



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2020 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 995 171 910
Organisasjonsform: Aksjeselskap
Foretaksnavn: WELL INNOVATION HOLDING AS
Forretningsadresse: Koppolen 19
4313 SANDNES

Regnskapsår

Årsregnskapets periode: 01.01.2020 - 31.12.2020

Konsern

Mørselskap i konsern: Ja
Konsernregnskap lagt ved: Ja

Regnskapsregler

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

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Sven Petter Omdal
Dato for fastsettelse av årsregnskapet: 15.04.2021

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, 04.08.2022



Resultatregnskap

Beløp i: NOK	Note	2020	2019
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt	2,12	3 761 287	4 622 256
Sum inntekter		3 761 287	4 622 256
Kostnader			
Lønnskostnad	3	6 238 874	6 727 922
Annen driftskostnad	3	4 198 421	6 304 888
Sum kostnader		10 437 295	13 032 810
Driftsresultat		-6 676 008	-8 410 554
Finansinntekter og finanskostnader			
Renteinntekt fra foretak i samme konsern	12	2 644 272	2 859 755
Annen renteinntekt		40	126
Annen finansinntekt		11	0
Sum finansinntekter		2 644 323	2 859 881
Annen rentekostnad		403 288	214 635
Annen finanskostnad		84 098	75 069
Sum finanskostnader		487 386	289 704
Netto finans		2 156 937	2 570 177
Ordinært resultat før skattekostnad		-4 519 071	-5 840 377
Skattekostnad på ordinært resultat	8	-993 571	-1 273 298
Ordinært resultat etter skattekostnad		-3 525 500	-4 567 079
Årsresultat		-3 525 500	-4 567 079
Overføringer og disponeringer			
Overføringer til/fra annen egenkapital	10	-3 525 500	-4 567 080
Sum overføringer og disponeringer		-3 525 500	-4 567 080



Balanse

Beløp i: NOK	Note	2020	2019
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utsatt skattefordel	8	12 707 975	11 714 404
Sum immaterielle eiendeler		12 707 975	11 714 404
Finansielle anleggsmidler			
Investering i datterselskap	7,9	166 032 647	166 032 647
Lån til foretak i samme konsern	12	5 600 000	6 300 000
Sum finansielle anleggsmidler		171 632 647	172 332 647
Sum anleggsmidler		184 340 622	184 047 051
Omløpsmidler			
Varer			
Fordringer			
Kundefordringer	9,12	446 971	106 614
Andre fordringer	9,12	56 593 091	41 130 568
Sum fordringer		57 040 062	41 237 182
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende	9,11	137 348	8 538 998
Sum bankinnskudd, kontanter og lignende		137 348	8 538 998
Sum omløpsmidler		57 177 410	49 776 180
SUM EIENDELER		241 518 032	233 823 231
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital	4,10	7 086 240	7 086 240
Overkurs	10	199 027 964	202 553 464



Balanse

Beløp i: NOK	Note	2020	2019
Annen innskutt egenkapital	10	22 313 160	22 313 160
Sum innskutt egenkapital		228 427 364	231 952 864
Sum egenkapital		228 427 364	231 952 864
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Gjeld til kredittinstitusjoner	9	10 000 000	
Sum annen langsiktig gjeld		10 000 000	
Sum langsiktig gjeld		10 000 000	0
Kortsiktig gjeld			
Leverandørgjeld		1 462 114	281 585
Skyldige offentlige avgifter		572 117	560 743
Annen kortsiktig gjeld		1 056 435	1 028 038
Sum kortsiktig gjeld		3 090 666	1 870 366
Sum gjeld		13 090 666	1 870 366
SUM EGENKAPITAL OG GJELD		241 518 030	233 823 230



Konsernets resultatregnskap

Beløp i: NOK	Note	2020	2019
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt	2,14	45 217 540	50 080 651
Annen driftsinntekt		18 750	104 422
Sum inntekter		45 236 290	50 185 073
Kostnader			
Varekostnad		17 507 255	27 845 034
Lønnskostnad	3	11 486 676	12 803 895
Avskrivning på varige driftsmidler og immaterielle eiendeler	5,6	3 558 630	3 546 413
Nedskrivning av varige driftsmidler og immaterielle eiendeler	6	1 771 974	310 123
Annen driftskostnad	3	7 025 815	9 504 497
Sum kostnader		41 350 350	54 009 962
Driftsresultat		3 885 940	-3 824 889
Finansinntekter og finanskostnader			
Annen renteinntekt		13 306	341 414
Annen finansinntekt		319 029	436 010
Sum finansinntekter		332 335	777 424
Annen rentekostnad		108 237	218 385
Annen finanskostnad		1 581 858	1 031 683
Sum finanskostnader		1 690 095	1 250 068
Netto finans		-1 357 760	-472 644
Ordinært resultat før skattekostnad		2 528 180	-4 297 533
Skattekostnad på ordinært resultat	8	555 137	-1 188 670
Ordinært resultat etter skattekostnad		1 973 043	-3 108 863
Årsresultat		1 973 043	-3 108 863



