



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 913 796 640
Organisasjonsform: Aksjeselskap
Foretaksnavn: ARGEO SURVEY AS
Forretningsadresse: Nye Vakås vei 14
1395 HVALSTAD

Regnskapsår

Årsregnskapets periode: 01.01.2023 - 31.12.2023

Konsern

Morselskap i konsern: Ja
Konsernregnskap lagt ved: Nei

Regnskapsregler

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

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Trond Erling Figenschou Crantz
Dato for fastsettelse av årsregnskapet: 30.06.2024

Grunnlag for avgivelse

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

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, 03.07.2025



Resultatregnskap

Beløp i: NOK	Note	2023	2022
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt	2,3	109 865 123	34 501 352
Annen driftsinntekt		248 737	60 000
Sum inntekter		110 113 860	34 561 352
Kostnader			
Varekostnad		149 068 321	50 111 686
Lønnskostnad	4	34 801 521	43 245 218
Avskrivning på varige driftsmidler og immaterielle eiendeler	7,8	37 287 562	12 448 050
Nedskrivning av varige driftsmidler og immaterielle eiendeler	8	27 465 480	
Capitalisation of development cost		-29 267 058	-17 349 532
Other expenses	5	16 143 950	752 940
Sum kostnader		235 499 776	89 208 362
Driftsresultat		-125 385 916	-54 647 010
Finansinntekter og finanskostnader			
Annen renteinntekt		204 671	98 574
Annen finansinntekt		1 089 626	1 706 353
Sum finansinntekter		1 294 297	1 804 927
Write down of subsidiary			3 704 900
Rentekostnad til foretak i samme konsern		12 036 407	6 049 159
Annen rentekostnad		11 444 623	253 943
Annen finanskostnad		1 150 614	3 789 409
Sum finanskostnader		24 631 644	13 797 411
Netto finans		-23 337 347	-11 992 484
Ordinært resultat før skattekostnad		-148 723 263	-66 639 494
Skattekostnad på ordinært resultat		0	6 690 953
Ordinært resultat etter skattekostnad		-148 723 263	-73 330 447
Årsresultat		-148 723 263	-73 330 447



Resultatregnskap

Beløp i: NOK	Note	2023	2022
Overføringer og disponeringer			
Udekket tap		-148 723 263	-73 330 447
Sum overføringer og disponeringer		-148 723 263	-73 330 447



Balanse

Beløp i: NOK	Note	2023	2022
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utvikling	3,7	27 803 726	17 140 432
Konsesjoner, patenter, lisenser, varemerker og lignende rettigheter	7	2 483 440	3 043 377
Multiclient library		7 150 000	4 000 000
Sum immaterielle eiendeler		37 437 166	24 183 809
Varige driftsmidler			
Tomter, bygninger og annen fast eiendom	8	375 760	756 724
Maskiner og anlegg	8	494 868 092	215 006 735
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende	8	2 365 970	2 223 396
Sum varige driftsmidler		497 609 822	217 986 855
Finansielle anleggsmidler			
Investering i datterselskap	9	496 944	496 944
Investeringer i tilknyttet selskap	9	2 295 100	2 295 100
Andre fordringer		87 574	
Sum finansielle anleggsmidler		2 879 618	2 792 044
Sum anleggsmidler		537 926 606	244 962 708
Omløpsmidler			
Varer			
Varer		9 061 467	15 629 605
Sum varer		9 061 467	15 629 605
Fordringer			
Kundefordringer	10	1 534 984	17 479 779
Andre fordringer		53 802 755	14 895 683
Konsernfordringer	10	7 448 578	3 756 033
Sum fordringer		62 786 317	36 131 495
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende	11	29 124 633	4 749 780



Balanse

Beløp i: NOK	Note	2023	2022
Sum bankinnskudd, kontanter og lignende		29 124 633	4 749 780
Sum omløpsmidler		100 972 417	56 510 880
SUM EIENDELER		638 899 023	301 473 588
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital	12	3 600 000	1 000 000
Annen innskutt egenkapital		177 400 000	100 000 000
Sum innskutt egenkapital		181 000 000	101 000 000
Opptjent egenkapital			
Udekket tap		193 416 561	40 284 860
Sum opptjent egenkapital		-193 416 561	-40 284 860
Sum egenkapital	13	-12 416 561	60 715 140
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Gjeld til kredittinstitusjoner	15,16	118 290 868	106 482 172
Sum annen langsiktig gjeld		118 290 868	106 482 172
Sum langsiktig gjeld		118 290 868	106 482 172
Kortsiktig gjeld			
Gjeld til kredittinstitusjoner	15,16	46 697 865	
Leverandørgjeld	10	62 158 969	34 037 080
Skyldige offentlige avgifter		3 290 506	2 156 215
Kortsiktig konserngjeld	10	373 179 209	77 678 334
Annen kortsiktig gjeld		47 698 167	20 404 647
Sum kortsiktig gjeld		533 024 716	134 276 276
Sum gjeld		651 315 584	240 758 448



Balanse

Beløp i: NOK	Note	2023	2022
SUM EGENKAPITAL OG GJELD		638 899 023	301 473 588



Skatteetaten

Vår dato
05.03.2021

Din/Deres dato
18.02.2021

Saksbehandler
Lars Waalorp

800 80 000
Skatteetaten.no

Din/Deres referanse
AR416865460

Telefon
90833418

Org.nr
974761076

Vår referanse
2021/5226396

Postadresse
Postboks 9200 Grønland
0134 OSLO

ARGE0 SURVEY AS
Karlsøyvegen 18
9015 TROMSØ

Att. Odd Erik Rudshaug

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk for Argeo Survey AS, org.nr. 913 796 640

Vi viser til deres brev sendt inn 18. februar 2021 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk for Argeo Survey AS.

Skattekontoret gir på bakgrunn av en konkret helhetsvurdering Argeo Survey AS dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen gjelder så lenge opplysningene som danner grunnlaget for vedtaket ikke endres vesentlig.

Kopi av dette brevet må sendes til Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Den regnskapspliktige må selv dokumentere ved dette brev at tillatelse er gitt.

Bakgrunn

Argeo Survey AS er eid av et norsk aksjeselskap. Konsernet er i ferd med å hente inn kapital, og vil etter hvert gjøre en notering. Selskapet skal tilby tjenester innenfor infrastruktur, havvind, olje- og gass og akvakultur internasjonalt, og kunder og leverandører vil ofte være internasjonale selskaper.

Skattekontorets vurdering

Etter regnskapsloven § 3-4 tredje ledd skal "årsregnskapet og årsberetningen [...] være på norsk. Departementet kan ved [...] enkeltvedtak bestemme at årsregnskapet og/eller årsberetningen kan være på et annet språk."

