661
Receivables	534 847	379 330
Cash and cash equivalents	220 574	295 032
Assets held for sale	1 719 566	1 607 755
LIABILITIES		
Deferred tax liabilities	16 008	14 857
Liabilities to credit institutions	1 178 544	1 152 739
Other non-current liabilities	111 459	106 158
Accounts payables	224 265	210 855
Other current liabilities	314 527	209 248
Liabilities directly associated with assets held for sale	1 844 803	1 693 857
Net assets / (liabilities) directly associated with disposal group	**(125 237)**	**(86 102)**

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The net cash flows incurred by Viacon Group are, as follows:

NOK 1000	2023	2022
Cash flows from operations	**141 644**	230 579
Cash flows from investment activities	**12 011**	(49 018)
Cash flows from financing activities	**(249 750)**	(35 099)
Net increase/(decrease) in cash and cash equivalents	**(96 094)**	146 463

Note 33 Events after the balance sheet date

On the 2nd of February, 2024, the Østre Landsret appellate court delivered a verdict, determining that Eurostar Denmark A/S, along with any associated persons, shall not face penalization for any breaches of prevailing competition legislation.
For a comprehensive account of the matter, please consult note 30. Subsequent to the date of the balance sheet, the Group has not encountered any other events of material significance.

As part of the process to establish separate ownership structures for the Saferoad and ViaCon groups, a demerger of the company was initiated in 2023 and completed in May 2024. Asset, rights and obligations related to the Viacon group has been transfered to Viacon BridgeCo AS, see note 32 for more information.

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Alternative performance measures (APMs)

APMs are used by the Group for financial reporting to provide a better understanding of the company's underlying financial performance for the period. Underlying operating revenue, underlying EBITDA and EBITA is also used by management to drive performance in terms of target setting. These measures are adjusted IFRS measures defined, calculated, and used in a consistent and transparent manner over time and across the Group where relevant.

Operational measures such as volumes, prices and currency effects are not defined as APMs. The Group focuses on underlying EBITDA in the discussions of periodic operating results for the segments and for the Group.

Each of the following APMs has been defined by the Group as follows:

Underlying operating revenue is defined as operating revenue reported adjusted for material items such as gains from divestments of businesses, as well as other major effects of a special nature.

EBITDA is defined as profit/(loss) for the year before financial income and expense, tax, depreciation, amortisation and write-downs, including depreciation, amortisation and impairment of excess values in equity accounted investments.

Underlying EBITDA is defined as EBITDA adjusted for material items which are not regarded as part of underlying business performance for the period, such as costs related to acquisitions and divestments, major restructuring costs and closure costs, major impairments of property, plant and equipment, gains and losses of disposals of businesses and operating assets, as well as other major effects of a special nature.

Underlying profit/(loss) for the year is defined as profit/(loss) for the year adjusted for material items which are not regarded as part of underlying business performance for the period, such as costs related to acquisitions and divestments, major restructuring costs and closure costs, major impairments of property, plant and equipment, gains and losses of disposals of businesses and operating assets, impairments of intangible assets, change in deferred tax, changes in earn outs and estimated future payments related to options on shares, and unrealised foreign exchange rate gains/(losses), as well as other major effects of a special nature.

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NOK 1000	2023	2022
Reported operating revenue	**6 743 198**	6 173 334
Items excluded from underlying operating revenue	**(8 829)**	0
Underlying operating revenue	**6 734 369**	6 173 334
Reported profit/(loss) for the year	**(128 360)**	(56 359)
Net financial income and expenses	**420 830**	298 786
Tax	**50 230**	(23 312)
Depreciation and impairment	**269 767**	243 096
Amortisation and impairment	**54 873**	49 955
Reported EBITDA	**667 340**	512 166
Items excluded from underlying EBITDA	**47 772**	64 530
Underlying EBITDA	**715 112**	576 696
Depreciation and impairment	**(269 767)**	(243 096)
Underlying EBITA	**445 345**	333 600
Reported profit/(loss) for the year	**(128 360)**	(56 359)
Items excluded from underlying profit/(loss) for the year	**184 181**	56 793
Underlying profit/(loss) for the year	**55 821**	434

Items excluded from underlying operating revenue, underlying EBITDA and underlying profit/(loss) for the year

Restructuring charges and closure costs	**(8 829)**	0
Items excluded from underlying operating revenue	**(8 829)**	0
Transaction and financing cost [1)]	**19 053**	3 243
Restructuring charges and closure costs [2)]	**22 838**	8 958
Other effects [3)]	**5 881**	52 329
Items excluded from underlying EBITDA	**47 772**	64 530
Net financial income/(expense) [4)]	**144 770**	35 302
Tax [5)]	**(8 361)**	(43 039)
Items excluded from underlying profit/(loss) for the year	**184 181**	56 793

Items excluded from underlying EBITDA, specified per operating segment

Restraint Systems	**12 010**	4 076
Traffic	**7 901**	9 125
Infrastructure	**0**	0
Services	**(9 606)**	0
Holding	**37 467**	51 329
Items excluded from underlying EBITDA	**47 772**	64 530

1) Transaction and financing costs in both 2023 and 2022 relate to costs for external advisors in relation to financing of Saferoad Group and transaction costs in connection to acquisition of companies.
2) Restructuring charges and closure costs relate to redundancy and other restructuring cost/(income).
3) Other effects in 2023 includes severance pay to former SVP Operations, costs relating to extraordinary strategic initiatives such as OPWC project and growth projects, write down of ERP project, reversal of provision regarding legal proceedings as well as other less material effects. Other effects in 2022 includes severance pay, performance bonus and exit bonus to former Group CEO, recruitment costs and sign on bonus new Group CEO, costs relating to change of other members of Group Management, costs relating to extraordinary strategic initiatives such as OPWC project as well as other less material effects such as legal proceedings.
4) Net financial income/(expense) relates to unrealised foreign exchange rate gains/(losses), as well changes in earn outs and estimated future payments related to options on shares.
5) Tax relates to changes in deferred tax liabilities/assets.

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Financial Statements SRH BridgeCo AS

Statement of comprehensive income 1.1. – 31.12.

NOK 1000	Notes	2023	2022
Total operating revenue		**0**	0
Other operating costs	3	**1 309**	426
Total operating costs		**1 309**	426
Operating profit/(loss)		**(1 309)**	(426)
Financial income	6	**6 059**	9 350
Financial income from group companies	6, 8	**83**	25
Financial expenses	6	**0**	1
Net exchange rate gain/(loss)	6	**38**	(18)
Net financial income/(expenses)		**6 180**	9 357
Profit/(loss) before tax		**4 871**	8 930
Tax	7	**0**	0
Profit /(loss) for the year		**4 871**	8 930
Other comprehensive income for the year, net of tax		**0**	0
Total comprehensive income for the year		**4 871**	8 930

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Statement of financial position (assets)

NOK 1000	Notes	31.12.2023	31.12.2022
ASSETS			
NON-CURRENT ASSETS			
Financial non-current assets			
Shares in subsidiaries	5	**334 208**	334 208
Loans to group companies	8	**2 098**	818
Other investments	12	**5 819**	6 185
Total financial assets		**342 125**	341 211
Deferred tax assets	7	**0**	0
Total non-current assets		**342 125**	341 211
CURRENT ASSETS			
Receivables			
Receivables on group companies	8	**29**	25
Total receivables		**29**	25
Cash and cash equivalents	9	**16 119**	12 134
Total current assets		**16 148**	12 159
Total assets		**358 273**	353 370

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Statement of financial position (shareholders' equity and liabilities)

NOK 1000	Notes	31.12.2023	31.12.2022
SHAREHOLDERS' EQUITY AND LIABILITIES			
SHAREHOLDERS' EQUITY			
Share capital		**8 207**	8 207
Share premium		**356 060**	356 060
Other equity		**(6 027)**	(10 898)
Total shareholders' equity		**358 241**	353 370
LIABILITIES			
Current liabilities			
Accounts payables		**32**	0
Total current liabilities		**32**	0
Total liabilities		**32**	0
Total shareholders' equity and liabilities		**358 273**	353 370

Oslo, 28 June 2024

The Board of SRH BridgeCo AS

DocuSigned by:
F1C97198FE9D46A...
Ulrik Smith
Chairman of the Board

DocuSigned by:
Andreas Niclas Bengt-Ingvar Thiel
3036E88003F94A8...
Niclas Thiel
Board member

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Statement of changes in equity

NOK 1000	Share capital	Share premium	Other equity	Total shareholders' equity
Shareholders' equity at 31.12.2021	8 207	356 060	**(19 828)**	**344 439**
Profit/(loss) for the year			8 930	**8 930**
Total comprehensive income	0	0	8 930	**8 930**
Shareholders' equity at 31.12.2022	8 207	356 060	**(10 898)**	**353 370**
Profit/(loss) for the year			4 871	**4 871**
Total comprehensive income	0	0	4 871	**4 871**
Shareholders' equity at 31.12.2023	8 207	356 060	**(6 027)**	**358 241**

The share capital in SRH BridgeCo AS as of 31 December 2023 consists of 41 036 800 ordinary shares with nominal value of NOK 0.20 per share.

The articles of association do not contain specific decisions on voting rights.

See note 28 in Group accounts for details on share capital, shareholders' equity and ownership.

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Cash flow statement

NOK 1000	Notes	2023	2022
Cash flow from operations			
Profit/(loss) before tax		**4 871**	8 930
Interest income and other financial income	6	**(6 142)**	(9 376)
Changes in receivables/liabilities on group companies		**0**	0
Changes in accounts payable		**32**	0
Changes in other current receivables and liabilities		**(83)**	(126)
Net cash flow from operations		**(1 323)**	(571)
Interest received		**580**	126
Loans to subsidiaries		**(1 200)**	(200)
Sale of shares		**5 927**	10 191
Net cash flow from investment activities		**5 308**	10 117
Cash flow from financing activities			
Dividends to shareholders		**0**	(33 000)
Net cash flow from financing activities		**0**	(33 000)
Net increase/(decrease) in cash and cash equivalents		**3 985**	(23 454)
Cash and cash equivalents at beginning of the year		**12 134**	35 588
Cash and cash equivalents at the end of the year	**9**	**16 119**	12 134
Cash and cash equivalents at the end of the year in statement of financial position		**16 119**	12 134
Cash pool at the end of the year in statement of financial position		**0**	0
Cash and cash equivalents at the end of the year in statement of cash flow		**16 119**	12 134

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Notes to the financial statements for SRH BridgeCo AS

Note 1 Company information

SRH BridgeCo AS is a limited liability company and the ultimate parent company of Saferoad and ViaCon Group. The Company is incorporated and domiciled in Oslo with its registered office, c/o FSN Capital Partners AS, Dronning Mauds gate 11, 0250 Oslo, Norway.

SRH BridgeCo AS owns 61.18 per cent of the shares in SRH Holding AS. The company had no other activities in 2023.

The financial statements of SRH BridgeCo AS for the fiscal year 2023 were approved in the board meeting at 28 June 2024.

The Group's activities are described in note 1 of the consolidated financial statements.

Note 2 Accounting principles

Basis for preparation and statement of compliance

The annual accounts for SRH BridgeCo AS have been prepared in accordance with the Norwegian Accounting Act § 3-9 and Regulations on Simplified IFRS as enacted by the Ministry of Finance 7 February 2022. In all material aspects, Norwegian Simplified IFRS requires that the IFRS recognition and measurement criteria (as adopted by the European Union) are complied with, but disclosure and presentation requirements (the notes) follow the Norwegian Accounting Act and Norwegian Generally Accepted Accounting Standards.

SRH BridgeCo AS's significant accounting principles are consistent with the accounting principles for the Group, as described in note 2 of the consolidated financial statements. Where the notes for the parent company are substantially different from the notes for the Group, these are shown below. Otherwise, refer to the notes to the consolidated financial statements.

Subsidiaries

Investments in subsidiaries are recognised at cost. If the carrying value of a subsidiary is higher than the estimated fair value, the investment is written down. The write-down is shown in statement of comprehensive income. Previously recognised write-downs are reversed if the reason for write-downs no longer exists. Dividends, group contributions and other distributions from subsidiaries are recognised in the same year as they are recognised in the financial statement of the subsidiary according to the Norwegian Regulation of simplified IFRS § 3-1. If dividends or group contribution exceed withheld profits after acquisition, the excess amount represents repayment of invested capital, and the distribution will be deducted from the recorded value of the acquisition in the balance sheet statement for the parent company.

Cash flow statement

The cash flow statement is presented using the indirect method. Cash and cash equivalents include cash, bank deposits and other short-term, highly liquid financial assets with maturities of three months or less.

Events after the balance sheet date

New information on the company's financial position after the end of the reporting period which becomes known after the reporting period is recorded in the annual accounts. Events after the reporting period that do not affect the company's financial position at the end of the reporting period, but which will affect the company's financial position in the future are disclosed if significant.

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Note 3 Other operating costs

Other operating costs

NOK 1000	2023	2022
Fee for audit, legal and consultancy assistance	**1 284**	426
Other operating costs	**26**	0
Total other operating costs	**1 309**	426

Fees to auditors

NOK 1000	2023	2022
Proposed fee for audit	**600**	563
Fees for audit previous year	**0**	15
Fees for attestation services	**0**	19
Fees for tax services	**61**	292
Total fees	**661**	888

The amounts for fees to auditors include VAT.

Note 4 Employees and remuneration to key personnel

There are no employees in the company and the company is not required by law to have a pension scheme.

The Board of Directors in SRH BridgeCo AS has not received any remunerations in 2023 or 2022.

The company does not have a CEO. See note 9 in the consolidated financial statements for further details.

Note 5 Shares in subsidiaries

NOK 1000

Company	Corp ID No	Registered office	Ownership	Voting rights	Carrying value
SRH Holding AS	919 999 896	Oslo, Norway	61,18 %	61,18 %	334 208

NOK 1000	Equity 31.12.2023	Equity 31.12.2022	Profit/(loss) 2023	Profit/(loss) 2022
SRH Holding AS	1 842 324	1 842 845	(521)	(135)

The table below sets forth SRH BridgeCo AS's ownership in subsidiaries through its ownership in SRH Holding AS. Several of the subsidiary's own shares in other subsidiaries.

For the SRH BridgeCo AS subsidiaries in the table where the indirect ownership interest is listed as less than 50 per cent, SRH BridgeCo AS controls more than 50 per cent of the voting power via its voting power in the owner companies.

Shares in subsidiaries owned through subsidiaries	Country	Ownership
SRH Holding AS		
SRH Investco AS	Norway	61.2%
SRH Investco AS		
MgmtCo RI AS [1]	Norway	1.7 %
MgmtCo Saferoad AS	Norway	1.6 %
Saferoad Holding AS	Norway	97.9 %
RI Holding AS [1]	Norway	95.1 %

[1] Discontinued operations

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Shares in subsidiaries owned through subsidiaries	Country	Ownership
Saferoad Holding AS		
Saferoad Holding AB	Sweden	100.00%
Saferoad Holding Denmark Aps	Denmark	100.00%
Saferoad Holding Germany GmbH	Germany	100.00%
Brödrene Berntsen AB	Sweden	100.00%
Brødrene Berntsen AS	Norway	100.00%
Saferoad UK Limited	England	100.00%
Saferoad RRS Sverige AB	Sweden	100.00%
Saferoad Services AB	Sweden	100.00%
Saferoad Traffic AS	Norway	100.00%
Saferoad Services AS	Norway	100.00%
Saferoad Czech Republic s.r.o	Czechia	100.00%
Saferoad Traffic AB	Sweden	100.00%
Saferoad Suomi Oy	Finland	100.00%
Moramast AB	Sweden	100.00%
Saferoad Restraint Systems Sp. Z.o.o	Poland	100.00%
Saferoad Holland BV	Nethderlands	100.00%
Saferoad Smekab AB	Sweden	100.00%
Saferoad Trading AS	Norway	100.00%
Trafikksikring AS	Norway	100.00%
Vik Ørsta AS	Norway	100.00%
Vik Ørsta Design AS	Norway	100.00%
Saferoad Holding AB		
Saferoad Treasury AB	Sweden	100 %
SafeRoad Smekab AB		
Smekab Citylife Aps	Denmark	100 %
SafeRoad Holding Denmark Aps		
Saferoad Traffic A/S	Denmark	100 %
Eurostar Danmark AS	Denmark	100 %
Saferoad Holding Germany GmbH		
Saferoad Europe GmbH Germany	Germany	100 %
Hausneindorfer Metallbau und Montage GmbH	Germany	100 %
Schalltec Beteiligungs GmbH	Germany	100 %
Schalltec GmbH & Co. KG	Germany	100 %
Saferoad Traffic GmbH	Germany	100 %
Bongard & Lind Verwaltungs GmbH	Germany	100 %
Bongard & Lind Noise Protection GmbH & Co KG	Germany	100 %
Inter Metal Sp. z.o.o.	Poland	100 %
Brite Line Europe GmbH	Germany	74.8 %
Saferoad RRS GmbH	Germany	100 %
Saferoad RRS Romania SRL	Romania	100 %
AWK GmbH	Germany	100 %
HMS Montage GmbH	Germany	100 %
Saferoad UK Limited		
Saferoad VRS Limited	United Kingdom	100 %
Saferoad Restraint Systems Sp. z.o.o		
Saferoad Baltic UAB	Lithuania	100 %
Saferoad Services Gdansk Sp. z.o.o	Poland	100 %
Saferoad Pomerania Sp. z.o.o.	Poland	100 %
Saferoad Services Sp. z.o.o.	Poland	100 %
Vik Ørsta AS		
Saferoad Lightpoles Brasov S.R.L	Romania	100 %

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Shares in subsidiaries owned through subsidiaries - discontinued operations	Country	Ownership
Viacon Group AB(publ)	Sweden	100 %
ViaCon Investment AB	Sweden	100 %
ViaCon Holding AB	Sweden	100 %
FLA Geoprodukter AB	Sweden	100 %
ViaCon International AB	Sweden	100 %
ViaCon AB	Sweden	100 %
ViaCon Production AS	Sweden	100 %
OY ViaCon AB	Finland	100 %
Klinstelstö Oy Rumtikli	Finland	100 %
Solcon Oy	Finland	100 %
ViaCon A/S Denmark	Denmark	100 %
ViaCon AS	Norway	100 %
ViaCon Polska Sp. z.o.o.	Poland	100 %
Geotex Sp z.o.o.	Poland	100 %
ViaCon CR s.r.o	Czech Republic	100 %
ViaCon SK s.r.o	Slovakia	100 %
ViaCon Hungary Kft.	Hungary	100 %
ViaCon Bulgaria EOOD	Bulgaria	100 %
ViaCon Austria GmbH	Austria	100 %
ViaCon Romania SRL	Romania	100 %
ViaCon Geotechnical Solutions S.R.L	Romania	100 %
ViaCon Insaat Muh. San. Tic. A.S	Turkey	100 %
ViaCon Middle East FZE	UAE	100 %
AS ViaCon Eesti	Estonia	100 %
SIA ViaCon Latvija	Latvia	100 %
UAB ViaCon Baltic	Lithuania	100 %
UAB ViaCon Baltic Pipe	Lithuania	100 %
ViaCon France SAS	France	100 %
ViaCon Germany GMBH	Germany	100 %
ViaCon Hamco GmbH	Germany	100 %
HaKu Service GmbH	Germany	100 %
ViaCon Bergschenhoek Civiele Techniek B. V	Netherlands	100 %
ViaCon(United Kingdom) Limited	United Kingdom	100 %
Tubosider CSP Limited	United Kingdom	100 %

Note 6 Financial items

NOK 1000	2023	2022
Interest income	**497**	101
Interest income from group companies (note 8)	**83**	25
Other financial income	**5 562**	9 249
Total financial income	**6 142**	9 376
Interest expenses	**0**	1
Total financial expenses	**0**	1
Currency exchange gain	**38**	26
Currency exchange loss	**0**	45
Net exchange rate gain/(loss)	**38**	(18)
Net financial income/(expenses)	**6 180**	9 357

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Note 7 Income tax

NOK 1000	2023	2022
Tax payable	**0**	0
Changes in deferred tax	**0**	0
Tax income/(expense) recognised in the statement of comrehensive income	**0**	0

A reconciliation of the effective rate of tax and the tax rate

NOK 1000	2023	2022
Profit/(loss) before tax	**4 871**	8 930
Expected income taxes according to income tax rate in Norway 22%	**(1 072)**	(1 965)
Deferred tax assets not recognised current year	**(152)**	(70)
Non-taxable income	**1 224**	2 035
Tax income/(expense) recognised in the statement of comrehensive income	**0**	0

Tax payable basis

NOK 1000	2023	2022
Profit/(loss) before tax	**4 871**	8 930
Non deductible expenses	**0**	0
Non-taxable income	**(5 562)**	(9 249)
Tax loss carried forward	**691**	319
Tax payable basis	**0**	0
Tax payable (22% of tax payable basis)	**0**	0

Deferred tax liabilities/(deferred tax assets)

NOK 1000	2023	2022
Tax losses carried forward	**(5 135)**	(4 983)
Of which assets not recognised (valuation allowance)	**(5 135)**	(4 983)
Net recognised deferred tax liabilities	**0**	0

Note 8 Transactions with group companies

NOK 1000	2023	2022
Internal financial income		
MgmtCo RI AS	**15**	13
MgmtCo RI AS	**14**	13
SRH Holding AS	**54**	0
Total internal financial income from group companies	**83**	25

NOK 1000	31.12.2023	31.12.2022
Loans to group companies		
MgmtCo RI AS	**526**	413
MgmtCo Saferoad AS	**518**	405
SRH Holding AS	**1 054**	0
Total loans to group companies	**2 098**	818
Receivables on group companies		
MgmtCo RI AS	**15**	13
MgmtCo Saferoad AS	**14**	13
Total receivables on group companies	**29**	25

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Note 9 Cash and cash equivalents

NOK 1000	31.12.2023	31.12.2022
Cash and bank deposits	**16 119**	12 134
Restricted cash	**0**	0
Total cash and cash equivalents	**16 119**	12 134

Note 10 Interest-bearing liabilities

SRH BridgeCo AS had no interest-bearing liabilities in 2023 and 2022.

Note 11 Other investments

The following investments are controlled by SRH BridgeCo AS` subsidiary SRH Investco AS and consolidated in SRH BridgeCo AS`s consolidated accounts.

NOK 1000	Corp ID No	Registered office	Ownership	Voting rights	Carrying value
MgmtCo Saferoad AS	923 008 888	Oslo, Norway	39,22 %	100 %	3 424
MgmtCo RI AS	923 009 027	Oslo, Norway	13,98 %	100 %	2 396
Total value					**5 819**

Note 12 Pledged assets and guarantees

SRH BridgeCo AS has no pledged assets or guarantees.

Note 13 Events after the balance sheet date

As part of the process to establish separate ownership structures for the Saferoad and ViaCon groups, a demerger of the company was completed in May 2024. Asset, rights and obligations related to the Viacon group has been transfered to Viacon BridgeCo AS.

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Auditor's report

A signed copy of the auditor's report will be inserted after the board meeting.

Skatteetaten

Vår dato	Din/Deres dato	Saksbehandler
11.02.2019	05.12.2018	Henning Stokke
800 80 000	Din/Deres referanse	Telefon
Skatteetaten.no	Yvonne Skramstad	800 80 000
Org.nr	Vår referanse	Postadresse
974761076	2019/5229113	Postboks 9200 Grønland 0134 OSLO

SAFEROAD AS
Enebakkveien 150
0680 OSLO

Tillatelse til å utarbeide årsberetning og årsregnskap på engelsk språk

Vi viser til deres brev av 5. desember 2018 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for følgende selskaper:

- Saferoad Holding AS org.nr. 917 763 909
- SRH Investco AS org.nr. 920 625 525
- SRH Holding AS org.nr. 919 999 896
- SRH Mgto AS org.nr. 921 491 115
- SRH BridgeCo AS org.nr. 818 111 762

Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering selskapene nevnt ovenfor dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk 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
Fra søknaden gjengis:

> *Cidron Triangle AS (org.nr. 917 763 909) ble innvilget tillatelse for å utarbeide årsregnskap og årsberetning på engelsk i vedtak fra Skattedirektoratet datert 08.02.2017. Cidron Triangle AS konverterte til et allmennaksjeselskap og endret navn til Saferoad Holding ASA 03.05.2017.*
>
> *Selskapet ble notert på Oslo Børs 29.05.2017 og ble innvilget tillatelse for å utarbeide årsregnskap og årsberetning på engelsk i vedtak fra Oslo Børs datert 05.05.2017 og Skattedirektoratet datert*

10.04.2018. Saferoad Holding ASA ble omdannet til AS, avnotert fra Oslo Børs og kjøpt opp av SRH Investco AS i september 2018.

SRH Investco AS er 100 % eid av SRH Holding AS. SRH Holding AS er eid 62 % av SRH BridgeCo AS og 38 % av FSN Capital GP V Limited. SRH Mgto AS er 100 % eid av SRH BridgeCo AS. SRH BridgeCo er 100 % eid av FSN Capital GP V Limited. Alle de fem selskapene kontrolleres dermed av FSN Capital GP V Limited.

Saferoadkonsemet har selskaper i over 20 land. Ledelsen i utenlandske datterselskaper og deler av konsernledelsen består av personer som ikke er norskspråklige. Arbeidsspråk og rapportering er derfor i all hovedsak på engelsk. En stor del av kommunikasjonen med konsernets kunder, leverandører og kreditorer foregår på engelsk. Det er heller ingen forhold rundt selskapets finansiering eller eierstruktur som skulle tilsi behov for regnskap på norsk. Bankforbindelser etterspør kun informasjon på engelsk.

Markedsmateriale utgis på engelsk. Alle sentrale aktører og samarbeidspartnere innen bransjen til Saferoadkonsemet behersker og benytter engelsk. En norsk oversettelse vil kun ha til formål å oppfylle regnskapslovens språkkrav.

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

Som nevnt ovenfor er det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt vekt på at alle selskapene er direkte eller indirekte eid av et utenlandsk selskap. Eierkretsen er begrenset. I tillegg opererer selskapene i en internasjonal bransje, og arbeidsspråk er engelsk. Videre er det vektlagt at alle sentrale aktører og samarbeidspartnere innen denne bransjen behersker og benytter engelsk.

Vennligst oppgi vår referanse ved henvendelser i saken.

Med hilsen

Torstein Kinden Helleland
seniorrådgiver
Juridisk avdeling, næring
Skattedirektoratet

Henning Stokke

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.

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Statsautoriserte revisorer
Ernst & Young AS

Stortorvet 7, 0155 Oslo
Postboks 1156 Sentrum, 0107 Oslo

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INDEPENDENT AUDITOR'S REPORT

To the Annual Shareholders' Meeting of SRH BridgeCo AS

Opinion

We have audited the financial statements of SRH BridgeCo AS (the Company) which comprise the financial statements of the Company and the consolidated financial statements of the Company and its subsidiaries (the Group). The financial statements of the Company comprise statement of financial position as at 31 December 2023 and statement of comprehensive income, statement of changes in equity and cash flow statement for the year then ended and notes to the financial statements, including a summary of significant accounting policies. The consolidated financial statements of the Group comprise the consolidated statement of financial position as at 31 December 2023, the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated cash flow statement for the year then ended and notes to the financial statements, including material accounting policy information.

In our opinion

- the financial statements comply with applicable legal 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 cash flows for the year then ended in accordance with simplified application of international accounting standards according to section 3-9 of the Norwegian Accounting Act,
- 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 cash flows for the year then ended in accordance with IFRS Accounting Standards as adopted by the EU.

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 in accordance with the requirements of the relevant laws and regulations in Norway and the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

Other information consists of the information included in the annual report other than the financial statements and our auditor's report thereon. Management (the board of directors) is responsible for the other information. Our opinion on the financial statements does not cover the other information, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information, and, in doing so, consider whether the board of directors' report contains the information required by applicable legal requirements and 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 the other information is materially inconsistent with the financial statements, there is a material misstatement in this other information or that

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the information required by applicable legal requirements is not included in the board of directors' report, we are required to report that fact.

We have nothing to report in this regard, and in our opinion, the board of directors' report is consistent with the financial statements and contain the information required by applicable legal requirements.

Responsibilities of management for the financial statements

Management is responsible for the preparation of the financial statements of the Company that give a true and fair view in accordance with simplified application of international accounting standards according to section 3-9 of the Norwegian Accounting Act, and for the preparation of the consolidated financial statements of the Group that give a true and fair view in accordance with IFRS Accounting Standards as adopted by the EU. Management is responsible 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 unless management either intends to liquidate the Company or the Group, or to cease operations, or has no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

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

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's 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.

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- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- 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.

Oslo, 30 June 2024
ERNST & YOUNG AS

The auditor's report is signed electronically

Tore Sørlie
State Authorised Public Accountant (Norway)

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Sørlie, Tore
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