Konsernets balanse

Beløp i: NOK	Note	2020	2019
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Forskning og utvikling	5	53 877 443	52 972 681
Utsatt skattefordel	8	37 500 173	38 055 310
Sum immaterielle eiendeler		91 377 616	91 027 991
Varige driftsmidler			
Maskiner og anlegg	6,9	3 080 381	2 815 356
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende	6,9	16 772	72 494
Sum varige driftsmidler		3 097 153	2 887 850
Sum anleggsmidler		94 474 769	93 915 841
Omløpsmidler			
Varer			
Varer	9	814 934	826 373
Sum varer		814 934	826 373
Fordringer			
Kundefordringer	9	6 371 972	2 704 611
Andre fordringer	9	1 229 878	2 109 448
Sum fordringer		7 601 850	4 814 059
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende	9,11	652 676	9 461 114
Sum bankinnskudd, kontanter og lignende		652 676	9 461 114
Sum omløpsmidler		9 069 460	15 101 546
SUM EIENDELER		103 544 229	109 017 387

BALANSE - EGENKAPITAL OG GJELD

Egenkapital



Konsernets balanse

Beløp i: NOK	Note	2020	2019
Innskutt egenkapital			
Selskapskapital	4,10	7 086 240	7 086 240
Overkurs	10	81 108 575	79 135 533
Sum innskutt egenkapital		88 194 815	86 221 773
Sum egenkapital		88 194 815	86 221 773
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Gjeld til kredittinstitusjoner	9	10 000 000	
Sum annen langsiktig gjeld		10 000 000	
Sum langsiktig gjeld		10 000 000	0
Kortsiktig gjeld			
Leverandørgjeld		1 047 374	2 883 560
Skyldige offentlige avgifter		1 460 080	1 620 460
Annen kortsiktig gjeld	9	2 841 959	18 291 593
Sum kortsiktig gjeld		5 349 413	22 795 613
Sum gjeld		15 349 413	22 795 613
SUM EGENKAPITAL OG GJELD		103 544 228	109 017 386



**Consolidated financial
statements**

Well Innovation Holding AS

2020



**Consolidated financial statements
Well Innovation Holding AS
Profit and loss statement**

PARENT COMPANY				GROUP		
2019	2020	NOTE	OPERATING REVENUE AND OPERATING EXPENSES	NOTE	2020	2019
4 622 256	3 781 287	2,12	Revenue	2,14	46 217 540	50 080 851
0	0		Other operating revenue		18 750	104 422
<u>4 622 256</u>	<u>3 781 287</u>		Total operating revenue		<u>46 236 290</u>	<u>50 185 073</u>
0	0		Costs of goods sold		17 507 255	27 846 034
6 727 922	6 236 874	3	Payroll and related costs	3	11 498 678	12 603 595
0	0	6	Depreciation of fixed and intangible assets	5,6	3 558 630	3 548 419
0	0		Write-downs of fixed assets	6	1 771 974	310 123
6 304 688	4 168 421	3	Other operating expenses	3	7 025 815	9 504 487
<u>13 032 611</u>	<u>10 437 295</u>		Total operating expenses		<u>41 360 380</u>	<u>54 009 662</u>
<u>-8 410 355</u>	<u>-6 656 008</u>		Operating profit/(loss)		<u>3 885 940</u>	<u>-3 824 589</u>
FINANCIAL INCOME AND FINANCIAL EXPENSES						
2 859 785	2 644 272	12	Interest received from group companies		0	0
126	40		Other interest income		13 308	341 414
0	11		Other financial income		318 029	438 010
-214 635	-403 268		Other interest expense		-108 237	-218 385
-78 089	-84 098		Other financial expenses		-1 581 858	-1 031 683
<u>2 670 177</u>	<u>2 188 937</u>		Financial items, net		<u>-1 357 760</u>	<u>-472 644</u>
<u>-5 840 378</u>	<u>-4 619 071</u>		Profit/(loss) before taxation		<u>2 528 180</u>	<u>-4 297 533</u>
-1 273 288	-993 671	8	Income tax	8	555 137	-1 188 670
<u>-4 667 080</u>	<u>-3 625 800</u>		PROFIT/(LOSS) FOR THE FINANCIAL YEAR		<u>1 973 043</u>	<u>-3 186 883</u>
			Minority's share of profit/(loss)		0	0
			Majority's share of profit/(loss)		1 973 043	-3 186 883
ALLOCATION OF NET PROFIT/(LOSS) AND EQUITY TRANSFERS						
0	0		Transferred to retained earnings			
-4 567 080	0	10	Transferred from retained earnings			
0	-3 525 500	10	Transferred from share premium			
0	0	10	Dividend based on last years financial statement			
<u>-4 567 080</u>	<u>-3 525 500</u>		Total allocations and equity transfers			