I Ot. prp. nr. 42 (1997-1998) Om lov om årsregnskap mv., er det uttalt følgende om regnskapslovens formål, jf. pkt. 1.1:

"Regjeringen har som siktemål at regnskapsloven skal bidra til informative regnskaper for ulike grupper av regnskapsbrukere. Regnskapsbrukerne er dels investorer og kreditorer som tilfører kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan foretaket drives, f.eks. de ansatte og lokalsamfunnet. Informasjonen til kapitalmarkedet skal gi grunnlag for riktig prising av finansielle objekter. Riktig prisdannelse på aksjer er en forutsetning for at ressursbruken i samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon."



Det fremgår således at et av hovedformålene med regnskapsloven er å bidra til "informativ regnskaper for ulike grupper av regnskapsbrukere". Regnskapsbrukere vil omfatte, jf. uttalelsen i proposisjonen, blant andre investorer, kreditorer, ansatte og lokalsamfunnet.

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

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har skattekontoret lagt særlig vekt på at selskapet har kun én eier. Videre er det vektlagt at selskapet driver virksomhet i en internasjonal bransje der alle sentrale aktører behersker og benytter engelsk.

Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

Lars Waalorp
seniorrådgiver
Brukerdialog, brukerkontakt
Skatteetaten

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.



Board of Directors' report

Argeo Survey AS ("the Company") is an Offshore Service Company with a mission to transform the ocean surveying and inspection industry by utilizing autonomous surface and underwater robotics solutions. Equipped with unique sensors and advanced digital imaging technology, the Autonomous Underwater Vehicles (AUV's) will significantly increase efficiency and imaging quality in addition to contributing to significant reduction in CO2 emissions from operations for the global industry in which the Company operates.

The Company's highly accurate digital models and digital twin solutions are based on geophysical, hydrographic, and geological methods from shallow waters to the deepest oceans for the market segments Oil & Gas, Renewables, Marine Minerals and Offshore Installations.

Argeo Survey AS was established in 2014 and has offices in Asker (Oslo), Tromsø and Stockholm. Since its incorporation, the Company has carried out complex projects for some of Norway's largest companies in the field. Activity in 2023 included projects in Norway and in the mid-Atlantic offshore Portugal.

Operations:

The Company signed a 5-year bareboat charter for the vessel the Argeo Searcher in October 2022. The vessel came on charter in January 2023, and a conversion and rigging program was completed in February 2023. Both SeaRaptors were integrated into the vessel. A deep-water marine mineral project for the Polish Geological Institute (PGI) along the Mid-Atlantic Ridge was completed in Q2 2023, and a nearby Multi-Client (MC) data acquisition project also commenced during the quarter in collaboration with a reputable MC Company. In June 2023, the vessel transited to Tromsø for the Knipovich marine minerals project for the Norwegian Offshore Directorate which completed late Q3 2023. Argeo Searcher completed a significant upgrade in Norway before departing for its project in Nigeria. The vessel is now fully setup for any subsea scope work. Argeo Searcher arrived in Nigeria late December and completed the Bonga field project 20th of January 2024. A new 5-year bareboat was entered into effective January 1, 2024, with an option buyout clause of USD 8 million.

On November 7, the Company took delivery of the vessel SW Bell from Shearwater and renamed it Argeo Venture. A reactivation and conversion program was initiated, which completed in early April 2024 when the vessel sailed to Namibia for a 9 months contract with Total. In addition to the vessel purchase, the Company and Shearwater entered into a strategic alliance for innovating and pioneering new technology and products across the subsea and marine seismic markets.

In March 2022 the Company signed an agreement with Kongsberg Maritime for the purchase of a Hugin 6000 AUV (Autonomous Underwater Vehicle) which was delivered in September 2022. The AUV commenced immediately a long-term contract and was delivery back to the Company late April 2024.

A comprehensive fleet expansion initiative was launched in Q2 2023, for the acquisition of three new Hugin AUV's from Kongsberg. The first Hugin Superior was delivered in November 2023, and is currently being used onboard Argeo Searcher.

In Q3 2023, the Company completed a survey contract with Stromar, a consortium made up of Ørsted, Renantis and BlueFloat Energy, over the Stromar offshore wind farm of the cost of Scotland.

Development

In cooperation with associated company Argeo Robotics AS, the Company is developing Argeo Scope. This is a proprietary digital platform for subsea data, incorporates all types of data from our projects, and enables fast, efficient, and informed decision for subsea field developments, inspections and required maintenance for Offshore Wind, Marine Mineral Exploration and Oil&Gas.

The organization has grown from 31 to 43 employees during 2023.

Changes to accounting principles

The financial statements for the Company have earlier been prepared in accordance with the Accounting Act and NRS 8 - Good accounting practice for smaller companies. As from the accounting year 2023, the statements are in conformity with the accounting practice for other companies. The change has been made due to a possible listing of parent company Argeo AS on the main list at Euronext Oslo.

Net income, investments, financing, and liquidity

Revenues increased from NOK 34.6 million in 2022 to NOK 110.1 million in 2023. Net loss for the Company in 2023 was NOK 148.7 million, compared to a net loss of NOK 78.0 million in 2022. Net loss in 2023 is mainly due to market entry and commercialisation of the Company's new vessel and AUV setup. Loss in 2023 also includes a write down on two assets currently in layup amounting to NOK 27 million.

Total assets at year-end 2023 amounted to NOK 638.9 million, compared to NOK 278.1 million at year-end 2022.

Cash and cash equivalents as of 31 December 2023 amounts to NOK 29.1 million, compared to NOK 4.7 million on 31 December 2022.



Equity was minus NOK 12.4 million at the end of 2023, compared to NOK 56.2 million at the end of 2022.

Total liabilities increased from NOK 221.9 million in 2022 to NOK 651.3 million in 2023.

Cash flow from operating activities was minus NOK 39.9 million in 2023, compared to NOK 39.9 million in 2022. Main reason for the reduction in 2023 is increased activity resulting in more receivables, and also fuel and other prepaid expenses from the charter for Argeo Searcher.

Purchase of property, plant and equipment was NOK 224.4 million in 2023, and includes mainly purchase and upgrade of the vessel Argeo Venture.

Proceeds from new equity was NOK 80 million in 2023 and proceeds from new debt was NOK 20 million. The Company also increased its lending from parent company Argeo AS with NOK 295.5 million during the year.

Outlook

Our dedication to addressing intricate projects for our clients, coupled with the exceptional efficiency derived from our proven sensor technology and software, has sparked worldwide demand for the Company's inspection services. This success has brought about noteworthy enhancements, solidifying our position for ongoing achievements.

In the dynamic offshore landscape, we continue to monitor and adapt to emerging trends. Our analysis of the competitive landscape indicates that we are well-positioned to capitalise on opportunities and has clearly carved out a significant niche for the Company where competition is limited and more importantly controlled by technological barriers and advancements in our own solutions. Our goal is to retain this competitive advantage and to be a technology leader the field in subsea services.

Looking ahead, we are optimistic about the future, with a strong contract backlog at the start of the year and good potential for continued growth for 2024 and following years. Global macroeconomic conditions affect the Company's customers' businesses, which may have a consequential effect on their spending and demand for the Company's products and services. However, the Company does currently not see any such economic volatility and uncertainty.

