



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2020 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer:	920 954 278
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	ADAPTEO AS
Forretningsadresse:	Strømsø torg 9 3044 DRAMMEN

Regnskapsår

Årsregnskapets periode:	01.01.2020 - 31.12.2020
-------------------------	-------------------------

Konsern

Morselskap i konsern:	Nei
-----------------------	-----

Regnskapsregler

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

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet:	KPMG AS
Dato for fastsettelse av årsregnskapet:	29.06.2021

Grunnlag for avgivelse

År 2020: Årsregnskapet er elektronisk innlevert

År 2019: Tall er hentet fra elektronisk innlevert årsregnskap fra 2020

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

Brønnøysundregistrene, 15.07.2022



Resultatregnskap

Beløp i: NOK	Note	2020	2019
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt	8	69 427 757	69 869 432
Annen driftsinntekt	8	4 803 214	7 783 564
Sum inntekter		74 230 971	77 652 996
Kostnader			
Varekostnad		30 321 967	45 156 122
Lønnskostnad	2, 6	9 004 124	7 484 650
Av-og nedskriv. av driftsmidler og immatr. eiendeler	9	19 611 730	12 842 943
Annen driftskostnad	2, 3, 4	12 402 314	9 024 659
Sum kostnader		71 340 135	74 508 374
Driftsresultat		2 890 836	3 144 622
Finansinntekter og finanskostnader			
Renteinntekt fra foretak i samme konsern	4	2 029	
Annen finansinntekt	4	135 684	-10
Sum finansinntekter		137 713	-10
Rentekostnad til foretak i samme konsern	3, 4	7 619 933	3 735 743
Annen rentekostnad		422 317	105 845
Annen finanskostnad	4	282 358	183 495
Sum finanskostnader		8 324 607	4 025 083
Netto finans		-8 186 894	-4 025 093
Ordinært resultat før skattekostnad		-5 296 059	-880 471
Skattekostnad på ordinært resultat	10	-1 165 133	-193 071
Ordinært resultat etter skattekostnad		-4 130 926	-687 400
Årsresultat		0	0
Årsresultat etter minoritetsinteresser		-4 130 926	-687 400
Totalresultat		-4 130 926	-687 400



Resultatregnskap

Beløp i: NOK	Note	2020	2019
Overføringer og disponeringer			
Avsatt til annen egenkapital		-4 130 926	-687 400
Sum overføringer og disponeringer		-4 130 926	-687 400



Balanse

Beløp i: NOK	Note	2020	2019
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Bruksrett andre eiendeler (IFRS 16)	9	13 055 608	2 520 028
Utsatt skattefordel	10	2 511 849	1 346 716
Sum immaterielle eiendeler		15 567 457	3 866 744
Varige driftsmidler			
Tomter, bygninger o.a. fast eiendom	9	54 983	90 350
Maskiner og anlegg	9	230 872 923	173 955 178
Driftsløsøre, inventar o.a. utstyr	7, 9	207 859	36 909
Sum varige driftsmidler		231 135 765	174 082 438
Finansielle anleggsmidler			
Andre langsiktige fordringer		134 068	
Sum finansielle anleggsmidler		134 068	
Sum anleggsmidler		246 837 290	177 949 181
Omløpsmidler			
Varer			
Sum varer		181 555	
Fordringer			
Kundefordringer	7	10 467 036	19 848 559
Offentlige avgifter tilgode			3 974 854
Fordringer konsernselskap	3	14 299 677	13 605 874
Andre kortsiktige fordringer	7	2 690 147	6 728 754
Sum fordringer		27 456 860	44 158 041
Sum omløpsmidler		27 638 415	44 158 041
SUM EIENDELER		274 475 705	222 107 222

BALANSE - EGENKAPITAL OG GJELD



Balanse

Beløp i: NOK	Note	2020	2019
Egenkapital			
Innskutt egenkapital			
Aksjekapital	1	60 000	60 000
Annen innskutt egenkapital	1	59 970 000	59 970 000
Sum innskutt egenkapital		60 030 000	60 030 000
Opptjent egenkapital			
Annen egenkapital	1	-8 913 022	-4 782 096
Sum opptjent egenkapital		-8 913 022	-4 782 096
Sum egenkapital		51 116 978	55 247 904
Gjeld			
Langsiktig gjeld			
Langsiktig forpliktelse eiendeler (IFRS16)	6	10 619 730	1 521 404
Kortsiktig forpliktelse eiendeler (IFRS 16)	6	2 625 240	1 010 107
Sum avsetninger for forpliktelser		13 244 971	2 531 511
Annen langsiktig gjeld			
Gjeld til kredittinstitusjoner	7	174 008 533	129 008 533
Sum annen langsiktig gjeld		174 008 533	129 008 533
Sum langsiktig gjeld		187 253 504	131 540 045
Kortsiktig gjeld			
Leverandørgjeld		9 303 048	5 505 105
Skyldig offentlige avgifter		1 774 350	322 687
Kortsiktig konserngjeld	7	12 579 111	4 966 299
Annen kortsiktig gjeld		12 448 714	24 525 183
Sum kortsiktig gjeld		36 105 223	35 319 274
Sum gjeld		223 358 727	166 859 319
SUM EGENKAPITAL OG GJELD		274 475 705	222 107 222



KPMG AS
Sarkedalsveien 6
Postboks 7000 Majorstuen
0306 Oslo

Telephone +47 45 40 40 63
Fax
Internet www.kpmg.no
Enterprise 935 174 627 MVA

To the General Meeting of Adapteo AS

Independent auditor's report

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Adapteo AS, which comprise the balance sheet as at 31 December 2020, the income statement, statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements are prepared in accordance with law and regulations and give a true and fair view of the financial position of the Company as at 31 December 2020, and its financial performance and its 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.