**Consolidated financial statements
Well Innovation Holding AS
Balance sheet at 31 December**

PARENT COMPANY			GROUP		
2018	2020	NOTE ASSETS	NOTE	2020	2019
		Non-current assets			
		Intangible assets			
0	0	Research and development	5	53 877 443	52 972 681
11 714 404	12 707 975	8 Deferred tax assets	8	37 500 173	38 055 310
<u>11 714 404</u>	<u>12 707 975</u>	Total intangible assets		<u>91 377 616</u>	<u>91 027 991</u>
		Tangible fixed assets			
0	0	8 Plant and machinery	6,9	3 080 381	2 815 358
0	0	8 Fixtures and fittings	6,9	18 772	72 494
<u>0</u>	<u>0</u>	Total tangible fixed assets		<u>3 097 153</u>	<u>2 887 850</u>
		Financial non-current assets			
186 032 647	186 032 647	7,9 Investments in subsidiary companies		0	0
8 300 000	5 600 000	12 Loans to group companies		0	0
<u>172 332 647</u>	<u>171 632 647</u>	Total financial non-current assets		<u>0</u>	<u>0</u>
<u>184 647 081</u>	<u>184 340 622</u>	Total non-current assets		<u>94 474 769</u>	<u>93 915 841</u>
		Current assets			
0	0	Inventories	9	814 934	826 373
		Receivables			
108 614	446 971	9,12 Accounts receivable	9	6 371 972	2 704 611
41 130 568	58 593 091	9,12 Other receivables	9	1 229 876	2 109 448
<u>41 237 181</u>	<u>57 040 061</u>	Total receivables		<u>7 601 848</u>	<u>4 814 059</u>
8 538 998	137 348	9,11 Cash and cash equivalents	9,11	652 676	9 481 114
<u>49 776 179</u>	<u>87 177 409</u>	Total current assets		<u>9 688 460</u>	<u>16 101 546</u>
<u>233 823 230</u>	<u>241 518 031</u>	TOTAL ASSETS		<u>103 644 229</u>	<u>109 017 387</u>

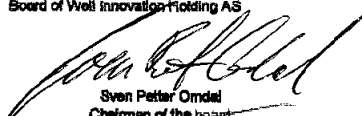


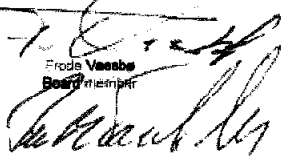
**Consolidated financial statements
Well Innovation Holding AS
Balance sheet at 31 December**

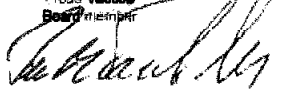
PARENT COMPANY			GROUP		
2019	2020	NOTE	2020	2019	
		SHAREHOLDERS EQUITY AND LIABILITIES			
		Shareholders equity			
		Paid-in capital			
7 086 240	7 086 240	4,10 Share capital	7 086 240	7 086 240	
0	0	10 Own shares	0	0	
202 553 484	199 027 954	10 Share premium account	81 108 576	79 135 533	
0	0	10 Not registered capital increase	0	0	
<u>206 659 704</u>	<u>206 114 204</u>	Total paid-in capital	<u>88 194 816</u>	<u>86 221 773</u>	
		Retained earnings			
22 313 180	22 313 180	10 Retained earnings	0	0	
<u>22 313 180</u>	<u>22 313 180</u>	Total retained earnings	<u>0</u>	<u>0</u>	
231 962 884	228 427 384	Total shareholders equity	88 194 816	86 221 773	
		Liabilities			
		Other non-current liabilities			
0	10 000 000	9 Debt to financial institutions	10 000 000	0	
<u>0</u>	<u>10 000 000</u>	Total non-current liabilities	<u>10 000 000</u>	<u>0</u>	
		Current liabilities			
281 585	1 482 114	Accounts payable	1 047 374	2 883 560	
580 743	572 117	Other taxes and withholdings	1 480 080	1 820 460	
1 028 038	1 056 435	Other current liabilities	2 641 959	19 291 593	
1 870 367	3 090 667	Total current liabilities	<u>5 349 413</u>	<u>22 795 613</u>	
1 870 367	13 096 667	Total liabilities	<u>16 349 413</u>	<u>22 795 613</u>	
<u>233 823 250</u>	<u>241 518 051</u>	TOTAL SHAREHOLDERS EQUITY AND LIABILITIES	<u>103 544 229</u>	<u>109 017 387</u>	