Financial risk

The Company is exposed to a range of risks affecting its financial performance, including market risk, interest rate risk, credit risk and liquidity risk. The Company seeks to minimize potential adverse risks through sound business practice and risk management.

Market risk

Financial instruments affected by market risk include interest-bearing debt (loans from Innovation Norway), cash and cash equivalents, trade and other receivables, lease liabilities and trade payables.

Interest rate risk

The Company's exposure to the risk of changes in interest rates relates primarily to the below-market interest loans from Innovation Norway. Management therefore considers the interest rate risk to be low.

Foreign currency risk

The Company is exposed to currency fluctuations due to the international nature of its operations. A significant portion of the Company's revenues and operating costs are denominated in USD, in addition to some exposure to NOK, EUR and GBP. The Company does not currently hedge currency exposure with the use of financial instruments but monitors the net exposure over time.

Liquidity risk

Management of liquidity risk is given high priority. The Company manages liquidity risk by maintaining sufficient cash and cash equivalents, seeking the availability of equity funding and debt funding, and by continuously monitoring forecasts and actual cash flows.

To further improve its liquidity position, the Company secured a NOK 20 million loan from Innovation Norway in December 2022. The loan was drawn with NOK 10 million in April 2023 and NOK 10 million in May 2023. The Company also raised gross proceeds of NOK 80 million in new equity from its parent Company in 2023. The liquidity risk is hence considered to be at a reasonable level.

Other market risks

War in Ukraine and Israel/Gaza: the ongoing wars do not currently impact the Company directly, as it has no operating presence in either Russia, Belarus, Ukraine, Israel or Gaza. Indirect effects however, such as financial market volatility, sanctions related knock-on-effects, general economic market conditions and other future responses of international governments, might have an impact on the Company's financial results and financial position. The Company's management continues to monitor the situation and has an ongoing assessment of potential impact on the Company's financial results and financial position.

Credit risk



The Company is mainly exposed to credit risk from its operating activities. The risk is minimized through trading with creditworthy third parties and monitoring of receivable balances on an ongoing basis. The Company has not yet experienced any losses on receivables. However, the increased operations of the Company outside the home market exposes the Company to different credit risk environments. Management deems the Company's credit risk to be at an acceptable level given the current operational circumstances and the outlook of the Company.

Going concern

In accordance with Norwegian accounting legislation, the Board of Directors confirms that the financial statements have been prepared under the assumption of going concern. The assumption is based on estimates and expectations for 2024 and the Company's long-term strategy.

Equity was negative with NOK 12.3 million as of 31 December 2023. The Company has signed several contracts for 2024, and expect that the margin from these will result in positive equity from early 2024.

The working environment

At year-end 2023, the Company had 43 employees. Of which 38 men and 5 women. The Company had one temporary employee in 2023 (man).

It is the objective of the Company to provide for safe practices in operation and a safe working environment. This objective will be achieved by;

- Maintaining high standards for safety consciousness, personal discipline, and individual accountability by adherence to a comprehensive and documented system of training.
- Actively promoting employee participation in measures aimed at improving safety.
- Keeping all personnel informed of any known or potential hazards that may affect themselves and their colleagues.

Equality applies to all practices and guidelines relating to the recruitment process and hiring of all workers. We respect and protect the fundamental human and workers' rights in a manner consistent with laws and regulations.

The Company promotes a healthy workplace by prohibiting discrimination due to gender, race, age, ethnicity, disability, sexual orientation, or religion and provides fair compensation for employees' work.

Leave of absence due to illness in 2023 was 4.6% and remains at a low and manageable level. The Company had two minor first aid incidents onboard vessels in 2023. Two minor accidents remedied by first aid onboard vessels in 2023 (mild injury on chest and pinched middle finger).

There was no maternity leave in 2023.

Environment

The Company's operations offshore raise some environmental issues. The Company places considerable emphasis on prevention of negative environmental impact of their operations. It is the policy of the Company to maintain a safe and pollution-free operating practice that complies with national and international regulations and relevant standards and guidelines. It is the objective of the Company to continuously improve the management skills in relation to environmental protection.

Our commitment to ESG principles remains steadfast. The Company utilises vessels and subsea equipment (robots) to keep our oceans clean and inspect and maintain for example production equipment for O&G. The Company also engages in the identification of older production equipment for removal in DECOM. We accomplish this with self-developed patented technology that allows us to conduct these inspection surveys up 8x more efficiently than alternative older solutions. We have fuel-efficient vessels and robotic equipment, further giving the Company and our services a significant green profile.

Corporate governance

The Company considers good corporate governance to be a prerequisite for trustworthiness, value creation, and access to capital. To secure strong and sustainable corporate governance, it is important that the Company ensures good and healthy business practices, reliable financial reporting, and an environment of compliance with legislation and regulations. The Company is incorporated and registered in Norway and is subject to Norwegian law. In accordance with the Company's adopted Code of Conduct we strive to operate our business in a way that will provide lasting benefits to all stakeholders, customers, partners, shareholders, employees, and suppliers in addition to the communities in which we operate.

Corporate Social Responsibility Statement

In accordance with the Company's adopted code of conduct, we strive to conduct our business in a way that facilitates the proper consideration of the working environment, social conditions, human rights, workplace health, safety, diversity, and inclusion.



Subsequent events

In February 2024, the Company signed a sale-and-leaseback contract with Pareto Securities involving the Company's vessel Argeo Company Venture.

In February 2024, the Company signed a NOK 154 million contract with India's National Centre for Polar and Ocean Research (NCPOR). The contract comprises of near-seabed exploration survey and data analysis. The data acquisition commenced by Argeo Searcher in February 2024 and completed in late May 2024.

In March 2024, the Company signed a USD 39 million contract with the international energy Company TotalEnergies. The work will be carried out by the Company Venture which started the transit from Norway to West-Africa on the 7th of April. The project has an expected duration of 9 months.

In March 2024, the Company, CSI Nordics and Kongsberg Discovery signed a three-party Certificate of Delivery and Acceptance for a new Hugin Superior AUV. CSI Nordics, a subsidiary of CSI Leasing, will purchase the unit from Kongsberg Discovery, entering into a long-term leasing agreement with the Company.

In May 2024, Argeo Survey AS purchased Multiconsult's shares in H1000 JV AS. After this purchase Argeo Survey AS owns 100% of H1000 JV AS.

Insurance for board members and executive management

The Company has liability insurance for the board and executive management covering any indemnity for financial loss arising from personal managerial liability, including personal liability for the Company's debts, arising out of any claim first made against the Company.

Allocation of net loss and dividends

The Company had a net loss of NOK 148.7 million in 2023. The Board of Directors has proposed the net profit in the Company to be allocated to other equity, and that no dividend is distributed.

Statement of the Board

The Board have today considered and approved the Director's Report and Annual Financial Statements for the Company as of December 31, 2023 (Annual Report 2023).