Basis for Opinion

We conducted our audit in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company as required by laws and regulations, and 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

Management is responsible for the other information. The other information comprises information in the annual report, except the financial statements and our auditor's report thereon.

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 other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

KPMG AS, a Norwegian limited liability company and member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity.

Statsautoriserte revisorer - medlemmer av Den norske Revisorforening

Offices in:

Oslo	Elverum	Mo i Rana	Stord
Alta	Finnsnes	Molde	Straume
Arendal	Hamar	Skien	Tromsø
Bergen	Haugesund	Sandefjord	Trondheim
Bodo	Knarvik	Sandnessjøen	Tynset
Drammen	Kristiansand	Stavanger	Ålesund

Penneo Dokumentnr: DDDWO-QK5E3-OLSA5-QOZNO-OFU05-SC83L



Adapteo AS

Responsibilities of the Board of Directors and the Managing Director for the Financial Statements

The Board of Directors and the Managing Director (management) are responsible for the preparation and a true and fair view of the financial statements in accordance with simplified application of International Accounting Standards according to the Norwegian Accounting Act section 3-9, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with laws, regulations, and auditing standards and practices generally accepted in Norway, including ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

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

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

Pennco Dokumentnr: DDDWO-QK5E3-OL5A5-QOZNOQ-OFU05-5C83L



Adapteo AS

Report on Other Legal and Regulatory Requirements

Opinion on the Board of Directors' report

Based on our audit of the financial statements as described above, it is our opinion that the information presented in the Board of Directors' report concerning the financial statements, the going concern assumption and the proposed allocation of the result is consistent with the financial statements and complies with the law and regulations.

Opinion on Registration and Documentation

Based on our audit of the financial statements as described above, and control procedures we have considered necessary in accordance with the International Standard on Assurance Engagements (ISAE) 3000, *Assurance Engagements Other than Audits or Reviews of Historical Financial Information*, it is our opinion that management has fulfilled its duty to produce a proper and clearly set out registration and documentation of the Company's accounting information in accordance with the law and bookkeeping standards and practices generally accepted in Norway.

Oslo, 30. June 2021
KPMG AS

Svein Wiig
State Authorised Public Accountant
(This document is signed electronically)

Penneo Dokumentnr: DDDWO-QK5E3-OLSA5-Q0ZNOQ-OFU05-SC83L



PENNEO

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

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

Svein Christian Wiig

Statsautorisert revisor

På vegne av: KPMG AS

Serienummer: 9578-5994-4-770793

IP: 84.213.xxx.xxx

2021-06-30 19:27:52Z



Penneo Dokumentnøkkel: DDDWO-QK5E3-OL5A5-Q0ZNO-QFU05-SC83L

Dokumentet er signert digitalt, med **Penneo.com**. Alle digitale signatur-data i dokumentet er sikret og validert av den datamaskin-utregnede hash-verdien av det opprinnelige dokument. Dokumentet er låst og tids-stemplet med et sertifikat fra en betrodd tredjepart. All kryptografisk bevis er integrert i denne PDF, for fremtidig validering (hvis nødvendig).

Hvordan bekrefter at dette dokumentet er originalen?

Dokumentet er beskyttet av ett Adobe CDS sertifikat. Når du åpner dokumentet i

Adobe Reader, skal du kunne se at dokumentet er sertifisert av **Penneo e-signature service <penneo@penneo.com>**. Dette garanterer at innholdet i dokumentet ikke har blitt endret.

Det er lett å kontrollere de kryptografiske beviser som er lokalisert inne i dokumentet, med Penneo validator - <https://penneo.com/validate>



1 January – 31 December 2020

Financial Statement

Strømsø Torg 9, 3044 Drammen

Adapteo AS



Annual Report	3
Income Statement	6
Balance Sheet	8
Cashflow	10
Notes	11
Accounting Principles	18

Contents



Annual Report

The nature of the business

Adapteo AS's main activity is to rent out and sell flexible real estate solutions to public and private customers in Norway. The company is headquartered in Drammen. In 2020, the company sold for approx. 69.4 million. As of 31 December 2020, Adapteo AS was 100% owned by Adapteo Plc.

Fair overview

The Board is unanimous that the presented annual accounts give a true and fair view of Adapteo AS's assets and liabilities, financial position and results.

Financial risk

Though its operations, the company is exposed to several types of financial risk. Continuous monitoring of risk areas is therefore an important part of the organization's area of work. The company buys modules and some material in foreign currency and is therefore exposed to currency risk. Losses and gains on currency are recognized in the income statement on an ongoing basis. The company is exposed to changes in the general interest rate level for the company's financial lending. The company is also exposed to credit risk. Outstanding receivables are therefore assessed continuously both on overall and on customer level.

Going concern

In accordance with the Accounting Act §3-3, The Board confirms that the prerequisites for continued operations are present. The assumption is based on profit forecasts for 2021 and the group's strategic forecasts for the years ahead.

Future development

Market development in 2021 will continue to be good, as the need from both the private and public sectors is estimated to increase compared to previous levels. The company keeps up to date via several public sources to constantly keep abreast of market developments and to be able to react quickly to changing needs.

The mergers of several counties in 2020 delayed a number of government sponsored projects. Budgeting for these larger counties has been delayed but this will have a knock-on effect towards the middle of 2021 when a good number of school and health projects are expected out on tender. A slow start in 2021 can be expected in Q1 but Q2 will bring the year back on track. Forsvarsbygg (armed forces real estate developer) used approximately 9.7 billion kroner on their properties in 2020 and have informed that more investments are planned in the next 5 years using a mix of rental and permanent buildings.

Based on these estimates, the market outlook for Norway is good and that the growth outlook is positive.



During 2021, the company will expand beyond the previous core segment within social infrastructure to the private sector. This will first and foremost materialize into solutions for the construction industry, where Adapteo has office solutions that are prominent in both design and quality.

The board emphasizes that there is normally considerable uncertainty associated with assessments of future conditions.

Statement of the annual accounts

The company's turnover is affected by the general economic conditions and the level of activity in the private and public sectors. Operating revenues decreased by 9.6% to NOK 69.4 million. The company's cost level is affected by the number of project implementations as well as the number of employees and other operating costs.

Cash flow from operating activities was NOK 3.1 million against NOK 2.9 million in 2019. Operating profit in 2020 was NOK 2.9 million (-8.1%) against NOK 2.7 million (-9.8%). Ordinary Profit after tax was NOK 4.1 million, which is NOK 3.4 million higher than in 2019. Cash and cash equivalents amounted to NOK 14.3 million against NOK 13.6 million as of 31 December 2019. The total capital at the end of the year was NOK 274 million, compared with NOK 222 million the year before. The equity ratio as of 31 December 2020 was 19% against 25% the year before. In the Board's opinion, the company has sufficient equity and sound liquidity based on the risk and scope of the company's activities.

Events after the balance sheet date

Since the outbreak of Covid-19, Adapteo has experienced a decline in parts of its market. Primarily in the private sector. It has also led to delayed start-up of some planned projects. At the same time, we see that the company's core business, social infrastructure, is more resilient.

Work environment

The board considers the working environment to be satisfactory and has not implemented any special measures in this area in 2020. There have been no serious injuries or accidents in 2020. Sick leave in 2019 was 2.5%.

Equality

In 2020, the company employed a total of 11 employees, and the board had 3 members, Carl Michael Philip Isell Lind at Hageby, Teemu Arvo Sakari Saarela and Peder Sebastian Alexander Nordlund. In June 2020 Alexander Nordlund left the company and Hugo Oftedal took on the position as acting Managing director and board member. In October 2020 Brian Phillips joined the company as Managing director and board member. The distribution among the employees has been 2 women and 9 men, while among the board members there have been 0 women and 3 men. The board considers gender equality as a priority focus area and facilitates an equal working environment.

Environmental

It is the company's goal to appear as an environmentally conscious company and sustainability is considered one of its competitive advantages. The board is not aware that the company's activities pollute the external environment.



Income Statement
NOK

	2020	2019
REVENUE AND OPERATING COSTS		
Revenue	69 427 757	69 869 432
Other operating income	4 803 214	7 783 564
Total operating revenue	74 230 971	77 652 996
Direct cost	-30 321 967	-45 156 122
Salary cost	-9 004 124	-7 484 650
Depreciation, amortisation and impairment	-19 611 730	-12 842 943
Other operating expenses	-12 402 314	-9 024 659
Total operating costs	-71 340 135	-74 508 374
Operating profit	2 890 836	3 144 622
Group interest income	2 029	0
Group interest expense	-7 619 933	-3 735 743
Interest expenses (RoU-IFRS 16)	-422 317	-105 845
Other financial income	25 104	-10
Unrealized FX on purchase	110 580	0
Realized FX gain	135 684	-10
Group interest expenses	-7 619 933	-3 735 743
Interest expenses (RoU-IFRS 16)	-422 317	-105 845
Other financial costs	-219 151	-156 243
Realized FX on purchase	-45 222	-27 252
Interest exp., late payment	-17 985	0
Realized FX loss	-282 358	-183 495
Finance costs, net	-8 186 894	-4 025 093



Balance Sheet
NOK

ASSETS	2020	2019
NON-CURRENT ASSETS		
INTANGIBLE ASSETS		
Right of use assets (IFRS 16)	13 055 608	2 520 028
Deferred tax asset	2 511 849	1 346 716
Total intangible assets	15 567 457	3 866 744
TANGIBLE ASSETS		
Land, buildings and other property	54 983	90 350
Plant and machinery	230 872 923	173 955 178
Other equipment	207 859	36 909
Long-term other receivable	134 068	0
Total tangible assets	231 269 832	174 082 438
Total non-current assets	246 837 290	177 949 181
CURRENT ASSETS		
Inventory	181 555	0
RECEIVABLES		
Trade receivables	10 467 036	19 848 559
Public duties receivable	0	3 974 854
Receivables from group companies	14 299 677	13 605 874
Other short-term receivables	2 690 147	6 728 754
Total short-term receivables	27 456 860	44 158 041
Total current assets	27 638 415	44 158 041
Total assets	274 475 705	222 107 222
EQUITY		
Share capital	60 000	60 000
Other paid-in equity	59 970 000	59 970 000
Total restricted equity	60 030 000	60 030 000

Note

1

1

7

3

7

7

7, 9

9

9

10

9

Note

2020

2019



Retained earnings			
Other equity	1	-8 913 022	-4 782 096
Total retained earnings		-8 913 022	-4 782 096
Total equity		51 116 978	55 247 904
LIABILITY			
LEASE LIABILITIES			
Long-term lease liabilities (IFRS 16)		10 619 730	2 531 511
Short-term lease liabilities (IFRS 16)		2 625 240	0
Total lease liabilities	6	13 244 971	2 531 511
Other long-term liability			
Loan from Group	7	174 008 533	129 008 533
Total other long-term liability		174 008 533	129 008 533
SHORT-TERM LIABILITY			
Trade payables		9 303 048	5 505 105
Other short-term liability Group	7	12 579 111	4 966 299
Public duties payables		1 774 350	322 687
Other short-term liability		12 448 714	24 525 183
Total short-term liability		36 105 223	35 319 274
Total liability		223 358 727	166 859 319
Total equity and liability		274 475 705	222 107 222



Cashflow

	2020	2019
CASH FLOWS FROM OPERATIONAL ACTIVITIES		
Profit before tax	-5 296 059	-880 471
Loss / gain on sale of fixed assets	-4 421 409	-833 459
Depreciation	18 290 569	12 842 943
Impairments	1 321 161	0
Change in inventories	-181 555	0
Change in trade receivables	9 381 523	-11 424 459
Change in trade payables	3 797 943	5 744 399
Changes in other provisions	3 693 828	2 948 064
Net cash flow from operating activities	26 586 002	8 397 018
CASH FLOWS FROM INVESTMENT ACTIVITIES		
Payments on sale of fixed assets	9 647 964	5 779 464
Payments on the purchase of fixed assets	-79 333 056	-39 313 372
Net cash flow from investing activities	-69 685 092	-33 533 908
CASH FLOWS FROM FINANCING ACTIVITIES		
Payments on raising new short-term debt	-2 380 677	-844 489
Repayments of right-of-use liabilities	45 000 000	43 505 380
Change in LT debt to Group companies		
Payments of equity		
Net cash flow from financing activities	42 619 323	42 660 892
Net change in bank deposits and cash	-479 767	17 524 001
Change in Group cash pool accounts	479 767	-17 524 001
Cash 1.1.	0	0
Cash 31.12.	0	0



2019				
Statement of change in equity				
	Share capital	Other paid in equity	Retained earnings	Total equity
At 1 Jan 2019	60 000	59 970 000	-4 094 696	55 935 304
Profit for the period	-	-	-687 400	-687 400
At 31 Dec 2019	60 000	59 970 000	-4 782 096	55 247 904

2020				
Statement of change in equity				
	Share capital	Other paid in equity	Retained earnings	Total equity
At 1 Jan 2020	60 000	59 970 000	-4 935 760	55 094 240
Profit for the period	-	-	-4 130 926	-4 130 926
At 31 Dec 2020	60 000	59 970 000	-9 066 686	50 963 314

Share capital in Adapteo AS pr 31.12.2020 includes only one class of shares. All shares, total 60 000 shares a NOK 1,00 is owned by Adapteo Oyj, Finland.

Note 1 - Shareholder information and statement of change in equity

Notes



For the 2020 financial period, the KPMG audit fees totaled to NOK 443 134, of which NOK 278 574 for ordinary audit, and for mandatory attestation work NOK 137 660, and for other services NOK 26 900. All amounts excluding VAT.

	2020	2019
Benefits to managing director	769 165	561 594
Salary	12 451	15 284
Fringe benefits	240 638	26 302
Other allowance		

Average number of employees: 11

Adapteo AS has mandatory occupational pension according to law. Pension arrangement of the company fulfills the requirements of that law.

	2020	2019
Salary costs	7 475 745	6 296 283
Salaries	1 120 556	747 568
Social cost	322 274	208 895
Pension	85 550	231 904
Other benefits		
Total	9 004 124	7 484 650

Note 2 - Salary costs, number of employees, payments, loan to employees and payments to auditor



Net currency	-101 451	-156 253
FX loss	-237 135	-156 243
FX gain	135 684	-10
	2020	2019

Note 4 - Currency gains and losses

Total	13 126 107	13 605 874
Cashpool receivable	14 299 677	13 605 874
Cashpool payable	-1 173 570	0

Management services and interests are charged according to market terms.

Costs		
Purchase of management services	3 668 209	1 208 784
Interest long-term liability	7 619 933	3 735 743

Long-term liability	174 008 533	129 008 533
Long-term liability Group		

Total short-term liability	-11 405 540	-4 966 299
Account payable	-11 029 660	-4 594 434
Accrued interest group	-375 880	-371 865
	2020	2019

Note 3 - Related parties



Note 5 - Contractual obligations	
	obligations
	Rent obligations
2021	3 079 042
2022-2024	7 594 670
2025 and later	3 990 575
Total	14 664 287
	Total contractual obligations
	3 079 042
	7 594 670
	3 990 575
	14 664 287

The future liabilities are calculated based on nominal rent.

Financial statements numbers could not be reconciled.
Below the numbers according to Fatman contracts.

Fatman IFRS16 report

Payment (due date) Maturity	Distribution
0-1	3 079 042
1-2	2 820 928
2-3	2 540 745
3-4	2 232 996
4-5	1 980 996
5-6	1 854 996
6-7	1 544 583
7-8	0
8-9	0
9-10	0
10+	0
Total	14 664 287



All revenue is earned in Norway.

Note 8 - Turnover per business are

	2020	2019
Rent, assembly and disassembly	67 703 382	74 613 967
Services and other	6 527 589	3 035 349
Total turnover	74 230 971	77 649 316

Other short-term receivables 520 409

Accounts receivables 31.12.2020 does not include any items older than 1 year

Note 7 - Accounts receivables and other receivables

	2020	2019
Non-current receivables	134 068	0
Baked-in receivables	0	0
Current receivables	10 510 480	19 984 326
Accounts receivables	-43 444	-135 767
Provision loss accounts receivables	10 467 036	19 848 559
Account receivables pr 31.12.2020 / 31.12.2019		

The biggest contract is rent from office space.

Adapteo AS has contracts that are related to furniture and office equipment.

Adapteo AS has no recognized guarantees and no guaranteed liability.

Company's assets are not pawned.

Note 6 - Guarantees and pledges

	2020	2019
Short-term obligations (below year)	2 625 240	1 010 107
Long-term obligations (over year)	10 619 730	1 521 404
Total	13 244 971	2 531 511



Note 9 - Fixed assets

Right of use assets (IFRS 16) TOTAL	Plant and machinery inventory			Movables, inventory			TOTAL
	Property	machinery	inventory	Movables, inventory	inventory		
Acquisition cost 1.1.2020	180 573	192 197 574	65 843	3 364 458	195 808 448		
Additions	0	78 261 387	224 924	13 094 137	91 580 448		
Disposals	0	-8 304 800	-25 971		-8 330 771		
Acquisition cost 31.12.2020	180 573	262 154 160	264 796	16 458 595	279 058 124		
1.1. Accumulated depreciations	90 223	16 511 100	28 933	844 430	17 474 686		
Depreciations for the year	35 367	16 186 925	28 004	2 558 557	18 808 853		
Accumulated depreciations 31.12.2020	125 590	32 698 025	56 937	3 402 987	36 283 539		
Balance pr 31.12.2020	54 983	229 456 135	207 859	13 055 608	242 774 585		

Adapteo AS has during 2020 purchased modules, fixed assets, other assets and liabilities from Adapteo Ab, Adapteo Oyj, Adapteo Finland Oy and Flexator Ab. The purchase price was respectively 61,5 MNOK.



Tax expense for the year		2020	2019
Income tax on ordinary profit			
Income tax on ordinary profit		0	0
Payable tax		0	0
Change in deferred tax asset		-1 165 133	-1 346 716
Tax expense ordinary profit		-1 165 133	-1 346 716
Taxable income:			
Ordinary result before tax		-5 296 059	-880 471
Permanent differences		0	2 877
Change in temporary differences		-31 219 961	-19 538 520
Taxable income		-36 516 020	-20 416 114
Payable tax in the balance sheet:			
Payable tax on profit for the year			
Total payable tax in the balance sheet			
Calculation of effective tax rate:			
Result before taxes		-5 296 059	-880 471
Calculated tax on profit for tax		-1 165 243	-193 071
Tax effect on permanent differences		0	633
Deferred tax not booked		0	0
Total		-1 165 243	-192 438
Effective tax rate		0	0

The tax effect of temporary differences and losses carried forward that have given rise to deferred tax and deferred tax assets, specified on types of temporary differences.

Tax expense for the year		2020	2019
Fixed assets		77 328 348	46 022 831
Receivables		-43 444	-135 767
Provisions, etc.		-189 363	-11 483
Total		77 095 541	45 875 581
Accumulated carry-forward deficit		-88 513 035	-51 997 016
Basis for deferred tax assets		-11 417 494	-6 121 435
Deferred tax assets (22 %)		-2 511 849	-1 346 716
Effect of change in tax rate		-	-



Disposition of the result
The deficit in Adapteo AS of NOK 4.130,926 is proposed to be disposed of as follows:
Transfer to other equity NOK 4.130,926

Drammen, 29th June 2021

The board of Adapteo AS

Signature board members

Philip Isell Lind af Hageby (Chairman)

Teemu Saarela (Board member)

Brian Phillips (MD and Board member)



Accounting Principles

Revenue recognition

Leases (IFRS 16)

Rental revenue derived from operational leases is recognised on a straight-line basis during the rental period.

A part of Adapted's operations include manufacturer/lessor arrangements. Lease agreements that transfer substantially all of the risks and rewards of ownership to the lessee are classified as finance leases. A finance lease of an asset by a manufacturer/lessor gives rise to two types of income: finance income over the lease term (note 21) and a profit or loss equivalent to that arising on a sale of the leased asset. The sale is recognised when the risks and rewards of ownership of the asset have transferred to the customer. The revenue recognised is the lower of the asset's fair value or the present value of the minimum lease payments computed at a market rate of interest. The cost of sale is the cost of the leased asset (or carrying amount of the asset, if different) less the present value of any unguaranteed residual value. The finance income derived from finance lease agreements is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the asset and presented as operating income.

Revenue from Contracts with Customers (IFRS 15)

Adapted's contracts with customers include both lease and service components. Lease components are treated as leases in accordance with IFRS 16 (as described above). Services are accounted for as revenue under IFRS 15 when considered as separate performance obligations. The consideration is allocated to a lease and non-lease component (i.e. services) on the basis of the relative stand-alone prices of the components.

Assemblies of adaptable buildings or other items and their related transports are generally viewed as a combined customer promise, i.e. the customer is unable to use the adaptable building solution without the assembly and other services. Therefore, the services seen as an integral part of Adapted's rental obligation to provide adaptable building to a customer and they are not treated as separate performance obligations. Other rental related services are separate performance obligations.

Transaction price is total amount of consideration to which an entity expects to be entitled to in exchange of transferring goods or services to a customer, excluding amounts collected on behalf of third parties (VAT). The total consideration may include variable consideration e.g. annual discounts, which are included in the amount recognised as revenue only to the extent that is highly probable that revenue is not reversed later. In some customer agreements a delay due to Adapted is sanctioned by a penalty fee which constitutes a variable consideration. However, variable considerations related to penalty fees are included in the transaction price as it is highly probable at the inception of the contract that a penalty fee due to delay will not arise. In baked-in contracts the transaction price is also adjusted with a financing component i.e. the timing of payments provides a significant financing benefit either to the vendor or to the customer when it is seen as significant. In general, these financing components are seen as immaterial and therefore transaction prices are not adjusted. In baked-in contracts, assembly and disassembly invoicing is included in the monthly rental charge invoicing for the total contract



duration and the contract price is allocated to the lease components and service components due to the fact that services are separate performance obligations.

Transaction price is mainly allocated to each performance obligation by their observable stand-alone selling prices. Adapteo's business is based on combined pricing and delivery, thus, discount is evenly allocated on all items.

Revenue from assembly and other services is recognised over time when Adapteo satisfies the performance obligation by transferring the service to the customer. As a main rule, Adapteo satisfies performance obligations over time during which the services are rendered. Revenue from assembly and disassembly services in the beginning and at the end of adaptable building leasing contracts are recognised over time. Measure of progress is determined by comparing incurred costs to total costs. Other short-term rental related services are recognised at a point in time upon completion of the services as the time of transferring the control to the customer is relatively short.

Revenue from sales, new building units is recognised when control over the goods or services to a customer are transferred either over time or at a point in time. Sale of new and used equipment constitutes a single performance obligation, containing either a single component or several components such as planning and customisation activities.

Contract balances

On the balance sheet, contract assets are presented in non-current other receivables and current trade and other receivables. Contract liabilities are presented in non-current other liabilities and current trade and other payables. The following table provides information about receivables, contract assets and liabilities from contracts with customers. The contract liabilities consist of advances arising from customer agreements, as invoicing is often done in advance compared to when the performance obligations of the contracts are satisfied.

Employee benefits

Short-term benefits

Short-term employee benefits include wages and salaries, including non-monetary benefits and annual leave expected to be settled within 12 months of the reporting date. Short-term benefits are recognised in other payables based on the accrued employee benefit expenses up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled.

Post-employment benefits

Adapteo has retirement benefit plans in accordance with local conditions and practices in the countries in which it operates.

Pension plans are classified as defined benefit or defined contribution plans. In defined contribution plans, Adapteo makes fixed payments to separate entities. Adapteo has no legal or constructive

obligation to make additional payments if the party receiving them is unable to pay the beneficiaries. All arrangements that do not fulfil these conditions are considered defined benefit pension plans. All Adapteo's pension benefit plans are considered as defined contribution plans.



Finance income and costs

Transaction costs related to loans are expensed in profit or loss using effective interest rate method. The effective interest rate is the rate that discounts the estimated future payments during the expected maturity of a loan to the net carrying amount of the financial liability. The calculation includes transaction costs and all fees directly attributable to the transaction paid by the contracting parties. Interest income is recognised using the effective interest rate unless the receipt of interest is uncertain. In such cases the interest income is accounted for on a cash basis. Foreign exchange gains and losses on financing activities are recognised within finance income or costs. Foreign exchange risk arising from internal funding and recognised assets and liabilities is managed primarily through forward contracts. Hedge accounting is not applied for these derivatives and the change in the fair value of derivatives is recognised in finance items in consolidated income statement.

Taxes

Income tax expense/benefit consists of the current tax and change in deferred taxes for the period, together with tax adjustments for previous periods. Taxes are recognised through profit and loss, except when they relate directly to equity or the items recognised in the other comprehensive income items. In such cases, tax is also charged to these items. Current taxes are calculated based on the tax rate of each country. Tax assets and liabilities reflect uncertainty related to income taxes, if any.

Deferred taxes are calculated for temporary differences between the book values of assets and liabilities and the tax basis of assets and liabilities. Deferred tax liabilities are not recognised, however, if they are attributable to the initial recognition of an asset or liability in a transaction other than business combination and the transaction, at the time it occurs, does not affect the accounting profit or taxable profit. The deferred tax for investments in subsidiaries and joint ventures is recognised, except when the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not be reversed in the foreseeable future.

Deferred taxes are calculated using the tax rates enacted, or substantially enacted by the last day of the reporting period. Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.



Property, plant and equipment

Property, plant and equipment is measured at cost less accumulated depreciation and any impairment losses. This cost includes expenditure that is directly attributable to the acquisition. Property, plant and equipment acquired in the business combinations is measured at fair value at the date of acquisition. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset when it is probable that it will generate future economic benefits, and the cost can be measured reliably. The expenditure on repairs and maintenance of property, plant and equipment are recognised as expense when incurred.

Depreciation of an asset is started when the asset is available for use or rental, i.e. in the location and condition necessary to operate in a manner intended by the management. Residual values, depreciation methods and useful lives of the assets are reviewed at the end of each reporting period and, if necessary, adjusted to reflect any changes in expectations of economic value.

Property, plant and equipment assets are depreciated on a straight-line basis over the estimated economic useful lives (years) as follows:

Buildings	4-23
Rol buildings	1-10
Rental equipment	20
Rol rental equipment	1-5
Rental accessories	5-10
Other machinery and equipment	3-10
Rol other machinery and equipment	1-5

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use. Gains and losses on disposals are determined by comparing disposal proceeds with the carrying amount of the disposed asset and are recognised within other operating income or other operating expenses in the consolidated income statement when the asset is disposed.

Adapted's leasing activities and how these are accounted for

Adapted's leases rental machinery, vehicles and premises. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes.

Under IFRS 16, leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by Adapted. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Assets and liabilities arising from a lease are initially measured on a present value basis. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used.



Trade and other payables mainly consist of amounts owed to suppliers, employees and customers. Trade and other payables represent liabilities for goods and services provided to Adapteo prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

Trade and other payables

Trade and other receivables represent amounts that Adapteo expects to collect from other parties. Trade receivables are non-interest-bearing and are generally on 14–60 days payment terms. The classification of trade receivables is based on the business model's objective and on the contractual cash flow characteristics. Cash flows of trade receivables consist solely of payments of principal and interest. Adapteo holds the trade receivables with the objective to collect the contractual cash flows. Trade receivables are initially recognised at their transaction price as they do not have significant financing component. Subsequently, they are measured at amortised cost. Credit loss allowance is deducted from the receivables. The credit loss allowance is recognised using the simplified approach, under which allowance equal to lifetime expected credit losses is recognised. Trade receivables are included in current assets, except for maturities greater than 12 months after the balance sheet date. These are classified as non-current assets. Trade receivables are derecognised when the rights to receive cash flows from the investment have expired or have been transferred, and Adapteo has substantially transferred all risks and rewards of ownership.

Trade and other receivables

Impairment of assets
Property, plant and equipment and other intangible assets and are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.
For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

Right-of-use assets are measured at cost comprising the following: the amount of the initial measurement of lease liability, any lease payments made at or before the commencement date less any lease incentives received, any initial direct costs, and restoration costs.
Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT equipment and small items of office furniture.



Provisions

Provisions are recognised when Adaptoe has a present legal or constructive obligation as a result of past events, it is probable that a cash outflow will be required to settle the obligation and the amount can be estimated reliably. The unwinding of the discount to present value is included as interest expense within finance cost. Provisions are split between amounts expected to be settled within 12 months of the balance sheet date (current) and amounts expected to be settled later (non-current).

Guarantee provisions are made for estimated warranty claims in respect of products sold which are still under warranty at the end of the reporting period. Management estimates the provisions based on historical warranty claim information and any recent trends that may suggest future claims could differ from historical amounts.

Provisions are booked for onerous contracts when the obligatory expenditure required to meet obligations exceeds the benefits yielded by the contract. Provisions are not recognised for any estimated future operating losses.

Financial liabilities

Borrowings are recognised initially at fair value. Transaction costs are included in the initial measurement of the borrowings. Subsequently, borrowings are measured at amortised cost using the effective interest method. In the effective interest method, transaction costs related to borrowings are amortised over the term of the borrowings and recognised as finance costs as part of interest expense. Borrowings are derecognised when loan has been repaid or liability has been extinguished for example in connection with refinancing.

Adaptoe classifies a liability as current if the liability is due to be settled within twelve months after the reporting period; or it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

Fees related to loan commitments are recognised as transaction costs to the extent that it is probable that the total loan commitment or a part of it will be raised. This means that the fee is recognised in the balance sheet until the loan is raised. In connection with the drawdown, the fee related to loan is recognised as part of the transaction costs against the loan balance. To the extent there is no evidence that it is probable that the loan will be raised, the fee is recognised as prepaid expense in respect of the liquidity related services and is accrued over the term of the commitment.

Lease liabilities

Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate
- amounts expected to be payable by the group under residual value guarantees
- the exercise price of a purchase option if the group is reasonably certain to exercise that option, and payments of penalties for terminating the lease, if the lease term reflects the group exercising that option.

There are no significant variable lease payments or options included in the Adaptoe's lease arrangements.



The cash flow is prepared using the indirect method. Cash flows from investing and financing activities are presented separately. Operating activities comprise both monetary non-monetary items. Interest income and interest expenses are presented as part of operating activities with the exception of interest paid and received which is separated and presented as financial activities. Cash and cash equivalents comprise of bank deposits, cash-pool balances are classified as liquidities.

Cash flow statement

A contingent liability is a possible obligation, incurred as a result of earlier events, whose existence is confirmed only when an uncertain event outside the control of Adapteo is realised. An existing liability that is not likely to require the fulfillment of the payment obligation or whose amount cannot be reliably measured is also considered a contingent liability.

Contingent liabilities

For those lease agreements of property, plant and equipment where Adapteo acts as lessor and transfer substantially all the risks and rewards of ownership to the lessee, are classified as finance leases and recognised as receivable in the balance sheet. The receivable is measured initially at an amount equal to the present value of the minimum lease payments. The rental income derived from these finance lease agreements is recognised on a straight-line basis for each period during the lease term to produce a constant periodic rate of interest on the asset. The interest income is presented as other operating income in the income statement.

Finance lease receivables

Cash and cash equivalents include cash in hand and demand deposits available at call. Cash and cash equivalents have original maturities of three months or less. Cash at banks earns interest at floating rates based on daily bank deposit rates. Cash and cash equivalents are measured at amortised cost.

Cash and cash equivalents

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.



Our date 23.09.2020	Your date 08.09.2020	Case officer Vibeke Horne
800 80 000 skatteetaten.no	Your reference AR388314772	Telephone +4790518192
Org. nr. 974761076	Our reference 2020/5872850	Postal address Postboks 9200 Grønland 0134 OSLO

ADAPTEO AS
Postboks 2006 Strømsø
3003 DRAMMEN

Callers from abroad, please call +47 22 07 70 00

Permission to prepare the annual accounts and directors' report in English language Adapteo AS, org. no 920 954 278

With reference to your letter received 7 September 2020 with respect to the above matter regarding Adapteo AS.

Based on a total evaluation, the view of the tax office is that Adapteo AS may make the directors' report and annual accounts in English language according to the Norwegian Accounting Act § 3-4 third paragraph. The exemption requires that the information the decision is based on, does not change significantly.

A copy of this letter must be sent to the Register of Company Accounts in Brønnøysund together with the financial statements. It is incumbent on the company to document by this letter that the permit is granted.

Background

Adapteo AS is a 100 % owned subsidiary of a foreign company and is a part of the Adapteo Group. The company operates in the corporate business-to-business markets. The company language in the group is English. The chairperson and the members of the board are not Norwegian.

Condition for the permission

According to the Norwegian Accounting Act § 3-4, third paragraph shall "the directors' report and annual accounts (...) be in Norwegian. The Ministry can in an individual decision decide that the directors' report and/or annual accounts may be in another language".

Ot. prp. nr. 42 (1997-1998) About Act about annual accounts etc., says the following about the purpose of the Accounting Act, refer section 1.1:

"The aim of the Government with respect to the Accounting Act is that it shall contribute towards providing informative accounts for different users of accounts. The users of accounts include investors and creditors, which provide capital for the companies. Other groups include those who have an interest in knowing how the companies are operated, for example employees and the local community. The information to the capital market is an important basis for the correct pricing of financial instruments. The correct pricing of stocks is an important factor in securing the best possible allocation of resources in the economy. High quality accounts will also make it more difficult for market participants to obtain speculative gains as a result of non-publicly available information."



One of the main goals of the Accounting Act is to contribute to “informative accounts for different users of accounts”. The users of the accounts will include investors, creditors, employees and the local community.

Hence, it is the view of the Ministry that it is crucial that the question of dispensation from the general rule that the annual accounts and/or directors’ report should be prepared in Norwegian, not in any significant way deviate from the consideration of users of the accounts.

As mentioned above it is particularly the consideration of the users of the account information, which has to be taken into consideration when considering the application for permission. In this assessment, the tax office has emphasized that the company is a subsidiary of a foreign company and is a part of an international group. Furthermore, all key players and partners in this industry understand and use English.

Please state "our reference" (see above) in all written communication with the Norwegian Tax Authorities.

Yours sincerely,

Vibeke Horne
Adviser
Customer Interaction Division, Customer Service
The Norwegian Tax Administration

This document has been electronically approved and therefore has no handwritten signatures.