Stavanger 15.04.2021

Board of Well Innovation Holding AS


Sven Petter Omdal
Chairman of the board


Frode Vaesbe
Board member


Per Bjarte Tanche-Larsen
CEO


Frank Ole Akselberg
Board member


Joachim Andreas Indseth Modahl
Board member



**Consolidated financial statements
Well Innovation Holding AS**

Cash flow statement

PARENT COMPANY			GROUP	
2019	2020		2020	2019
CASH FLOW FROM OPERATIONS:				
-5 840 978	-4 618 071	Profit/(loss) before taxation	2 528 180	-4 297 533
0	0	Depreciation and amortisation	3 558 630	3 548 413
0	0	Impairment of fixed and intangible assets	1 771 974	310 123
0	0	Change in inventory	11 439	298 841
26 890	-340 357	Change in trade receivables	-3 687 381	-847 708
-608 371	1 180 528	Change in trade payables	-1 838 188	1 183 305
-15 108 143	40 879 217	Changes in inter-company balances	0	0
-1 328 434	-55 701 989	Changes in other current assets and other liabilities	-14 730 444	-12 052 135
<u>-22 887 436</u>	<u>-18 401 651</u>	Net cash flow from operations	<u>-12 363 788</u>	<u>-11 980 684</u>
CASH FLOW FROM INVESTMENT ACTIVITIES:				
0	0	Inflows due to sales of fixed assets	0	0
0	0	Outflows due to purchases of fixed assets	-775 645	-2 041 233
0	0	Outflows due to purchases of intangibles	-5 689 024	-8 494 803
0	0	Outflows due to investments in financial non-current assets	0	0
<u>0</u>	<u>0</u>	Net cash flow from investment activities	<u>-6 464 669</u>	<u>-10 536 036</u>
CASH FLOW FROM FINANCING ACTIVITIES:				
0	10 000 000	Inflow due to new non-current liabilities	10 000 000	0
0	0	Outflow due to downpayment of non-current liabilities	0	0
0	0	Dividend payments	0	0
<u>0</u>	<u>10 000 000</u>	Net cash flow from financing activities	<u>10 000 000</u>	<u>0</u>
-22 887 436	-8 401 651	Net change in bank deposits, cash and equivalents	-8 808 437	-22 518 730
<u>31 398 432</u>	<u>8 638 898</u>	Bank deposits, cash and equivalents at 1 January	<u>8 481 114</u>	<u>31 977 844</u>
<u>8 510 996</u>	<u>137 348</u>	Bank deposits, cash and equivalents at 31 December	<u>862 676</u>	<u>9 461 114</u>



Consolidated financial statements Well Innovation Holding AS

Notes to the accounts, year ended 31 December 2020

Note 1 Accounting policies

The financial statements have been prepared in accordance with the Norwegian Accounting Act of 1998 and generally accepted accounting principles in Norway.

Consolidation principles

The consolidated financial statements consist of Well Innovation Holding AS and its subsidiaries, where Well Innovation Holding AS has a controlling interest through legal or actual control. The consolidated financial statements are prepared in accordance with uniform accounting policies for uniform transactions in all companies included in the consolidated financial statements. All material transactions and group inter-company balances are eliminated.

Shares in subsidiaries are eliminated in accordance with the acquisition method. This involves the acquired company's assets and liabilities being assessed at fair value on the date of acquisition, and any value added is classified as goodwill.

Valuation and classification of assets and liabilities

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

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

Fixed assets are carried at historical cost, but are written down to their recoverable amount if this is lower than the carrying amount and the decline is expected to be permanent. Fixed assets with a limited economic life are depreciated on a systematic basis in accordance with a reasonable depreciation schedule.

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

Foreign currency

All balance sheet items denominated in foreign currencies are translated into NOK at the exchange rate prevailing at the balance sheet date. Where payments are received after balance sheet date, the actual achieved exchange rate is used.

Intangible fixed assets

Expenses relating to the development of intangible assets, including research and development expenses, are capitalized when it becomes probable that the future economic benefits arising from the assets will accrue to the company, and the cost of the assets can be reliably measured.

Intangible assets that are acquired separately, are recognised at historical cost.

Intangible assets with a limited economic life are amortised on a systematic basis. Intangible assets are written down to the recoverable amount if the expected economic benefits are not covering the carrying amount and any remaining development costs.

Shares in subsidiaries and associates

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

Inventories

Inventories are stated at the lower of cost and net realisable value. Net realisable value is based on estimated selling price of finished goods, less the remaining production and sales costs.

Revenue

Sale of goods:

Revenue is recognised when it is earned, i.e. when both the risk and control have been mainly transferred to the customer. This will normally be the case when the goods are delivered to the customer. The revenue is recognised with the value of the remuneration at the time of transaction.

Sale of services:

Revenue is recognised when it is earned, i.e. when the claim to remuneration arises. This occurs when the service is performed, as the work is being done. The revenue is recognised with the value of the remuneration at the time of transaction.



Receivables

Trade receivables and other receivables are recognised at nominal value, less the accrual for expected losses of receivables. The accrual for losses is based on an individual assessment of each receivable.

Cash and cash equivalents

Cash and cash equivalents include cash, bank deposits and other monetary instruments with a maturity of less than three months at the date of purchase.

Post-employment benefits

Defined contribution plans are accounted for according to the matching principle. Contributions to the pension plan are recorded as expenses.

Cost of sales and other expenses

In principle, cost of sales and other expenses are recognised in the same period as the revenue to which they relate. In instances where there is no clear connection between the expense and revenue, the apportionment is estimated. Other exceptions to the matching criteria are disclosed where appropriate.