To the best of our knowledge:

- The Annual Financial Statements for 2023 have been prepared in compliance with applicable accounting standards.
- The information in the Annual Financial Statements gives a true and fair view of the assets, liabilities, financial position, and overall results as of December 31, 2023.
- The Director's Report gives a true and fair view of:
 - o The development, result, and position of the Company.
 - o The principal risks and uncertainties faced by the Company.

The Board of Directors of Argeo Survey AS
Asker, 30th June 2024

Trond E. F. Crantz
Chair and CEO

Thorbjørn Rekdal
Board Member



Financial Statements

2023

Argeo Survey AS

Org. No: 913 796 640



Argeo Survey AS

INCOME STATEMENT

Amounts in NOK	Note	2023	Restated 2022	Reported 2022
OPERATING REVENUE:				
Sales revenue	2, 3	109 865 123	34 501 352	34 501 352
Other revenue		248 737	60 000	60 000
Total operating revenue		110 113 860	34 561 352	34 561 352
OPERATING EXPENSES:				
Operating cost		149 068 321	39 604 160	50 111 686
Employee expenses	4	34 801 521	43 517 138	43 245 218
Other operating expenses	5	16 143 949	15 260 466	752 940
Capitalisation of cost		-29 267 058	-21 349 532	-17 349 532
Impairment	8	27 465 480	0	0
Depreciation	7, 8	37 287 562	11 282 208	12 448 050
Total operating expenses		235 499 775	88 314 440	89 208 362
OPERATING PROFIT (LOSS)		-125 385 916	-53 753 087	-54 647 009
FINANCIAL INCOME AND EXPENSES:				
Other interest income		204 671	98 574	98 574
Other financial income		1 089 626	1 706 353	1 706 353
Write down of associated company		0	-3 704 900	-3 704 900
Interest expense to group companies		-12 036 407	-6 049 159	-6 049 159
Other interest expenses		-11 444 623	-5 836 595	-253 943
Other financial expenses		-1 150 614	-3 789 410	-3 789 410
Net financial items		-23 337 347	-17 575 137	-11 992 485
NET PROFIT/(LOSS) BEFORE INCOME TAX		-148 723 263	-71 328 225	-66 639 494
Income tax expense (benefit)	6	0	6 690 953	6 690 953
NET PROFIT/(LOSS)	13	-148 723 263	-78 019 178	-73 330 447
Allocations:				
Transferred to accumulated losses		-148 723 263	-78 019 178	-73 330 447
Sum allocations		-148 723 263	-78 019 178	-73 330 447



Argeo Survey AS
Statement of financial position 31 December

Amounts in NOK	Note	2023	Restated 2022	Reported 2022
ASSETS				
Non-current assets				
Intangible assets				
Development	3, 7	27 803 726	17 140 432	17 140 432
Licenses and Software	7	2 483 440	3 043 377	3 043 377
Deferred tax asset	6	0	0	0
Multi-client inventory		7 150 000	4 000 000	4 000 000
Total intangible assets		37 437 166	24 183 809	24 183 809
Property, plant and equipment	8	497 609 822	210 270 572	217 986 855
Shares in subsidiaries	9	496 944	496 944	496 944
Investment in associated company	9	2 295 100	2 295 100	2 295 100
Other long term receivables		87 574	0	0
Total PPE and non-current financial assets		500 489 440	213 062 616	220 778 899
Current assets:				
Trade receivables	10	1 534 984	17 479 779	17 479 779
Other receivables		53 802 755	14 895 683	14 895 683
Other current assets		9 061 467	0	15 629 605
Receivables from group companies	10	7 448 578	3 756 033	3 756 033
Cash and cash equivalents	11	29 124 632	4 749 780	4 749 780
Total current assets		100 972 417	40 881 275	56 510 880
TOTAL ASSETS		638 899 023	278 127 700	301 473 588



EQUITY AND LIABILITIES

Shareholders' equity:

Paid in capital:

Share capital	12	3 600 000	1 000 000	1 000 000
Share premium reserve		177 400 000	100 000 000	100 000 000
Uncovered loss		-193 416 561	-44 780 407	-40 284 860
Total equity	13	-12 416 561	56 219 593	60 715 140

LIABILITIES

Non-current liabilities

Non-current interest bearing liabilities	15, 16	118 290 868	44 643 774	106 482 172
Non-current provisions		0	78 736	0
Total non-current liabilities		118 290 868	44 722 510	106 482 172

Current liabilities:

Trade payables	10	62 158 969	34 037 080	34 037 080
Current interest bearing liabilities	15, 16	46 697 865	42 909 320	0
Public duties		3 290 506	2 156 215	2 156 215
Liabilities to group companies	10	373 179 209	77 678 334	77 678 334
Other current liabilities		47 698 169	20 404 647	20 404 647
Total current liabilities		533 024 717	177 185 596	134 276 276

Total liabilities		651 315 585	221 908 106	240 758 448
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TOTAL EQUITY AND LIABILITIES		638 899 023	278 127 700	301 473 588
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Asker, 30 June 2024

Trond Figenschou Crantz

Trond E. F. Crantz
Chair & CEO

Thorbjørn Rekdal

Thorbjørn Rekdal
Board member



Argeo Survey AS Cash flow statement

Amounts in NOK	Note	2023	Restated 2022
Cash flow from operating activities			
Profit/loss before tax		-148 723 263	-71 328 225
<i>Adjustments to reconcile loss before tax to net cash flow</i>			
Net financial items		23 337 347	17 575 137
Depreciation, amortisation and impairments		64 753 042	11 282 208
Share-based payment expense			
<i>Working capital adjustments</i>			
Changes in trade and other receivables		-35 716 290	39 233 451
Changes in trade payables		28 121 889	26 461 722
Changes in provisions and other liabilities		-78 736	78 736
Changes in other liabilities		28 427 812	16 557 497
<i>Other items</i>			
Tax paid		0	0
Net cash flows from operating activities		-39 878 198	39 860 526
Cash flow from investing activities			
Purchase of property, plant and equipment		-224 355 860	-118 166 547
Investment in subsidiaries		0	0
Proceeds from disposals of property, plant and equipment		650 000	0
Investment in Multi-client		-3 150 000	-4 000 000
Development expenditures		-11 638 724	-14 643 094
Interest received		204 671	98 574
Net cash flows from investing activities		-238 289 913	-136 711 067
Cash flow from financing activities			
Proceeds from issuance of equity		80 000 000	100 000 000
Repayments of long term debt		-55 398 705	-25 009 053
Proceeds from long term debt		20 000 000	0
Changes in intercompany balances		295 500 875	19 626 523
Transaction costs on issuance of shares		0	0
Payments for principal for the lease liability		-17 473 331	0
Payments for interest for the lease liability		-2 012 108	0
Interest paid		-13 108 690	-6 303 102
Net cash flows from financing activities		307 508 042	88 314 369
Net change in cash and cash equivalents		29 339 931	-8 536 172
Cash and cash equivalents at beginning of the year		4 749 780	12 857 787
Net foreign exchange difference		-4 965 079	428 164
Cash and cash equivalents at 31 December		29 124 632	4 749 779



Accounting principles

The annual accounts have been prepared in conformity with the Accounting Act and NRS 8 - Good accounting practice for other companies.