Income taxes

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

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

Government grants

Investment grants are recognised in the balance sheet based on net amounts, and allocated to the operating result as reduction in depreciation expenses over the economic life of the investment. Operating grants received are matched with their corresponding costs.

Construction contracts

For construction contracts, revenue and cost is recognized continually based on the stage of completion of the project (the percent of completion method). The stage of completion is calculated based on actual status compared to a milestone plan agreed in the contract or a production plan.

Note 2 Sales revenue

Parent company		Per area of operation:		Group
2019	2020		2020	2019
		<i>Development, testing and production of equipment</i>	4 573 238	1 368 075
243 793	34 000	<i>Sale of products and associated services</i>	40 363 052	48 724 576
4 378 483	3 727 287	<i>Management fee</i>		
4 622 256	3 761 287	Total	45 236 290	50 080 651

Parent company		Per geographic market:		
2019	2020		2020	2019
4 622 256	3 761 287	<i>Norway</i>	1 250 088	1 511 793
		<i>Abroad</i>	43 986 202	48 568 858
4 622 256	3 761 287	Total	45 236 290	50 080 651



Note 3 Payroll costs, number of employees, benefits, loans to employees etc.

Parent company			Group	
2019	2020		2020	2019
5 455 247	5 171 148	Wages and salaries	15 004 550	16 294 467
993 558	734 233	Social security tax	2 180 379	2 668 530
226 274	271 856	Pension costs	450 600	985 188
52 846	81 837	Other benefits	178 816	187 879
-	-	Capitalized payroll expenses	-6 338 469	-7 230 288
6 727 922	6 238 874	Total	11 486 676	12 803 635
4	4	Average number of employees during the year	15	15

Directors' remuneration		Salaries	Pensions	Other benefits
Managing Director		2 630 745	73 296	104 172
Board members		461 666		

Neither the managing director nor the chairman of the board has contractual rights to separate remuneration in the event of termination of or other changes in the conditions of their employment. The managing director has a contractual right to a bonus in the event that strategic goals for the group is met.

No loans have been granted and no guarantees have been issued to chief executives, shareholders, employees or members of the board or any of their related parties in 2020.

The company has an employee incentive scheme where new shares can be issued to the company's key personnel, board members, employees and consultants.

The group companies is required to have an occupational pension plan in accordance with Norwegian legislation on occupational pensions ("lov om obligatorisk tjenestepensjon"). The group companies pension plans meet the requirements of this legislation.

Remuneration to the board of directors in 2020 has been paid from the parent company. Remuneration paid in 2020 was NOK 461.666

The group companies defined-contribution pension scheme is set up according to the Norwegian legislation on defined-contribution pension schemes.

Number of persons included in the group's defined-contribution pension scheme 31.12.20:	16
Number of persons included in the company's defined-contribution pension scheme 31.12.20:	4

Auditor

Remuneration to auditor is as follows:

Parent company			Group	
2 019	2 020		2 020	2 019
86 043	54 486	Statutory audit	200 389	249 765
104 784	78 061	Other assurance services	195 632	233 361



Note 4 Share capital and shareholder information

The share capital in the company at 31 December 2020 consists of the following classes:

	Number	Nominal amount	Carrying value
Ordinary shares	708 624	10	7 086 240
Total	708 624		7 086 240

Ownership structure

Largest shareholders as of 31 December 2020:

	Number of shares	Ownership share	Voting share
<i>Cincius AS</i>	332 005	47 %	47 %
<i>The Aurora Fund LP</i>	135 487	19 %	19 %
<i>Xceptor AS</i>	65 327	9 %	9 %
<i>Camar AS</i>	34 181	5 %	5 %
<i>Stavanger Investering AS</i>	34 181	5 %	5 %
Total shareholders with minimum 5% ownership	601 181	85 %	85 %
Total remaining shareholders	107 483	15 %	15 %
Total number of shares	708 624	100 %	100 %

Shares and options held by members of the board and the managing director:

Name	Title	Number of shares	Ownership share
Sven Petter Omdal, via Cincius AS	Chairman of the board	1 892	0,28 %
Sven Petter Omdal, via Hekrima AS	Chairman of the board	10 281	1,45 %
Frank Ove Akselberg, via Combo AS	Member of the board	28 069	3,97 %



Note 5 Intangible assets

Group

	RAD	Total
Cost at 1 January 2020	82 017 068	82 017 068
Additions	6 871 774	6 871 774
Disposals	-	-
Cost related to disposals in 2020	-	-
Cost at 31 December 2020	87 888 842	87 888 842
Accumulated amortisation at 31 Dec. 2020	32 030 426	32 030 426
Accumulated write-downs at 31 Dec. 2020	1 771 974	1 771 974
Balance at 31 December 2020	53 877 443	53 877 443
Current year amortisation charge	2 995 038	2 995 038
Current year write-down charge	1 771 974	1 771 974
Economic life	5 / 10 years	
Amortisation method	straight-line	

The subsidiary Well innovation AS is developing new technology within the oil and gas industry. All direct expenses in ongoing internal development projects, hereunder payroll expenses and external purchase has in 2020 been capitalized.

This year's depreciation is related to intangible assets with a book value 31.12.2020 of 7,7 MNOK. Other immaterial assets has not been amortized. Amortization will start when the technologies are finalized and commercialized.

It is the company's opinion that expected future economic benefits resulting from the capitalized research and development expenses will exceed the recognized acquisition cost.

Note 6 Property, plant and equipment

Parent company

	Fittings and fixtures	Total
Cost at 1 January 2020	2 502 249	2 502 249
Additions, purchased	-	-
Disposals	-	-
Cost at 31 December 2020	2 502 249	2 502 249
Accumulated amortisation at 31 Dec. 2020	2 502 249	2 502 249
Accumulated write-downs at 31 Dec. 2020	-	-
Balance at 31 December 2020	-	-
Current year amortisation charge	-	-
Economic life	3 years	
Depreciation method	straight-line	

Group	Fittings and fixtures	Plant and machinery	Total
Cost at 1 January 2020	2 807 414	15 269 094	17 886 508
Additions, purchased	-	775 845	775 845
Disposals	-	-2 750	-2 750
Cost related to disposals in 2020	-	-	-
Cost at 31 December 2020	2 807 414	16 031 069	18 639 403
Accumulated amortisation at 31 Dec. 2020	2 580 842	12 480 844	15 011 286
Accumulated write-downs at 31 Dec. 2020	-	530 965	530 965
Balance at 31 December 2020	48 771	3 050 380	3 087 152
Current year amortisation charge	25 722	537 871	563 593
Current year write-down charge	-	-	-
Economic life	3-5 years	3-10 years	
Depreciation method	straight-line	straight-line	



Note 7 Investments in subsidiaries and associated companies

Parent company

Company	Date of acquisition	Consolidated (yes/no)	Registered office	Voting share	Ownership share
Well Innovation AS	23.3.10	Yes	Sandnes	100,00 %	100,00 %
GTKAS	25.3.10	Yes	Sandnes	100,00 %	100,00 %

Company	Net book value	Equity latest financial statements	Profit/loss latest financial statements
Well Innovation AS	131 644 809	17 412 856	-3 231 340
GTKAS	34 388 038	21 853 613	7 046 588

Note 8 Income tax expense

Parent company 2 019	2 020	Specification of income tax expense:	2 020	Group 2 019
-	-	Current income tax payable	-	-
-1 273 288	-993 671	Changes in deferred tax	555 137	-1 188 670
-	-	Effect of changes in tax rules	-	-
-1 273 288	-993 671	Tax on profit/(loss)	555 137	-1 188 670

Parent company 2 019	2 020	Specification of current income tax payable:	2 020	Group 2 019
-	-	This year's payable income tax expense	-	-
-	-	Too little/much income tax allocation previous years	-	-
-	-	Current income tax payable in the balance sheet	-	-

Parent company 2 019	2 020	Reconciliation from nominal to real income tax rate:	2 020	Group 2 019
-5 840 378	-4 519 071	Profit/(loss) before taxation	2 528 180	-4 297 889
-1 284 883	-994 196	Estimated income tax according to nominal tax rate (22%/22%)	558 200	-946 467
11 584	525	The tax effect of the following items:	-	-
-	-	Other non-deductible expenses	-1 063	11 584
-	-	Other non-taxable income	-	-254 787
-	-	Effect of changes in tax rules and rates	-	-
-1 273 288	-993 670	Income tax expense	555 137	-1 188 670
21,6 %	22,0 %	Effective income tax rate	22,0 %	27,7 %



Parent company

Specification of the tax effect of temporary differences and losses carried forward:

	2 020		2 019	
	Benefit	Liability	Benefit	Liability
Fixed assets	56 442	-	79 202	-
Current liabilities	-	-	33 000	-
Losses carried forward	12 852 534	-	11 802 202	-
Total	12 707 876	-	11 714 404	-
Off-balance sheet deferred tax benefits	-	-	-	-
Net deferred benefit/liability in the balance sheet	12 707 876	-	11 714 404	-

The deferred tax benefit is included in the balance sheet on the basis of expected future income. Well Innovation Holding AS and its subsidiaries forms part of the same tax group (in Norwegian called "skattekonsern") which means that expected future income for all the group companies must be considered collectively when evaluating the individual company's possibility to utilize its recognized deferred tax benefit. At the time of rendering of accounts final negotiated agreements or contracted order reserves that will generate taxable income in future years sufficient to utilize the entire recognized deferred tax benefit in the group does not exist. Thus, there is a risk associated with whether the recognized deferred tax benefit can be utilized in future years.