Argeo Survey AS ("Argeo" or "the Company") offers services and technical solutions to the surveying and inspection industry. The Company is a limited liability incorporated and domiciled in Norway. The address of its registered office is Nye Vakås vei 14, 1395 Hvalstad. Argeo Survey AS is fully owned by Argeo AS (913 743 075).

These financial statements have been approved by the Board of Directors on 30 June 2024. Unless otherwise stated, all amounts are in Norwegian kroner.

Argeo Survey AS is a subsidiary of Argeo AS, and is included in the group accounts for Argeo AS. The group accounts can be viewed at www.argeo.no/investor/financial-reports or at the Company's in Nye Vakaasvei 14, 1395 Hvalstad.

Summary of significant accounting policies

Basis for preparation

The Financial Statements with accompanying notes have been prepared in accordance with the Norwegian Accounting Act 1998 and Norwegian generally accepted accounting principles for smaller companies.

The financial statement is prepared on the assumption on going concern.

The financial statement has been prepared on an historical cost basis in Norwegian kroner (NOK).

Current versus non-current classification

Current assets and liabilities comprise items receivable/due within one year and items related to the inventory cycle assets are valued at the lower of cost and fair value.

Cash and cash equivalents

Cash includes cash at hand and bank. Cash equivalents are short-term liquid investments that can be readily converted into a known amount of cash and are considered to have insignificant risk elements.

Trade receivables

Trade receivables are carried at historical cost. Should there be objective evidence of a fall in value, the difference between the carrying amount and the present value of future cash flow is recognized as a loss.

Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recorded as a reduction of the asset up to the amount that covers the cost price.

Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and impairment losses.

Development activities involve a plan or design for the production of new or substantially improved products and processes. Development expenditure is capitalised only if development cost can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use or sell the asset. The expenditure capitalised includes the cost of materials, direct labour and overhead costs that are directly attributable to preparing the asset for its intended use. Other development expenditure is recognised in profit or loss as incurred.

Intangible assets with finite useful lives are amortised over their economic life and assessed for impairment when indicators arise. In making the estimates of useful lives, the Group considers historical data, useful lives applied by comparable entities within the same industry as well as contractual terms of any entity-specific arrangements.

Multi-client library

The Multi-client library consists of survey data which are licensed to customers on a non-exclusive basis. Costs directly incurred in acquiring, imaging and otherwise completing surveys are capitalized to the Multi-client library.

Property, plant and equipment

Non-current assets are carried at cost less accumulated depreciation and impairment losses. When assets are sold or disposed of, the gross carrying amount and accumulated depreciation are derecognized, and any gain or loss on the sale or disposal is recognized in the income statement.



The gross carrying amount of non-current assets is the purchase price, including duties/taxes and direct acquisition costs relating to making the non-current asset ready for use. The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

Depreciation is calculated using the straight-line method over the following periods:

Field equipment: 3-7 years
Fixtures, furniture, fittings and office computers: 3 years.

For field equipment, 3-7 years is used for in-water items, and 7 years for all other equipment.

The depreciation period and method are assessed each year to ensure that the method and period used are in line with the useful life of the non-current asset. The same applies to the scrap value.

Equipment under construction is classified as non-current assets and recognized at the costs incurred in relation to the construction. Equipment under construction is not depreciated until the non-current asset is ready for use.

Impairment of property, plant and equipment

The carrying amount of intangible assets and property, plant and equipment are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated.

Leases

Leases for which most of the risk and control rests with the other contracting party are classified as operating leases. Lease payments are classified as operating costs and recognised in the income statement over the contract period.

Leases for which most of the risk and control is transferred from the other contracting party to the Company are classified as financial leases and recognized in the statement of financial position as property, plant and equipment. At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments due under the contract, less any lease incentives receivable, plus the costs of purchase or termination options if reasonably certain to be exercised. Lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the Company's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions. Subsequently, the carrying amount of the lease liability is increased to reflect the accumulation of interest on the liability balance, and reduced as the lease payments are charged to the liability. In addition, the carrying amount of the lease liability is remeasured to reflect contractual modifications, changes to lease payments or changes in the assessment of the lease term.

Subsidiaries

Investments in subsidiaries are valued at cost in the company accounts. The investments are valued at cost less any impairment losses. An impairment loss is recognised if the impairment is not considered temporary. Impairment losses are reversed if the reason for the impairment loss disappears in a later period.

Provisions

Provisions are recognized when, and only when, the Company has a valid liability (legal or constructive) as a result of events that have taken place and it can be proven probable (more probable than not) that a financial settlement will take place as a result of this liability, and that the size of the amount can be measured reliably. Provisions are reviewed on each balance sheet date and their level reflects the best estimate of the liability. When the effect of time is insignificant, the provisions will be equal to the size of the expense necessary to be free of the liability. When the effect of time is significant, the provisions will be the present value of the future payments to cover the liability. Any increase in the provisions due over time is presented as interest costs.

Contingent liabilities acquired upon the purchase of operations are recognized at fair value even if the liability is not probable. The assessment of probability and fair value is subject to a quarterly review. Changes in the fair value are recognized in the income statement.

Equity

Financial instruments are classified as liabilities or equity in accordance with the underlying financial reality. Share capital issued is recognised at the fair value of the cash, or other consideration received. The nominal value of the shares is credited to share capital and the remaining balance is taken to share premium.

Transaction costs relating to an equity transaction are recognized directly in equity. Only transaction cost directly linked to the equity transaction are recognized directly in equity.

Revenue

The Company recognises revenue when persuasive evidence of a sale arrangement exists, delivery has occurred or services have been rendered, the sales price is fixed or determinable and collection is reasonably assured. The Company defers the unearned component of payments received from customers for which the revenue recognition requirements have not been met.



Revenues from construction contracts are recognised according to the project's stage of completion, provided the outcome of the project can be estimated reliably. When the outcome of the project cannot be estimated reliably, only revenues equal to the project costs that have been incurred are recognised. The total estimated loss on a contract will be recognised in the income statement when the loss has been identified. The stage of completion is calculated as accrued production cost in relation to expected total production costs. Expected total production costs are estimated based on a combination of experience of numbers, systematic estimation procedures, follow-up of performance measurements and follow up of efficiency measurements and best estimates.

Employee benefits

Defined contribution pensions

The Company has made contributions to local pension plans. These contributions have been made for all employees. The Company's payments are recognised in the income statement in the period to which the contribution applies. The Company has no further obligations once the contributions have been made.

Share-based payment

The cost of equity-settled transactions is determined by the fair value at the grant date using the Black-Scholes-Merton Model ("BSM"). The cost is recognised as an employee benefits expense, with a corresponding increase in equity, over the vesting period. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the Company's best estimate of the number of equity instruments that will ultimately vest.

Taxation

The tax expense consists of the tax payable and changes to deferred tax. Deferred tax assets or liabilities are calculated on all taxable temporary differences.

Deferred tax assets are recognised when it is probable that the Company will have a sufficient profit for tax purposes to utilise the tax asset. The basis for capitalising deferred tax assets are the estimated taxable result, taking into account signed contracts. At each balance sheet date, the Company carries out a review of its unrecognised deferred tax assets and the value it has recognised. The Company recognises formerly unrecognised deferred tax assets to the extent that it has become probable that the Company can utilise them. Similarly, the Company will reduce its deferred tax assets to the extent that it can no longer utilise them.

Foreign currency

Currency transactions are translated at the rate applicable on the transaction date. Foreign exchange gain/ losses that arise as a result of changes in the exchange rate between the transaction date and the payment date are recognised in the income statement. At the balance sheet date balances not being reflected in NOK are translated to NOK at the rate of exchange applicable.

Events after the balance sheet date

New information about the Company's position that existed at the balance sheet date is taken into account in the annual financial statements. Events after the balance sheet date that do not affect the Company's position at the balance sheet date but which will affect the Company's position in the future are disclosed if significant.

Significant accounting judgements and estimates

The preparation of the financial statements requires management to make estimates and assumptions that affect the reported amounts in the profit and loss statement, the measurement of assets and liabilities and the disclosure of contingent assets and liabilities on the balance sheet date. Actual results can differ from these estimates.

Change in accounting principle

Due to a potential uplisting of Argeo on Euronext in Norway, Argeo Survey AS has in 2023 changed accounting principle from small business to other. This gives some accounting effects in 2023. Compared with reported 2022 the effect of these changes and reclassifications are:

	2022 reported	Effect 2022	2022 Restated	
Operating cost	50 111 686	-10 507 526	39 604 160	Reclassification
Employee expenses	43 245 218	271 920	43 517 138	Change accounting principles
Other operating expenses	752 940	14 507 526	15 260 466	Reclassification
Capitalisation of cost	-17 349 532	-4 000 000	-21 349 532	Reclassification
Depreciation	12 448 050	-1 165 842	11 282 208	Change accounting principles
Other interest expenses	-253 943	-5 582 652	-5 836 595	Change accounting principles
Net profit/ (loss)	-73 330 447	-4 688 730	-78 019 178	Change accounting principles
Property, plant and equipment	217 986 855	-7 716 283	210 270 572	Change ac principles/ Reclass
Other current assets	15 629 605	-15 629 605	0	Reclassification
Total assets	301 473 588	-23 345 887	278 127 700	
Uncovered loss	-40 284 860	-4 495 547	-44 780 407	Change accounting principles
Non-current interest bearing liab.	106 482 172	-18 929 078	87 553 094	Change accounting principles
Non-current provisions	0	78 736	78 736	Change accounting principles
Total equity and liabilities	301 473 588	-23 345 889	278 127 700	



Note 1 Going concern

In accordance with Norwegian accounting legislation, the Board of Directors confirms that the financial statements have been prepared under the assumption of going concern. The assumption is based on estimates and expectations for 2024 and the Company's long-term strategy.

The Company manages liquidity risk by maintaining sufficient cash and cash equivalents, seeking the availability of equity funding and debt funding, and by continuously monitoring forecast and actual cash flows

Equity was negative with NOK 12.3 million as of 31 December 2023. The company has signed several contracts for 2024, and expect that the margin from these will result in positive equity from early 2024.

Note 2 Revenue

The Company's revenue arise primarily from the performance of subsea services in accordance with customer specifications.

Rental income is derived from rental of AUVs (sale and leaseback agreements). Rental income is accounted for on a straight-line basis over the lease term and is presented as revenue in the revenue statement.

Specification of revenue by business area	2023	2022
Subsea services	85 946 479	22 567 718
Rental income	24 167 381	11 993 634
Total revenues	110 113 860	34 561 352

Specification of revenue by geographical markets	2023	2022
Norway	85 604 767	24 934 827
South America	-	6 295 899
Europe	24 509 093	3 330 627
Total revenue from contracts with customers	110 113 860	34 561 352

Note 3 Governmental grants

Argeo Survey AS received In 2023 a grant of NOK 2 300 000 from Norsk Forskningsråd and a grant of NOK 3 079 078 from Skattefunn.

Both grants are related to development projects, and have been recorded as a reduction of capitalised cost.



Note 4 Salary costs and benefits, remuneration to Executive management and the Board

Salary costs	2023	Restated 2022	Reported 2022
Salaries	27 143 197	36 575 553	36 575 553
Employment tax	5 061 802	4 809 468	4 809 468
Pension costs	1 857 944	1 520 071	1 520 071
Other benefits	738 837	612 046	340 126
Total	34 801 780	43 517 138	43 245 218
Average number of full time employees (FTEs)	28	31	31

Pension

The Company has a defined contribution plan for all its employees which fulfill all governmental requirements.

Remuneration to the auditor	2023	2022
Statutory audit fee	276 788	232 282
Other assurance services	60 619	78 328
Total	337 407	310 610

Remuneration to the Board	2023	2022
Salary	4 104 450	3 783 750
Bonus	337 500	1 225 000
Pension	246 267	227 025
Other benefits	47 466	53 126
Total	4 735 683	5 288 901

Bonus

In addition to base salary, the CEO is entitled to a bonus determined by the Board of Directors. The bonus is based on an assessment of achievements.

Severance Arrangements

If the CEO is terminated by the Company, he is entitled to twelve months' severance pay in addition to the ordinary notice period of six months. There are no severance arrangements for the Chair of the Board.

Loans and guarantees

No loans have been granted and no guarantees have been issued to members of the Executive Management team or any member of the Board of Director in the current or prior reporting periods.



Note 5 Specification of other expenses

Other expenses	2023	2022
Computer HW	584 953	237 117
Computer SW	2 784 358	1 731 583
Consultants	5 760 329	5 639 658
Travel	429 857	816 984
Audit	337 406	310 610
Office costs	4 745 653	3 881 303
Other	1 425 917	2 594 416
Bank	75 476	48 795
Total other expenses	16 143 949	15 260 466

Note 6 Income tax

	2023	Restated 2022	Reported 2022
Income tax expense:			
Change in deferred tax	0	6 690 953	6 690 953
Total income tax expense	0	6 690 953	6 690 953

Calculation of tax basis:	2023	2022	2022
Result before tax	-148 723 263	-71 328 225	-66 639 494
Permanent differences	-2 393 167	1 489 689	689 559
Change in temporary differences	1 321 675	-12 544 970	-11 457 864
Use of/ transferred to tax losses	149 794 755	82 383 506	77 407 799
Total tax basis	0	0	0
Taxes payable 22%	0	0	0

Temporary differences:	2023	2022	2022
Fixed assets	14 404 291	14 197 785	13 031 943
Accruals	-2 380 902	-6 281 783	-6 302 047
Losses to be carried forward	-257 962 719	-108 167 964	-103 192 257
Total temporary differences	-245 939 330	-100 251 962	-96 462 361

Deferred tax benefit 22%	-54 106 653	-22 055 432	-21 221 719
Deferred tax benefit not recognised	54 106 653	22 055 432	21 221 719
Net deferred tax benefit recognised in balance sheet	0	0	0

There is no expiry on losses carried forward.



Note 7 Intangible assets

	Development	Licenses and software	Total
Cost as of 1 January 2023	19 356 453	3 407 162	22 763 615
Sales	0		0
Additions	11 489 955	148 769	11 638 724
Cost as of 31 December 2023	30 846 408	3 555 931	34 402 339
Accumulated depreciation as of 1 January 2023	2 216 021	363 785	2 579 806
Depreciation	826 661	708 706	1 535 367
Accumulated depreciation as of 31 December 2023	3 042 682	1 072 491	4 115 173
Net book value at 31 December 2023	27 803 726	2 483 440	30 287 165
Expected economic lifetime	5 years	3-7 years	

Note 8 Property, plant and equipment

	Vessels	AUV, USV	Right-of-use assets	Misc equipment	Office equipment	Total
Cost as of 1 January 2023	8 316 967	213 336 012	0	4 401 752	4 614 496	230 669 227
Change of accounting principle	0	-8 882 125	0	0	0	-8 882 125
Restated cost as of 1 January 2023	8 316 967	204 453 887	0	4 401 752	4 614 496	221 787 102
Sales	0	0	0	-1 832 981	0	-1 832 981
Additions	218 755 778	9 655 240	117 309 622	3 930 840	1 300 283	350 951 763
Cost as of 31 December 2023	227 072 745	214 109 126	117 309 622	6 499 611	5 914 780	570 905 884
Accum. depreciation as of 1 Jan 2023	0	9 335 417	0	1 712 579	1 634 376	12 682 372
Change of accounting principle	0	-1 165 842	0	0	0	-1 165 842
Restated accum. depr. 1 January 2023	0	8 169 575	0	1 712 579	1 634 376	11 516 530
Sales	0	0	0	-1 438 154	0	-1 438 154
Depreciation	3 662 499	26 732 738	2 878 426	939 868	1 538 674	35 752 205
impairment	0	27 465 480	0	0	0	27 465 480
Accum. depreciation as of 31 Dec 2023	3 662 499	34 902 313	2 878 426	1 214 293	3 173 050	45 830 581
Accum. impairment as of 31 Dec 2023	0	27 465 480	0	0	0	27 465 480
Net book value at 31 December 2023	223 410 246	151 741 333	114 431 196	5 285 317	2 741 730	497 609 822
Expected economic lifetime	5-10 years	7 years	7 years	3-5 years	3 years	

An impairment indicator has been identified for two AUVs which are currently in lay-up and not in operational use. The AUVs do not have a foreseeable date for reactivation and an impairment test has been performed. An impairment charge of NOK 27 million is based on a fair value approach.

No indicators for impairment of property, plant and equipment were identified in 2022.



Note 9 Investment in subsidiaries and associates

	Jurisdiction	Book value	Shares	Established	Result 2023	Equity 2023
H1000 JV AS	Norway	2 295 100	50 %	2 020	-2 076 555	2 513 645
Argeo do Brazil	Brazil	400 000	100 %	2 022	-954 232	-499 780
Argeo Services PTE Ltd	Singapore	96 944	100 %	2 022	-3 013 665	-2 765 153

Investment in H1000 JV AS was initially recognised at cost NOK 6 million. An impairment of NOK 3 704 900 was made in 2022.

Note 10 Intercompany balances between companies in the group

Receivables	2023	2022
Customer receivables within the group	505 500	-
Other short-term receivables within the group	7 448 578	3 756 033
Total	7 954 078	3 756 033
Liabilities	2023	2022
Loans from companies in the same group	-	-
Debt to suppliers within the group	11 748 044	1 941 355
Debt to parent Argeo AS *)	373 179 209	77 678 334
Total	384 927 253	79 619 689

*) Debt to parent Argeo AS is interest bearing. The loan is unsecured.

Note 11 Cash and cash equivalents

Cash and cash equivalents comprise cash at hand and banks which is subject to an insignificant risk of changes in value. Restricted bank deposits comprise of cash for withholding taxes which may not be used for other purposes.

Cash and cash equivalents	31.12.2023	31.12.2022
Bank deposits, unrestricted	27 060 919	3 261 644
Bank deposits, restricted	2 063 713	1 488 136
Total cash and cash equivalents	29 124 632	4 749 780

Bank deposits earns a low interest at floating rates based on the bank deposit rates.



Note 12 Share capital and shareholder information

Share capital	Number of shares	Face value	Book value
Ordinary shares	18 000 000	0,2	3 600 000
Total	18 000 000		3 600 000

The Company had 1 shareholder at year-end 2023:

Shareholder	Shares	Ownership	
		interest	Voting rights
Argeo AS	18 000 000	100,00 %	100,00 %
Total	18 000 000	100,00 %	100,00 %

Shares and options held by members of the Board and CFO, as of 31 December:

Name		Shares		Share options/ Warrants	
		2023	2022	2023	2022
Trond F. Crantz ¹⁾	Chair & CEO	4 646 572	2 307 235	635 625	1 410 587
Thorbjørn Rekdal ²⁾	Board member	1 830 968	1 830 968	562 355	1 106 710
Total		6 477 540	4 138 203	1 197 980	2 517 297

Shares are in Argeo AS.

1) Shares are owned by Ascent AS

2) Shares are owned by Troptima AS

Note 13 Equity

	Issued capital	Share premium	Uncovered loss	Total
Equity 31.12.2022	1 000 000	100 000 000	-40 284 860	60 715 140
Change of accounting principle	0	0	-4 495 547	-4 495 547
Restated Equity 31.12.2022	1 000 000	100 000 000	-44 780 407	56 219 593
Profit/(loss) for the year	0	0	-148 723 263	-148 723 263
Share option cost	0	0	87 108	87 108
Capital increase	2 600 000	77 400 000	0	80 000 000
Equity 31.12.2023	3 600 000	177 400 000	-193 416 561	-12 416 561



Note 14 Share-based payment

Vesting under the Company's option/warrant schemes is subject to employment by the Company (service condition). Service conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Company's best estimate of the number of equity instruments that will ultimately vest. No expense is recognised for awards that do not ultimately vest because service conditions have not been met.

Options

Each option grant vest 1/3 each year over the first 3 years and is subject to employment by the Company. The last possible exercise date 5 years from the grant date.

Warrants

The warrants vest immediately at the grant date and is subject to employment by the Company. The warrants expire 5 years after the grant date.

Movements during the year

The following tables illustrate the number and weighted average exercise prices (WEAP) of, and movements in, share options and warrants during the year:

	2023 WAEP (NOK)	2023 Number	2022 WAEP (NOK)	2022 Number
Outstanding options 1 January	8,20	420 000	8,20	465 000
Options granted	-	-	-	-
Options forfeited	8,20	148 334	8,20	45 000
Options exercised	-	-	-	-
Options expired	-	-	-	-
Outstanding options 31 December		271 666		420 000
Exercisable at 31 December		183 329		139 990

The weighted average remaining contractual life for the options outstanding as at 31 December 2023 was 2,96 years (2022: 3,96 years).

	2023 WAEP (NOK)	2023 Number	2022 WAEP (NOK)	2022 Number
Outstanding warrants 1 January	1,13	417 435	0,92	556 772
Warrants granted	-	-	-	-
Warrants forfeited	-	-	-	-
Warrants exercised*	0,28	399 435	0,28	139 337
Warrants expired	-	-	-	-
Outstanding warrants 31 December		18 000		417 435
Exercisable at 31 December		18 000		417 435

The weighted average remaining contractual life for the warrants outstanding as at 31 December 2023 was 1,07 years (2022: 2,03 years).

There were no grants of options or warrants in 2023 or 2022.

Overview of outstanding options and warrants at 31 December 2023

	Exercise price (NOK)	Number of outstanding options	Weighted average remaining contractual life	Number of options exercisable
Outstanding options 31 December 2023	8,20	271 666	2,96	183 329
Total outstanding options 31 December 2023		271 666		183 329
Outstanding warrants 31 December 2023	20,00	18 000	1,07	18 000
Total outstanding warrants 31 December 2023		18 000		18 000
Total outstanding options and warrants 31 December 2023		289 666		201 329



Overview of outstanding options and warrants at 31 December 2022

	Exercise price (NOK)	Number of outstanding options	Weighted average remaining contractual life	Number of options exercisable
Outstanding options 31 December 2022	8,20	420 000	3,96	139 990
Total outstanding options 31 December 2022		420 000		139 990
Outstanding warrants 31 December 2022	20,00	18 000	2,07	18 000
	0,28	399 435	1,11	399 435
Total outstanding warrants 31 December 2022		417 435		417 435
Total outstanding options and warrants 31 December 2022		837 435		557 425

SIGNIFICANT ACCOUNTING ESTIMATES AND ASSUMPTIONS

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which depends on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the options, volatility and dividend yield and making assumptions about them. Due to limited historical data and liquidity these assumptions include significant estimates by management.



Note 15 Liabilities

Loans from Innovation Norway

The Company had three loans from Innovation Norway at the end of 2023, all bearing an interest at 7.95 %. Innovation Norway may adjust the interest rate with a six week notice upon changes in underlying market rates. The interest rate increased to 8.20% from 2 February 2024.

The Company was granted an NOK 20 million loan from Innovation Norway in December 2022. The loan was drawn with NOK 10 million in April 2023 and NOK 10 million in May 2023.

Overview of interest-bearing debt that falls due more than five years after the balance sheet date:

	2023	2022
Loans from Innovation Norway	8 333 333	-
Total	8 333 333	-

Assets pledged as security for secured liabilities

All three loans from Innovation Norway are secured with machinery and plant and trade receivables in the Company. Further, the loans are secured with the shares owned by the Company in its 50 % ownership in H1000 JV AS.



Note 16 Leasing

Operating leases

Office buildings

The Company leases office spaces in Norway (Asker and Tromsø).

Vessels

The Company leases one vessel, Argeo Searcher, under a bareboat contract. The lease agreement includes a purchase option. The Group is currently reasonably certain that it will not exercise the option.

Leased asset	Exiry date of agreement	Annual lease
Office Asker	14.09.2027	3 662 364
Office Tromsø	31.12.2025	544 800
Argeo Searcher (vessel)	31.12.2028	23 192 748
Other	25.10.2026	18 503
Total		27 418 414

Financial lease

In 2023, the Company purchased one AUV; Hugin Superior 1 (delivered in Q4 2023). The purchase is financed through a lease agreement which has a lease term of 4 years. In addition, the Company has entered an agreement with the seller providing the Company the right to purchase the AUV at the end of the lease term.

The AUV is included in note 8 under the category "Property, plant and equipment".

Assets included in financial agreements are as follows:

	2023	2022
AUV	117 309 622	-
Accumulated depreciation	2 878 426	-
Carrying amount 31 December	114 431 196	-

Overview of future minimum lease	2023	2022
Year 1	26 286 521	-
Year 2	26 286 521	-
Year 3	26 286 521	-
Year 4	45 568 735	-
Total	124 428 298	-

	2023	2022
Present value of future minimum lease	97 099 241	-
Of which current liability	25 706 700	-
Of which non-current liability	71 392 541	-



Note 17 Events after the reporting period

In February 2024, Argeo Survey AS signed a sale-and-leaseback contract with Pareto Securities involving the Company's vessel Argeo Venture.

In March 2024, Argeo, CSI Nordics and Kongsberg Discovery signed a three-party Certificate of Delivery and Acceptance for a new Hugin Superior AUV. CSI Nordics, a subsidiary of CSI Leasing, will purchase the unit from Kongsberg Discovery, entering into a long-term leasing agreement with Argeo.

In May 2024, Argeo Survey AS purchased Multiconsult's shares in H1000 JV AS. After this purchase Argeo Survey AS owns 100% of H1000 JV AS.



To the General Meeting of Argeo Survey AS

RSM Norge AS

Ruseløkkveien 30, 0251 Oslo
Pb 1312 Vika, 0112 Oslo
Org.nr: 982 316 588 MVA

T +47 23 11 42 00
F +47 23 11 42 01

Independent Auditor's Report

www.rsmnorge.no

Opinion

We have audited the financial statements of Argeo Survey AS (the Company) showing a loss of NOK 148 723 263. The financial statements comprise the balance sheet as at 31 December 2023, the income statement and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion

- the financial statements comply with applicable statutory requirements, and
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2023, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company as required by relevant laws and regulations in Norway and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The Board of Directors and the Managing Director (management) are responsible for the information in the Board of Directors' report. The other information comprises information in the annual report, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the information in the Board of Directors' report.

In connection with our audit of the financial statements, our responsibility is to read the Board of Directors' report. The purpose is to consider if there is material inconsistency between the Board of Directors' report and the financial statements or our knowledge obtained in the audit, or whether the Board of Directors' report otherwise appears to be materially misstated. We are required to report if there is a material misstatement in the Board of Directors' report. We have nothing to report in this regard.

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

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

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RSM Norge AS is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm which practices in its own right. The RSM network is not itself a separate legal entity in any jurisdiction.

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Independent Auditor's Report 2023 for Argeo Survey AS

Responsibilities of Management for the Financial Statements

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

For further description of Auditor's Responsibilities for the Audit of the Financial Statements reference is made to: <https://revisorforeningen.no/revisjonsberetninger>

Oslo, 5 July 2024
RSM Norge AS

Anders Nereng
State Authorised Public Accountant
(This document is signed electronically)

Penneo Dokumentnøkkel: EJOJA-7HPYJ-AFTSP-QJMM-3CEUN-OTAAO



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

Nereng, Anders Ivar

Statsautorisert revisor

På vegne av: RSM Norge AS

Serienummer: no_bankid:9578-5999-4-1194192

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