Group

Specification of the tax effect of temporary differences and losses carried forward:

	2 020		2 019	
	Benefit	Liability	Benefit	Liability
Fixed assets	129 652	-	-	171 198
Receivables	-	-	-	-
Current liabilities	25 232	-	77 000	-
Losses carried forward	37 345 286	-	38 149 508	-
Total	37 500 172	-	38 226 508	171 198
Off-balance sheet deferred tax benefits	-	-	-	-
Net deferred benefit/liability in the balance sheet	37 500 173	-	38 055 310	-

The deferred tax benefit is included in the balance sheet on the basis of future income. Well Innovation Holding AS and its subsidiaries forms part of the same tax group (in Norwegian called "skattekonsern") which means that expected future income for all the group companies must be considered collectively when evaluating the individual company's possibility to utilize its recognized deferred tax benefit. At the time of rendering of accounts final negotiated agreements or contracted order reserves that will generate taxable income in future years sufficient to utilize the entire recognized deferred tax benefit in the group does not exist. Thus, there is a risk associated with whether the recognized deferred tax benefit can be utilized in future years.



Note 9 Secured borrowings and guarantees

Parent company		Secured borrowings etc:		Group
2019	2020		2020	2019
-	10 000 000	Borrowings from financial institutions	10 000 000	-
8 204 884	877 489	Other non-current borrowings (group account scheme)	877 489	8 204 884
8 204 884	10 877 489	Total	10 877 489	8 204 884

Group company	Carrying amount of pledged assets	2020	2019
Well Innovation Holding AS	Shares in Well Innovation AS	131 844 609	131 844 609
Well Innovation Holding AS	Shares in GTK AS	34 388 038	34 388 038
Well Innovation Holding AS	Cash and cash equivalents	-	8 538 998
Well Innovation Holding AS	Accounts receivables	448 971	106 814
Well Innovation Holding AS	Other short term receivables	1 029 423	41 130 568
Well Innovation AS	Tangible fixed assets	2 634 003	1 906 007
Well Innovation AS	Inventories	-	-
Well Innovation AS	Accounts receivables	7 321 977	494 082
GTK AS	Tangible fixed assets	483 150	982 843
GTK AS	Inventories	814 934	826 373
GTK AS	Accounts receivables	1 498 734	2 347 213
	Total	180 241 838	222 364 346

In 2011 the Well Innovation group established a group account scheme with SR-Bank. The overdraft agreement is established between the parent company Well Innovation Holding AS and SR-Bank. Drawdowns within the group account scheme are therefore presented as intercompany receivables/liabilities in the other group companies (refer note 12 on intercompany balances). All group companies are jointly and severally liable for the group account scheme.

The group has a net draw-down of 0,7 MNOK per 31.12.2020 on the group account scheme.

Per 31.12.2019 the group had a net deposit of 8,2 MNOK on the group account scheme. This consisted of prepayments from customers of the company's subsidiary, GTK AS, of 13,12 MNOK. These prepayments can only be used to fulfill contractual obligations as per agreement with the customers. A corresponding liability (prepayments from customers) was recognized as part of other current liabilities.

The total credit available to the group through the group account overdraft facility is 15 MNOK.

Per 31.12.2020 Well Innovation Holding AS has incurred guarantee liabilities of 1,1 MNOK (bank guarantee towards the owner of the entity's business premises).

Note 10 Equity

Parent company

Paid in equity	Share capital	Own shares	Share premium	Not registered capital increase	Total paid in equity
Equity at 1 January 2020	7 986 240	-	202 653 484	-	209 639 784
This year's change in equity:					
Profit/loss of the year			-3 525 500		-3 525 500
Equity at 31 December 2020	7 986 240	-	199 027 984	-	206 114 204

Earned equity	Other equity	Total earned equity
Equity at 1 January 2020	22 313 160	22 313 160
This year's change in equity:		
Profit/loss of the year		
Equity at 31 December 2020	22 313 160	22 313 160



Group

Equity at 1 January 2020 86 221 773

This year's change in equity:

Cost related to disposals of intangible assets and Property,

Profit/(loss) of the year 1 973 043

Equity at 31 December 2020 88 194 816

Specification of earned equity at 31 December 2020

Other equity

Total earned equity

Note 11 Cash and cash equivalents

Bank deposits, cash etc. for Well Innovation Holding AS include restricted tax deduction funds with NOK 336.608.

Bank deposits, cash etc. for the group include restricted tax deduction funds with NOK 854.808.

Note 12 Related party transactions and balance items

Parent company

Related party transactions, profit and loss

Transaction/transaction type	Belongs to P&L line	Counterpart	Relationship to the counterpart	2 020	2 019
Management fee	Revenue	Well Innovation AS	Subsidiary	600 000	600 000
Management fee	Revenue	GTK AS	Subsidiary	3 227 287	3 878 483
Other operating income	Revenue	Well Innovation AS	Subsidiary	-	-
Other operating expenses	Expense	Well Innovation AS	Subsidiary	167 004	653 646
Interests	Financial income	Well Innovation AS	Subsidiary	1 971 625	1 540 478
Interests	Financial income	GTK AS	Subsidiary	672 747	1 319 279
Total				6 628 663	7 891 764

Related party balance items

Counterpart	Relationship to the counterpart	Accounts receivables		Other short-term receivables	
		2 020	2 019	2 020	2 019
Well Innovation AS	Subsidiary	-	-	50 210 211	37 340 665
GTK AS	Subsidiary	-	82 716	5 325 498	2 991 983
Total				55 535 709	40 332 648

Counterpart	Relationship to the counterpart	Loans to group companies	
		2 020	2 019
Well Innovation AS	Subsidiary	-	-
GTK AS	Subsidiary	6 800 000	6 300 000
Total		6 800 000	6 300 000

Counterpart	Relationship to the counterpart	Accounts payable		Other short-term debt	
		2 020	2 019	2 020	2 019
Well Innovation AS	Subsidiary	-	39 456	-	-
Total			39 456		

Further explanation to related party balance items:

The long term receivable on GTK AS is a long term loan where 4,9 MNOK matures later than one year after the end of this fiscal year.

Of the other short-term receivables towards Well Innovation AS and GTK AS per 31.12.2020 55,6 MNOK represents the two subsidiaries combined drawdown on the group account overdraft facility (40,3 MNOK per 31.12.2019). This is net of prepayments from customers of the company's subsidiary, GTK AS, of NOK 0 (13,3 MNOK per 31.12.2019). Gross drawdown for the two subsidiaries per 31.12.2019 is therefore 55,6 MNOK (53,6 MNOK per 31.12.2019). For further disclosure of the groups overdraft facility see note 9.



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To the General Meeting of Well Innovation Holding AS

Independent auditor's report

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Well Innovation Holding AS showing a loss of NOK 3 525 500 in the financial statements of the parent company and profit of NOK 1 973 043 in the financial statements of the group. The financial statements comprise:

- The financial statements of the parent company Well Innovation Holding AS (the Company), which comprise the balance sheet as at 31 December 2020, the income statement and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, and
- The consolidated financial statements of Well Innovation Holding AS and its subsidiaries (the Group), which comprise the balance sheet as at 31 December 2020, the income statement and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion:

- The financial statements are prepared in accordance with the law and regulations.
- The accompanying financial statements 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 the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.
- The accompanying consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 2020, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

Basis for Opinion

We conducted our audit in accordance with 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 and the Group 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.

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
Ålesund	Finnsnes	Molde	Stråume
Arendal	Hamar	Skien	Tromsø
Bergen	Haugesund	Sandefjord	Trondheim
Bodø	Knarvik	Sandnessjøen	Tynset
Drammen	Kristiansand	Stavanger	Ålesund



Well Innovation Holding 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 in accordance with law and regulations, including a true and fair view of the financial statements in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's and the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern. The financial statements use the going concern basis of accounting insofar as it is not likely that the enterprise will cease operations.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 or 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 and the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company and the Group to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.



Well Innovation Holding AS

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.

Report on Other Legal and Regulatory Requirements

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.

Stavanger, 22 April 2021
KPMG AS

Mads Hermansen
State Authorised Public Accountant



Skatteetaten

Saksbehandler Inger Helene Iversen	Deres dato 20.03.2017	Vår dato 28.03.2017
Telefon 61236772	Deres referanse Eva-Kristin Kloster	Vår referanse 2017/298992

WELL INNOVATION HOLDING AS
Postboks 8094
4068 STAVANGER

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk

Vi viser til deres brev av 20. mars 2017 og ytterligere korrespondanse på e-post den 28. mars 2017. I brevet søker der om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for følgende selskaper;

- Well Innovation Holding AS, org.nr. 995 171 910
- Well Innovation AS, org.nr. 987 878 037
- GTK AS, org.nr. 995 189 291

Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering de overnevnte selskaper 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

Well Innovation Holding AS er morselskap og eier 100 % av aksjene i Well Innovation AS og GTK AS. Det søkes om tillatelse til å utarbeide årsregnskapet på engelsk fordi en større aksjonærgruppe er engelsk (19,5 %) samt at konsernet i hovedsak har bedriftskunder i utlandet. I e-post av 28. mars opplyses det at heller ingen øvrige aksjonærer har problemer med engelsk språk. Det er også vist til at konsernet driver i en internasjonal bransje hvor GTK AS driver med salg og utleie av boreutstyr og Well Innovation AS driver med utvikling og innovasjon innen oljeboring. Selskapene har ansatte fra flere land og arbeidsspråket er engelsk.

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:

Postadresse Postboks 9200 Grønland 0134 Oslo skatteetaten.no/sendepost	Besøksadresse: Se www.skatteetaten.no Org.nr: 996250318	Sentralbord 800 80 000 Telefaks 22 17 08 60
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”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.

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt vekt på konsernet driver virksomhet i en internasjonal bransje, med kunder hovedsakelig i utlandet og hvor arbeidsspråket er engelsk. Det er også vektlagt at ingen aksjonærgrupper vil bli negativt berørt av at årsregnskapet og årsberetningen avlegges på engelsk.

Vennligst oppgi vår referanse ved henvendelser i saken.

Med hilsen

Rune Tystad
seniorrådgiver
Rettsavdelingen, foretaksskatt
Skattedirektoratet

Inger Helene Iversen

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer