



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 963 878 249
Organisasjonsform: Aksjeselskap
Foretaksnavn: SHAWCOR NORWAY AS
Forretningsadresse: Grønøra Industriområde
7300 ORKANGER

Regnskapsår

Årsregnskapets periode: 01.01.2023 - 31.12.2023

Konsern

Morselskap i konsern: Nei

Regnskapsregler

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

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Snorre Lillesand
Dato for fastsettelse av årsregnskapet: 29.07.2024

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, 24.10.2025



Resultatregnskap

Beløp i: NOK	Note	2023	2022
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt		573 602 397	532 940 301
Sum inntekter		573 602 397	532 940 301
Kostnader			
Varekostnad		244 870 084	217 042 477
Lønnskostnad		147 225 582	145 820 681
Avskrivning av driftsmidler og immaterielle eiendeler		11 224 268	11 612 184
Nedskrivning av varige driftsmidler og immaterielle eiendeler		4 470 547	5 410 607
Annen driftskostnad		71 855 752	80 780 365
Sum kostnader		479 646 233	460 666 315
Driftsresultat		93 956 163	72 273 987
Finansinntekter og finanskostnader			
Renteinntekt fra foretak i samme konsern		5 972 835	1 487 889
Annen finansinntekt		7 819 238	-2 942 294
Sum finansinntekter		13 792 073	-1 454 405
Annen rentekostnad		803 335	426 423
Annen finanskostnad		10 663 311	-6 813 759
Sum finanskostnader		11 466 646	-6 387 337
Netto finans		2 325 426	4 932 932
Ordinært resultat før skattekostnad		96 281 590	77 206 919
Skattekostnad på resultat		20 761 224	16 450 569
Ordinært resultat etter skattekostnad		75 520 366	60 756 349
Årsresultat		75 520 366	60 756 349
Årsresultat etter minoritetsinteresser		75 520 366	60 756 349
Totalresultat		75 520 366	60 756 349



Resultatregnskap

Beløp i: NOK	Note	2023	2022
Overføringer og disponeringer			
Avsatt til annen egenkapital		75 520 366	60 756 349
Sum overføringer og disponeringer		75 520 366	60 756 349



Balanse

Beløp i: NOK	Note	2023	2022
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utsatt skattefordel		1	
Sum immaterielle eiendeler		1	
Varige driftsmidler			
Tomter, bygninger o.a. fast eiendom		12 730 153	13 651 954
Maskiner og anlegg		38 806 894	41 364 592
Leasingeiendeler		9 887 056	15 099 233
Sum varige driftsmidler		61 424 103	70 115 779
Sum anleggsmidler		61 424 104	70 115 779
Omløpsmidler			
Varer			
Sum varer		66 877 667	56 263 124
Fordringer			
Kundefordringer		103 015 232	155 786 275
Andre kortsiktige fordringer		3 849 229	2 519 385
Konsernfordringer		68 348 119	
Sum fordringer		175 212 580	158 305 661
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter o.l.		74 365 223	39 150 814
Sum bankinnskudd, kontanter og lignende		74 365 223	39 150 814
Sum omløpsmidler		316 455 469	253 719 599
SUM EIENDELER		377 879 574	323 835 378

BALANSE - EGENKAPITAL OG GJELD

Egenkapital



Balanse

Beløp i: NOK	Note	2023	2022
Innskutt egenkapital			
Aksjekapital		45 999 336	45 999 336
Overkurs			31 170 982
Sum innskutt egenkapital		45 999 336	77 170 318
Opptjent egenkapital			
Annen egenkapital		78 254 227	65 530 279
Sum opptjent egenkapital		78 254 227	65 530 279
Sum egenkapital		124 253 563	142 700 597
Gjeld			
Langsiktig gjeld			
Pensjonsforpliktelser		10 933 564	9 476 218
Utsatt skatt		1 482 227	4 178 817
Sum avsetninger for forpliktelser		12 415 791	13 655 035
Annen langsiktig gjeld			
Obligasjonslån		6 544 653	10 714 246
Sum annen langsiktig gjeld		6 544 653	10 714 246
Sum langsiktig gjeld		18 960 444	24 369 280
Kortsiktig gjeld			
Konvertible lån		4 514 495	5 010 139
Leverandørgjeld		48 553 092	44 442 982
Betalbar skatt		22 411 107	
Skyldig offentlige avgifter		17 577 855	8 865 891
Annen kortsiktig gjeld		141 609 019	98 446 489
Sum kortsiktig gjeld		234 665 567	156 765 501
Sum gjeld		253 626 011	181 134 781
SUM EGENKAPITAL OG GJELD		377 879 574	323 835 378



Brønnøysundregistrene

ÅRSREGNSKAP FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

Journalnummer: 2024 693671

Enheten

Organisasjonsnummer: 963 878 249
Organisasjonsform: Aksjeselskap
Foretaksnavn: SHAWCOR NORWAY AS
Forretningsadresse: Grønøra Industriområde
7300 ORKANGER

Regnskapsår

Årsregnskapets periode: 01.01.2023 - 31.12.2023

Konsern

Morselskap i konsern: Nei

Regnskapsregler

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

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Snorre Lillesand
Dato for fastsettelse av årsregnskapet: 29.07.2024

Grunnlag for avgivelse

År 2023: Årsregnskap 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, 01.08.2024



Organisasjonsnr: 963 878 249
SHAWCOR NORWAY AS

RESULTATREGNSKAP

Beløp i: NOK	Note	2023	2022
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt		573 602 397	532 940 301
Sum inntekter		573 602 397	532 940 301
Kostnader			
Varekostnad		244 870 084	217 042 477
Lønnskostnad		147 225 582	145 820 681
Avskrivning av driftsmidler og immaterielle eiendeler		11 224 268	11 612 184
Nedskrivning av varige driftsmidler og immaterielle eiendeler		4 470 547	5 410 607
Annen driftskostnad		71 855 752	80 780 365
Sum kostnader		479 646 233	460 666 315
Driftsresultat		93 956 163	72 273 987
Finansinntekter og finanskostnader			
Renteinntekt fra foretak i samme konsern		5 972 835	1 487 889
Annen finansinntekt		7 819 238	-2 942 294
Sum finansinntekter		13 792 073	-1 454 405
Annen rentekostnad		803 335	426 423
Annen finanskostnad		10 663 311	-6 813 759
Sum finanskostnader		11 466 646	-6 387 337
Netto finans		2 325 426	4 932 932
Ordinært resultat før skattekostnad		96 281 590	77 206 919
Skattekostnad på resultat		20 761 224	16 450 569
Ordinært resultat etter skattekostnad		75 520 366	60 756 349
Årsresultat		75 520 366	60 756 349
Årsresultat etter minoritetsinteresser		75 520 366	60 756 349
Totalresultat		75 520 366	60 756 349
Overføringer og disponeringer			
Avsatt til annen egenkapital		75 520 366	60 756 349



Sum overføringer og
disponeringer

75 520 366

60 756 349



Organisasjonsnr: 963 878 249
SHAWCOR NORWAY AS

BALANSE

Beløp i: NOK **Note** **2023** **2022**

BALANSE - EIENDELER

Anleggsmidler

Immaterielle eiendeler

Utsatt skattefordel 1

Sum immaterielle eiendeler 1

Varige driftsmidler

Tomter, bygninger o.a.

fast eiendom 12 730 153 13 651 954

Maskiner og anlegg 38 806 894 41 364 592

Leasingeiendeler 9 887 056 15 099 233

Sum varige driftsmidler 61 424 103 70 115 779

Sum anleggsmidler 61 424 104 70 115 779

Omløpsmidler

Varer

Sum varer 66 877 667 56 263 124

Fordringer

Kundefordringer 103 015 232 155 786 275

Andre kortsiktige fordringer 3 849 229 2 519 385

Konsernfordringer 68 348 119

Sum fordringer 175 212 580 158 305 661

Bankinnskudd, kontanter og lignende

Bankinnskudd, kontanter o. l. 74 365 223 39 150 814

Sum bankinnskudd, kontanter og lignende 74 365 223 39 150 814

Sum omløpsmidler 316 455 469 253 719 599

SUM EIENDELER 377 879 574 323 835 378

BALANSE - EGENKAPITAL OG GJELD

Egenkapital

Innskutt egenkapital

Aksjekapital 45 999 336 45 999 336

Overkurs 31 170 982

Sum innskutt egenkapital 45 999 336 77 170 318

Opptjent egenkapital

Annen egenkapital 78 254 227 65 530 279



Sum opptjent egenkapital	78 254 227	65 530 279
Sum egenkapital	124 253 563	142 700 597
Gjeld		
Langsiktig gjeld		
Pensjonsforpliktelser	10 933 564	9 476 218
Utsatt skatt	1 482 227	4 178 817
Sum avsetninger for forpliktelser	12 415 791	13 655 035
Annen langsiktig gjeld		
Obligasjonslån	6 544 653	10 714 246
Sum annen langsiktig gjeld	6 544 653	10 714 246
Sum langsiktig gjeld	18 960 444	24 369 280
Kortsiktig gjeld		
Konvertible lån	4 514 495	5 010 139
Leverandørgjeld	48 553 092	44 442 982
Betalbar skatt	22 411 107	
Skyldig offentlige avgifter	17 577 855	8 865 891
Annen kortsiktig gjeld	141 609 019	98 446 489
Sum kortsiktig gjeld	234 665 567	156 765 501
Sum gjeld	253 626 011	181 134 781
SUM EGENKAPITAL OG GJELD	377 879 574	323 835 378



Organisasjonsnr: 963 878 249
SHAWCOR NORWAY AS

NOTEOPPLYSNINGER - SELSKAP - alle poster oppgitt i hele tall

Note
4

Antall årsverk i regnskapsåret
196.00

Sum Beløp

Balanseført verdi 31.12. Varige driftsmidler Immaterielle eiend.

Konsernregnskap

Morselskapet sitt navn

Forretningskontor for morselskapet

Begrunnelse for at datterselskap er utelatt fra konsolideringen

Samlet beløp - tilknyttet selskap Årets Fjorårets

Samlet beløp - foretak i samme konsern Årets Fjorårets

Samlet beløp - foretak i samme konsern Årets Fjorårets

Samlet beløp - felles kontrollert virksomhet Årets Fjorårets

Pantstillelse Beløp

Beholdning av egne aksjer Antall Pålydende Andel av aksjek.



Shawcor Norway AS

Annual Report 2023

Board of Directors' Report

Financial Statements



Shawcor Norway AS

Annual Report for 2023

Nature of activities and company premises

Shawcor Norway AS operates one production plant, located in Orkanger, Norway. The company specialises in thermal insulation and corrosion protection for the petroleum industry. Following a reorganization of the Shawcor group, on 1st December 2023 Shawcor Norway AS became part of Tenaris group.

Tenaris group is a leading manufacturer of pipes and related services for the world's energy industry and certain other industrial applications.

The activity level at the Orkanger plant was consistent in 2023 with that of 2022; however, in 2023, the company executed on a contract to deliver raw materials for a project in Brazil, which had a significant impact on the company's revenues.

Shawcor Norway AS also has ongoing R&D projects of limited scope, seeking to develop improved coating of steel pipes.

Going concern

The company produced a profit in the 2023 accounting year, and the Board of Directors and General Manager confirm that the going-concern assumption has been applied in the preparation of the annual accounts.

At year-end 2023, the company's order backlog totalled NOK 356 million, compared to NOK 169 million at year-end 2022.

The company expects 2024 to be a year with less activity than 2023, primarily due to lower expected activity for the Line Pipe division at the Orkanger plant in the last quarter of 2024 compared to the last quarter of 2023.

Working environment

On average, the company had 148 employees in 2023, compared to 163 in 2022. Total absence due to sickness was 3,578 days, which corresponds to approximately 12.2 percent of the company's total labor-days. Long-term absence accounts for 9.9 percent, and short-term absence for 2.3 percent.

The company's internal HSE guidelines ensure a healthy working environment. In addition, the company has implemented the Inclusive Working Life Agreement (IA Agreement).

Management and employees are fully committed to continually working for an accident and injury free workplace, and this has remained a primary focus and cornerstone value throughout the year. HSE activities are central to the company's operations, as well as to its overall strategy. The goal is to set an example in the field of HSE.

In 2023, 1268 hours of HSE training were completed, compared to 1,117 hours in 2022.

The company had 0 injury resulting in absence in 2023, with 1 in 2022. The number of other injuries not resulting in absence in 2023 was 3, compared to 2 in 2022.



Health risk assessments and health interviews were completed in accordance with the 2023 action plan.

External environment and social responsibility

The business has established routine and systems for following up on the Transparency Act.

A statement regarding the company's efforts to secure respect for fundamental human rights and decent working conditions is available on the company group website:
<https://www.tenaris.com/en/sustainability/governance-and-ethics>

An emphasis is placed on social responsibility, as reflected in the Group's Code of Conduct. Mandatory trainings are provided to employees on how to appropriately manage and respond to corruption and other social issues. TenarisShawcor has in place a robust notification system and a set of internal guidelines to facilitate reporting. Employees are urged to come forward if they witness or encounter any unfavorable conditions. There are multiple internal channels through which employees can report such incidents.

Shawcor Norway AS consumes electricity in connection with the manufacturing activity at the facilities in Orkanger. Only electricity from Carbon pollution-free (CFE) sources are used.

In 2023, the company's activities have had limited impact on the external environment. The company holds a water discharge permit, issued by the Municipality of Orkland, which regulates quantities and temperatures of process-water discharge.

In 2009, the County Governor of Sør-Trøndelag concluded that no emission permits were required for the company's activities.

The company's strong focus on responsible waste management and sorting has resulted in a waste sorting rate of 97.4 percent in 2023, compared to 96.0 percent in 2022. Of the company's waste, polystyrene is by far the most common waste type. Waste polystyrene is recycled.

Shawcor Norway AS at Orkanger is certified in accordance with the following standards: ISO 45001 and ISO 14001.

Gender equality and discrimination

The company is actively engaged in promoting gender equality and works diligently to prevent any form of discrimination. Employees are obliged to familiarize themselves with and comply with Shawcor ethical rules (Code of Conduct). These ethical rules are designed to prevent discrimination and harassment, and all employees are required to familiarize themselves on the rules every year. Employees are asked to reflect and be understanding of the society Shawcor is an integral part of. This applies to diversity in cultural backgrounds, genders, ages, ethnicities, and sexual orientations.

Of the company's 193 employees, 26 were women. Both genders are represented in the company's management. In 2023, the average annual salary for female employees was NOK 631,286, compared to 605,513 in 2022. The average annual salary for male employees was NOK 597,067 in 2023, compared to 580,011 in 2022.

Temporary employees (differences by gender, in number or percentage):

In 2023, the company had 58 temporary employees employed on such temporary contract, of which 54 men (93.1%) and 4 women (6.9%).

Employees in part-time positions (differences by gender, in number or percentage):



In 2023, the company employed 1 employee in a part-time position, covered by a woman.

Employees' average number of parental leave weeks, by gender, in 2023:
Women 10 weeks, men 0 weeks.

Groups	Description	Total number	Women	Men
A	Extensive management responsibility	8	13%	87%
B	Master's degree, experience, and managerial responsibility	9	33%	67%
D	Master's degree, or bachelor's degree and experience	12	50%	50%
F	Trade diploma with further education	129	14%	86%

Employees who work involuntarily part-time (differences by gender, in number or percentage):
No employees work part-time involuntarily.

Insurance for the members of the Board and the General Manager

The company has not purchased insurance for members of the Board nor the General Manager, for any potential liability they could incur to the company or third parties.

Financial risk

The company is vulnerable to financial risk in many areas, particularly currency risks.
The company works actively to reduce or eliminate exposure to such financial risk.

Market risks

The company's finances are vulnerable to exchange rate fluctuations. Each revenue project is individually evaluated to determine the need for currency hedging, which helps secure revenues in foreign currencies.

Credit risks

The risk of the company's current customers not being financially able to fulfil their obligations is deemed to be low. In the past, losses on accounts receivable from customers have been low.
No specific measures, such as credit insurance or other financial instruments, have been purchased or implemented to reduce credit risk.

Liquidity risk

The company's liquidity is considered satisfactory.

Annual accounts

Sales revenue was NOK 573.6 million in 2023, compared to NOK 532.9 million in 2022. The profit after tax was NOK 75.5 million in 2023, compared to a profit of NOK 60.7 million in 2022.

Net cash flow from operating activities totaled NOK 206.1 million in 2023, compared to NOK 105.8 million in 2022.



The company's total investments were NOK 7.7 million in 2023, compared to NOK 19.0 million in 2022.

The company's short-term liabilities increased by NOK 77.9 million during the 2023 accounting year. At December 31, 2023 short-term liabilities accounted for 93 percent of the company's total debt, compared to 87 percent at the end of 2022. This change was primarily the result of an increase of taxes payable and public duties payable and other short-term liabilities.

The company's total assets at December 31, 2023 was NOK 377.9 million, compared to NOK 323.8 million at the end of the previous year. The equity to assets ratio per December 31, 2023 was 32.9 percent, compared to 44.1 percent per 31 December 2022.

The board is of the opinion that the profit and loss account, balance sheet and cash flow analysis, together with their accompanying notes, contain sufficient information about the company's operation and financial status as at December 31, 2023.

The Board is not aware of any information that has any impact on the company's status, outside of the information included in the annual accounts. Nor is the Board aware of any other material problems that have emerged since the end of the accounting year.

A dividend of NOK 90,245,748 has been paid in 2023.


The profit and loss account show a profit for 2023 of NOK 75,520,366. The Board proposes the following allocation of the result:

Net income after tax	NOK	75,520,366
Allocated to retained earnings carried forward	NOK	-75,520,366

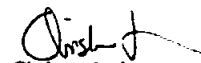


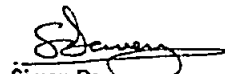
Orkanger, 29^e July 2024


Ruggero Signorelli Filippini
Chairman

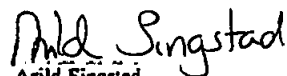

Michele Della Porta
Director


Andrea Previtali
Director


Christer Andersen
Director


Simon Dewey
Director


Rolf Kleven
Employee Representative


Arild Singstad
Employee Representative


Snorre Lillesand
Managing Director



Shawcor Norway AS

Income Statement

	Note	2023	2022
Revenues			
Sales	1	573 602 397	532 940 301
Total revenues		<u>573 602 397</u>	<u>532 940 301</u>
Operating expenses			
Cost of goods sold		244 870 084	217 021 076
Payroll expenses	4	147 225 582	145 817 603
Depreciation of fixed assets	7	11 224 268	11 612 184
Amortization, right-to-use assets	8	4 470 547	5 410 607
Other operating expenses	10	71 855 752	81 315 410
Total operating expenses		<u>479 646 233</u>	<u>461 176 881</u>
Income from operations		<u>93 956 164</u>	<u>71 763 421</u>
Financial items			
Interest income from related parties		5 972 835	1 487 889
Other financial expenses	11	(10 663 312)	-
Other financial income	11	7 819 238	4 371 430
Interest lease expenses	8 11	(803 335)	426 423
Net financial income/ expenses		<u>2 325 426</u>	<u>5 432 896</u>
Net income before tax		<u>96 281 590</u>	<u>77 196 317</u>
Taxes			
Taxes expenses	9	(20 761 224)	(16 450 569)
Net Taxes		<u>(20 761 224)</u>	<u>(16 450 569)</u>
Net income for the year		<u>75 520 366</u>	<u>60 745 748</u>
Transferred			
Transferred to retained earnings	12	75 520 366	60 745 748
Total allocations		<u>75 520 366</u>	<u>60 745 748</u>
Other comprehensive (loss)/ income			
Actuary loss and gain	12	(4 757 758)	622 886
Tax effect from actuary loss and gain	9,12	1 046 707	(137 035)
Total income		71 809 315	61 231 599



Shawcor Norway AS

Balance sheet as of December 31st

	Note	2023	2022
Fixed assets			
<i>Tangible fixed assets</i>			
Land, buildings and other property	7	12 730 153	13 651 954
Machinery and plant	7	38 806 894	41 364 592
Right-of-use asset	8	9 887 056	15 099 233
Total tangible fixed assets		<u>61 424 103</u>	<u>70 115 779</u>
Current assets			
Inventories	2	<u>66 877 668</u>	<u>56 263 124</u>
<i>Debtors</i>			
Trade debtors	6	103 015 232	155 775 674
Intercompany loans	6	68 348 119	-
Other receivables	6	3 849 229	2 519 385
Total debtors		<u>175 212 580</u>	<u>158 295 059</u>
Bank deposits and cash	3	<u>74 365 223</u>	<u>39 150 814</u>
Total current assets		<u>316 455 470</u>	<u>253 708 997</u>
Total assets		<u>377 879 574</u>	<u>323 524 776</u>



Shawcor Norway AS

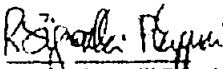
Balance sheet as of December 31st


	Note	2023	2022
Shareholder`s equity			
<i>Paid-in capital</i>			
Share capital	12	45 999 336	45 999 336
Other paid-in capital	12	-	31 170 982
Total paid-in capital		<u>45 999 336</u>	<u>77 170 318</u>
<i>Retained earnings</i>			
Other equity	12	<u>78 254 227</u>	<u>65 519 677</u>
Total retained earnings		<u>78 254 227</u>	<u>65 519 677</u>
Total shareholder`s equity		<u>124 253 563</u>	<u>142 689 995</u>
Liabilities			
<i>Provisions</i>			
Deferred tax	9	1 482 227	4 178 817
Pension liabilities	5	<u>10 933 564</u>	<u>9 476 218</u>
Total provisions		<u>12 415 791</u>	<u>13 655 035</u>
<i>Long-term liabilities</i>			
Long-term lease liabilities	8	<u>6 544 653</u>	<u>10 714 246</u>
Total long-term liabilities		<u>6 544 653</u>	<u>10 714 246</u>
<i>Current liabilities</i>			
Trade creditors	6	48 553 091	44 442 982
Tax payable	9	22 411 107	-
Public duties payable	6	39 988 962	8 865 892
Other short-term debt	6	119 197 912	98 446 488
Short-term lease liabilities	8	<u>4 514 495</u>	<u>5 010 139</u>
Total current liabilities		<u>234 665 567</u>	<u>156 765 501</u>
Total liabilities		<u>253 626 011</u>	<u>181 134 781</u>
Total shareholder`s equity and liabilities		<u>377 879 574</u>	<u>323 824 776</u>





Shawcor Norwa AS

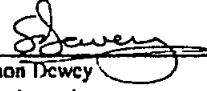
Orkanger, 29th July 2024



Ruggero Signorelli Filippini
Chairman



Michele Della Briotta
Board member

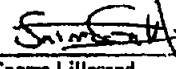

Andrea Previtali
Board member


Christer Andersen
Board member


Simon Dewey
Board member


Rolf Kleven
Employee representative


Arild Singstad
Employee representative


Snorre Lillesand
General Manager



Shawcor Norway AS

Statement of Cash Flow

	2023	2022
Operating result before tax	96 281 590	77 196 317
Depreciation of fixed assets	11 224 268	11 612 184
Depreciation of Right-of -use assets	4 470 547	5 410 607
Change in inventories	(10 614 543)	(23 265 607)
Change in trade debtors	52 760 442	(7 745 745)
Change in trade creditors	4 110 109	21 681 364
Difference between pension cost and payment	(2 677 394)	(1 037 456)
Change in other accruals	50 524 325	21 965 440
Net cash flows from operating activities	206 079 345	105 817 105
Investments in tangible fixed assets	(7 744 769)	(18 970 994)
Net cash flows from investing activities	(7 744 769)	(18 970 994)
Paid/Received on loans from group companies	-	-
Loan to related party	(68 348 119)	80 592 559
Payment of dividends	(90 245 748)	(145 278 284)
Payment of lease liability	(4 526 299)	(5 244 497)
Net Cash flows from financing activities	(163 120 167)	(69 930 222)
Change in cash and cash equivalents	35 214 409	16 915 888
Cash and cash equivalents at beginning of year	39 150 814	22 234 925
Cash and cash equivalents at year end	74 365 223	39 150 814



Accounting Principles

Shawcor Norway AS is a limited company registered in Norway. The company's headquarter is located in Orkanger.

Tenaris S.A. is the ultimate parent company of Shawcor Norway AS. Tenaris S.A. is incorporated in Luxembourg, and a copy of the Tenaris S.A. consolidated accounts, which includes the December 31, 2023 balance sheet figures of Shawcor Norway AS, and the income statement figures for the month then ended, can be obtained on the Group's home page <https://www.tenaris.com>.

Basis for preparation of the annual accounts

The annual accounts have been prepared in accordance with the Accounting Act § 3-9 and regulation on simplified IFRS (2014) established by the Ministry of Finance on November 3, 2014. This primarily involves accounting in accordance to the International Financial Reporting Standards (IFRS) and presentation and notes being in accordance with Norwegian GAAP.

In accordance with IFRS, the financial statements are prepared based on the principles of historical cost accounting, with the exception of the following accounting items:

- Financial instruments measured at fair value through profit or loss and financial instruments measured at fair value through other comprehensive income.

Presentation Currency

The company's financial statements are presented in NOK. This is also the company's functional currency.

Estimates and assumptions

Management has used estimates and assumptions that affects assets, liabilities, income, costs, as well as assets and liabilities whose values are not definite on the balance sheet date in the preparation of the financial statements.

This applies especially to depreciation on fixed assets and assessments related to the company's pension obligations. Future events may cause these estimates to change; however, estimates and the underlying assumptions are evaluated continuously and are based on management's the best judgment and historical experience. Changes in accounting estimates are recognized in the period in which the changes occur. If the changes also affect future periods, the effect is distributed over the current and future periods. Please refer to separate disclosure for more information about estimates and assumptions.

Judgements

In preparing the annual accounts, management has in some instances had to apply significant judgement in determining the appropriate application of the accounting principles. This is accounted for as follows:

Currency

Transactions in foreign currency are converted at the exchange rate applicable at the time of the transaction. Monetary items in foreign currency are converted to Norwegian kroner by using the balance sheet date rate. Non-monetary items incurred or acquired at a cost in foreign currency, are converted to Norwegian kroner by using the exchange applicable at the time of the transaction. Non-monetary items measured at fair value, incurred or acquired in foreign currency, are converted at the exchange rate applicable at the measurement date. The effects of changes in currency exchange rates are recognized continuously during the fiscal year as they occur in the financial statement captions *Other financial expenses/ income*.



Revenue from contracts with customers

In accordance with IFRS 15, revenue from contracts with customers is acknowledged when the control of the goods or services has been transferred to the customer, in an amount that mirrors what the company anticipates to receive in exchange for the good or service. The company has determined that it is the principal in its revenue streams, as it maintains control over the goods and services prior to their transfer to the customer.

The company acknowledges revenue from the sale of services over time, as the customer simultaneously receives and consumes benefits as the company provides them. The company acknowledges revenue over time according to the degree of completion in the project, using an output method. The method used is the one that best reflects the transfer of control.

The company manufactures and delivers customized products to customers consisting of both goods and significant integrated service components. Such products will constitute a delivery obligation unless the promise to transfer the goods and services to the customer can be identified separately from each other. Revenue from sales of goods and services that constitute one delivery obligation is recognized over time if:

- The company's performance creates or enhances an asset (for example, goods in progress) that the customer controls as the asset is created or enhanced.
- The company's performance creates an asset that does not have an alternative use, and the group has an enforceable right to receive payment for services performed to date.

Revenue from combined delivery obligations is recognized over time based on the degree of completion of the delivery. Progress is typically measured based on so-called output methods.

Warranty obligations

The company generally offers a warranty for repairs of defects that existed at the time of sale, in accordance with the purchasing legislation in the relevant country. Such insurance-like warranty arrangements are accounted for as a provision in accordance with IAS 37 Provisions, Contingent Liabilities and Contingent Assets.

Public grants

Public grants are recognized when there is reasonable assurance that the company will meet the conditions attached to the grants, and the grants will be received. Grants related to income are presented either as income on a separate line or *Other operating income* or as a cost reduction to be matched with the costs they are intended to compensate for. Accounting for operating grants is recognized on a systematic basis over the grant period.

Tax

Tax expense consists of payable tax and change in deferred tax. Obligations and assets for deferred tax are calculated on the basis of the temporary differences that exist between accounting and tax values, as well as tax loss carryforward at the end of the fiscal year. Deferred tax assets are recognized when it is probable that the company will have sufficient taxable profits in later periods to utilize the tax benefit. The company recognizes previously unrecognized deferred tax assets to the extent that it has become probable that the company can utilize the deferred tax benefit. Similarly, the company will reduce the deferred tax asset to the extent the company no longer considers it probable that it can utilize the deferred tax benefit.

Deferred tax liabilities and assets are measured at nominal value and are classified as long-term liability or asset in the balance sheet. Payable tax and deferred tax assets or liabilities are recognized directly against equity to the extent that the tax items relate to items recognized directly against equity.



Classification of balance sheet items

Assets are classified as current assets when the company expects to realize the asset, or intends to sell or consume it in the company's normal operating cycle. Furthermore, assets primarily held for trading or expected to be realized within twelve months after the reporting period are also considered current assets. This also applies to assets in the form of cash or cash equivalents, unless they are subject to restrictions that prevent them from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current assets.

Liabilities are classified as short-term when they are expected to be settled in the company's normal operating cycle, when they are primarily held for trading, or if the obligation is due for settlement within twelve months after the reporting period, or the company does not have an unconditional right to defer settlement of the obligation for at least twelve months after the reporting period. Any terms of the obligation that, at the option of the counterparty, may result in its settlement by the issue of equity instruments do not affect the classification of the obligation. All other liabilities are classified as long-term.

Property, Plant and Equipment

Property, plant, and equipment include assets intended for production, delivery of goods or administrative purposes, and which have a lasting life. The assets are measured at acquisition cost, less accumulated depreciation, and impairment. On sale or disposal, the carrying value is deducted and any loss (gain) is recognized in the income statement.

The acquisition cost of property, plant and equipment is the purchase price, including taxes/duties and costs directly related to making the asset ready for intended use. Expenses incurred after the asset is put into use, such as ongoing maintenance, are recognized as operating expenses, while enhancements or improvements are added to the asset's cost and depreciated along with the asset. Depreciation is calculated using the straight-line method.

The depreciation period and method are reviewed annually. The scrap value is estimated at each year-end and changes in the estimate of the scrap value are accounted for as a change in estimate.

Significant assets that consist of significant components with different lifetimes are segregated with different depreciation periods for the different components.

Impairment of non-financial assets

The company assesses at each reporting date whether there are indications that an asset has declined in value. If such indications exist, the recoverable amount of the asset is estimated.

The recoverable amount is considered the higher of fair value less costs to sell and value in use, and is calculated for individual assets, unless the individual asset does not generate cash inflows that are largely independent of cash inflows from other assets or groups of assets.

An asset has declined in value when its carrying value exceeds its recoverable amount, and in such cases the asset is written down to the recoverable amount. The reduction is a 'loss due to value reduction' which is recognized in the income statement.

The company assesses at each reporting date whether there are indications that a loss due to impairment recognized for an asset other than goodwill in previous years no longer exists or has decreased. If such indications exist, the recoverable amount of this asset is estimated, and previous impairment is reversed to an amount that maximally corresponds to the recoverable amount less accumulated depreciation.



Inventories

In accordance with IFRS, inventories are valued at the lower of cost and net realizable value. The net realizable value is determined by the estimated selling price in the ordinary course of business, subtracting any costs associated with the sale. The cost is assigned using the First-In, First-Out (FIFO) method, which includes the expenses incurred in acquiring the goods and the costs associated with bringing the goods to their current location and condition.

For self-produced goods, the cost includes both variable costs and a portion of fixed costs. The fixed costs are allocated based on the normal capacity utilization of the production facilities.

Receivables

Trade receivables and other receivables are measured at fair value on initial recognition, with subsequent measurement at amortized cost in accordance with the effective interest method adjusted for provision for estimated loss.

Lease agreements

The company assesses all significant lease agreements with regard to whether the whole or parts of the agreement relate to right-of-use assets. IFRS 16 Leases sets out principles for recognition, measurement, presentation, and disclosure of leases. According to IFRS 16, assets and liabilities are recognized for most leases. The exception is leases that are short-term contracts with less than 12 months' duration or contracts related to assets with underlying low value. For contracts that fall under these exceptions, the lease costs are recognized continuously in the income statement. When assessing the non-cancellable contract period, an assessment is made as to whether there is reasonable certainty that extension options will be exercised.

At the commencement of the lease contract, the lease liability is measured at the present value of the lease payments using the implicit interest rate in the lease or the company's marginal borrowing rate if the implicit interest rate is not known. The lease liability is adjusted for changes in future payments resulting from adjustments to the lease or changes in estimates of residual payments. The lease liability is also adjusted if there is a change in the estimate by using an option to purchase the underlying asset, or if there is a change in the expected lease period.

Right-of-use assets are depreciated from the commencement of the contract until the earliest of the end of the useful life of the right-of-use asset or the end of the lease period.

Pensions

The company has both defined benefit and defined contribution pension schemes.

Defined benefit pension

The pension obligation is calculated annually by an independent actuary who calculates the present value of accrued benefits according to the accrued benefits method. The present value of the pension obligation is calculated by discounting estimated future payments with the interest rate of high-quality corporate bonds, which are issued in the same currency as the pension is paid, and which have approximately the same maturity as the associated pension obligation. Pension funds are valued at fair value.

The carrying amount of the net obligation is the sum of the accrued pension obligation minus the fair value of any associated pension funds.



Estimate changes, consisting of actuarial gains and losses, as well as returns on pension funds in excess of recognized returns, are recognized in comprehensive income. Actuarial gains and losses are not reclassified to the income statement in later periods.

Pension costs are recognized as salary and personnel costs in the income statement. Interest cost on the pension obligation and return on pension funds are recognized as *Other financial expense/ income*, respectively. Gains and losses on the settlement or curtailment of a defined benefit pension scheme are recognized as *Other operating income/ expense* in the income statement at the time the curtailment or settlement occurs. A curtailment occurs when the company decides on a significant reduction in the number of employees covered by a scheme or changes the terms of a defined benefit pension scheme so that a significant part of current employees' future earnings no longer qualifies for benefits or only qualifies for reduced benefits.

Defined contribution pension scheme

Pension contributions to a defined contribution pension scheme are expensed as they accrue. Contributions are made to the pension plan for full-time employees, and the contribution constitutes 5% of salary.

Research and development

Expenses related to research activities are recognized as an expense when they are occurred. Expenses for development activities are capitalized to the extent that the development activity satisfies the requirements for capitalization. Capitalization presupposes that the intangible asset sought to be developed can be identified and demonstrate that it is probable that the development work will be successful, and that the future economic benefits associated with the intangible asset will accrue to the company. If the criteria are met, expenses that are capitalized include material costs, direct labor costs and a share of directly attributable common costs. Capitalized development costs are carried in the balance sheet at cost less accumulated depreciation and impairment.

The assessment of whether the criteria for capitalizing development costs are met is in line with the progress of ongoing development projects. In 2023, none of the development activities were considered to meet the criteria for capitalization. The assessment of whether the criteria for capitalizing development costs are met involves uncertainty with regard to the technological solutions and the commercial conditions in the form of market conditions and profitability.

Provisions

A provision is recognized when the company has an obligation (legal or self-imposed) as a result of a past event and it is probable (more likely than not) that an economic settlement will result from this obligation and the size of the amount can be reliably measured. If the effect is significant, the provision is calculated by discounting expected future cash flows at a pre-tax discount rate that reflects the market's pricing of the time value of money and, if relevant, risks specifically related to the obligation.

A provision for warranty is recognized when the underlying products or services are sold. The provision is based on historical warranty information and a weighting of possible outcomes against their probability of occurrence.

Cash and cash flow statement

Cash and cash equivalents include cash, bank deposits and other short-term, liquid investments. The cash flow statement is prepared using the indirect method. In the cash flow statement, overdraft is deducted from the balance of cash and cash equivalents.



Implementation of new standards

No new or amended standards that are mandatory from January 1, 2023, have had a significant effect on the company's financial reporting for 2023.

New accounting standards and interpretations that have been issued but have not become effective for the financial year ending December 31, 2023, are not expected to have a significant impact on the company in the current or future financial reporting periods.

Events after the balance sheet date

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



Shawcor Norway AS

Notes to the annual accounts

1. Sales income

Geographic distribution

	2023	2022
Norway	284 287 794	417 976 934
Brazil	268 575 067	830 149
France	7 303 978	676 554
Malaysia/Indonesia	396 112	1 139 176
USA & Mexico	8 616 696	7 286 187
UK	4 422 750	105 031 302
Total	573 602 397	532 940 301

2. Inventories

	2023	2022
Raw materials and purchased semi-finished products	73 661 122	58 925 813
Obsolescence Provision	(6 783 454)	(2 662 689)
Total	66 877 668	56 263 124

3. Restricted funds

Restricted deposits of NOK 6 434 955 are included in deposits as of December 31, 2023.

4. Payroll expenses, number of employees, audit fees etc.

Payroll expenses

	2023	2022
Salaries	119 052 411	118 366 725
Social security	17 757 954	15 174 392
Pension costs	7 098 425	6 674 721
Other	3 316 792	5 601 765
Total	147 225 582	145 817 603

Number of employees(man-labor year) 196 163

Remuneration to executives

	Salary	Pension	Other	Total
Snorre Lillesand	1 984 050	231 928	28 212	2 244 190

The general manager receives a bonus based on the Shawcor groups management discretion.

Directors Fees

No directors fees have been paid in 2023 or 2022.

Auditor's fees

Audit fees for 2023 are NOK 410 100 and NOK 962 447 in 2022. Consulting fees to the auditor amounts to NOK 0 in 2023, and NOK 155 285 in 2022. Tax service fee amounts to NOK 153 150 in 2023 and NOK 114 000 in 2022



Shawcor Norway AS

5. Pension costs and commitments

The company has a pension scheme that covers 162 employees. Of the 162 employees covered by the pension scheme, 22 are included in a defined-benefit scheme, whereas 140 employees are included in a defined-contribution scheme. The defined-contribution scheme fulfils all requirements in the Act relating to Mandatory Occupational Pension (OTP), and equals 5 percent of the employee's wages between 0 G and 7,1G and 12 % between 7,1 G and 12G. OTP in the amount of NOK 3,548,145 has been posted as expense.

The defined-benefit scheme is primarily contingent upon the number of years under coverage, annual salary at the age of retirement, and the amount paid in benefits by national insurance. These commitments are handled by an insurance company. In assessing the value of pension funds and calculating accrued commitments, estimated values are applied. These estimates are corrected every year, in accordance with the actual value of pension funds and actuarial calculations of the size of the commitments.

AFP—Contractual early retirement pension

The company is part of the Norwegian Federation of Trade Unions (LO) and Confederation of Norwegian Enterprise (NHO) scheme, which entails all employees have the right to choose early retirement from the age of 62 and also being employed. The AFP scheme is a defined-benefit, multi-enterprise arrangement, financed by premiums fixed as a percentage of the employee's salary. As of yet, there are no reliable calculations or allocations of commitments and funds within the scheme. In the accounts, the new scheme is treated as a defined-contribution pension scheme, wherein premiums are carried to expense as they occur, and no provisions are made. The premium paid in the new scheme is 2,6 % of all payments to employees between 1 G and 7,1 G.

Pension Costs	2023	2022
Current value of accumulated rights for the year	1 341 176	1 320 709
Interest costs on pension commitments	1 259 787	748 713
Anticipated return on pension funds	(1 074 956)	(599 035)
Employer's contributions	215 168	207 325
Pension costs for the year, defined-benefit scheme	1 741 175	1 677 712

Pension obligations pr. 31.12.	2023	2022
Accrued commitments	47 254 928	42 236 601
Pension funds (market value)	(37 386 829)	(33 931 414)
Estimated employer's contributions	1 065 465	1 171 031
Net pension commitments	10 933 564	9 476 218

Economic premises:

Discount interest rates	3,00 %	3,00 %
Anticipated return on funds	3,10 %	3,00 %
Anticipated salary adjustment	3,50 %	3,50 %
Anticipated adjustment of National Insurance Basic Amount	3,25 %	3,25 %
Anticipated pension adjustments	0,00 %	0,00 %

Actuary assumptions for demographic factors are based on normal assumptions within insurance.

	2023	2022
Total, secured and unsecured arrangements in the balance sheet	10 933 564	9 476 218



Shawcor Norway AS

6. Specification Liabilities and Receivables

	2023	2022
External debtors		
Trade debtors	96 649 660	77 246 263
Other receivables	3 849 229	2 519 385
Sum	100 498 889	79 765 648
External liabilities		
Trade creditors	47 854 506	43 470 832
Other short-term liabilities	141 609 019	98 446 489
Public duties payable	13 445 900	8 865 891
Sum	202 909 425	150 783 212
Intercompany debtors		
Loan to related party	68 348 119	-
Trade debtors	6 365 572	78 540 013
Sum	74 713 691	78 540 013
Intercompany liabilities		
Trade creditors	698 585	972 149
Sum	698 585	972 149

7. Tangible fixed assets

	Land	Buildings	Machinery & plant	Total
Accumulated cost as at 1.1	7 812 611	59 210 752	250 323 661	317 347 024
Acquisition during the year	-	-	7 744 769	7 744 769
Retirements during the year	-	-	1 465 203	1 465 203
Acc. cost as at 31.12	7 812 611	59 210 752	256 603 227	323 626 590
Acc. depreciation as at 1.1	-	53 371 410	208 959 068	262 330 478
Acc. depreciation sold assets	-	-	1 465 203	1 465 203
Depreciation for the year	-	921 801	10 302 468	11 224 268
Acc. depreciations 31.12	-	54 293 211	217 796 333	272 089 543
Book value as at 31.12.23	7 812 611	4 917 542	38 806 895	51 537 047
Book value as at 31.12.22	7 812 611	5 839 342	41 364 593	55 016 546



Shawcor Norway AS

8. Lease and other contracts

Right-of-use assets

The company leases assets including offices and other property and equipment. The company's right-of-use is categorized and presented in the table below

Right-of-use assets	Property	Vehicles	Equipment	Total
Lease reclassified to ROU assets on January 1	26 990 075	588 513	158 285	27 736 873
Correction opening balance (see accumulated depreciation below)	-5 075 798	-356 670	-7 427	-5 439 895
Disposal				-
Acquisition	308 036	-	-	308 036
Gross assets at 31.12	22 222 313	231 843	150 858	22 605 014
Accumulated amortization				
Accumulated amortization January 1.	12 179 434	372 977	85 231	12 637 641
Correction opening balance (see lease assets above)	(4 035 709)	(350 522)	(4 000)	(4 390 231)
Disposal				-
Amortization	4 252 107	183 627	34 813	4 470 547
Accumulated amortization disposal at 31.12	12 395 832	206 082	116 044	12 717 958
Right-of-use assets at 31.12	9 826 483	25 760	34 814	9 887 056

Lowest of rest lease period or financial lifespan

5-10 years

5 year

Amortization method

Linear

Linear

Lease liabilities

Undiscounted lease liabilities and payments

Less than 1 year	4 706 207
1-2 year	3 438 806
2-3 year	3 488 504
3-4 year	251 371
4-5 year	128 199
More than 5 years	-
Total undiscounted lease liabilities 31.12	12 013 087

Change in lease liabilities

Lease liabilities reclassified to ROA	
01.01	15 724 385
Additions	(138 938)
Payments	(5 329 634)
Interest expense on financial leases	803 335
Total Lease liabilities 31.12	11 059 148
Short-term lease liabilities	4 514 495
Long-term lease liabilities	6 544 653
Payment liabilities (excl. ROU Interest)	(4 526 299)

The lease arrangements don't include restrictions to dividend policy or financing.

The company has no material guarantees to its lease arrangements.

Use of practical exemption.

The company also lease IT licenses and equipment with contract terms less than 1 year. The company has decided not to include leases where the lease are less than 1 year and where the underlying asset is of low value, and therefore does not recognize lease obligations and right-to-use assets for any of these leases. Instead, the rental payments are expensed when they occur.

Option to prolong the lease period.

The company's lease arrangement of buildings have duration of 5-10 years. The lease arrangement gives the company a right to extend the duration of the lease if the company in the last period use this right to extend the duration. When entering into an agreement, the company considers whether the right to renew with reasonable security will be exercised.



Shawcor Norway AS

9. Taxes

Tax on ordinary result comprises the following:	2023	2022
Tax payable	22 411 107	-
Change in deferred tax	(2 816 378)	16 245 459
Taxes paid to other countries	-	328 995
Credit deduction	-	(123 885)
Tax effect pension estimate booked against equity	1 046 707	-
Correction tax previous year	119 788	-
Tax on ordinary result	20 761 224	16 450 569

Taxes payable is calculated as follows:

Income before tax	96 281 590	77 206 919
Permanent differences	(7 214 639)	(2 741 035)
Change in temporary differences	49 846 229	(104 176 476)
Losses carried forward	(37 044 512)	29 710 591
Basis for taxes	101 868 668	0

Specification of temporary differences:

	Balance	
	2023	2022
Long term contracts	67 399 592	110 963 436
Inventories	(6 783 454)	(2 662 689)
Fixed assets	(37 094 813)	(37 624 399)
Profit and loss account fixed assets	(2 727 914)	(3 409 892)
Accounting pension provisions	(10 933 564)	(9 476 218)
Lease obligation	(1 172 092)	(625 152)
Other provisions	(1 950 360)	(563 114)
Loss carried forward	-	(37 607 348)
Total temporary differences	6 737 395	18 994 624
Deferred tax liabilities (+) / Deferred tax assets (-)	1 482 227	4 178 817

Reconciliation tax expense	2023	2022
Expected tax based on nominal tax percentage	21 181 950	16 985 522
Effect of permanent differences	(1 587 221)	(603 028)
Tax expenses accounted via equity/OCI	1 046 707	-
Correction prior year	119 788	68 075
Tax expense in financial statement	20 761 224	16 450 569



Shawcor Norway AS

10. Other operating expenses

	2023	2022
Intra-group services	(507 852)	20 769 565
Tools, inventory - not capitalized	897 102	2 083 722
Travel cost	3 532 929	3 828 945
Insurance	8 952 463	5 086 592
Repair and maintenance	8 063 455	11 876 846
Freight & Transportation	24 889 750	17 667 884
Office cost	4 556 579	3 382 336
Rental cost (machinery and equipment)	12 202 349	7 076 081
Other expenses	9 268 977	9 543 439
Total other operating expenses	71 855 752	81 315 410

11. Financial income and financial expenses

	2023	2022
Other interest income	1 310 412	267 005
Interest income from related parties	5 972 835	1 487 889
Interest expenses	(231 872)	(106 546)
Unrealized foreign exchange gains/ (losses)	(5 836 327)	5 926 395
Realized foreign exchange gains/ (losses)	1 913 714	(1 715 424)
Interest expense on financial lease	(803 335)	(426 423)
Net financial result	2 325 426	5 432 896

12. Shareholder's equity

Ownership

The company is 100% owned by Bredero Shaw International BV.

Share capital

The share capital at 45,999,336 comprises 2.279 shares at per value NOK 20 184.

Change in shareholder's equity

	Share capital	Other paid inn Capital	Retained earnings	Total
Equity pr 31.12.22	45 999 336	31 170 982	65 519 677	142 689 995
IFRS adjustment define benefit plan	-	-	(3 711 050)	(3 711 050)
Additional dividend and return surplus paid in capital	-	(23 842 371)	(66 403 377)	(90 245 748)
Adjustment to synchronize accounted share premium and tax share premium	-	(7 328 611)	7 328 611	-
Net income for the year.	-	-	75 520 366	75 520 366
Equity pr: 31.12.23	45 999 336	0	78 254 227	124 253 563



KPMG AS
Sjøgangen 6
N-7010 Trondheim

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

To the General Meeting of Shawcor Norway AS

Independent Auditor's Report

Opinion

We have audited the financial statements of Shawcor Norway AS (the Company), which comprise the balance sheet as at 31 December 2023, the income statement, and statement of cash flow, 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 simplified application of international accounting standards according to section 3-9 of the Norwegian Accounting Act.

Basis for Opinion

We conducted our audit in accordance with 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.

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 simplified application of International Accounting Standards according to the Norwegian Accounting Act section 3-9, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

© KPMG AS, a Norwegian limited liability company and a member firm of the KPMG global organization of independent member firms affiliated with KPMG International Limited, a private English company limited by guarantee. All rights reserved.

Statsautoriserte revisorer - medlemmer av Den norske Revisorforening

Offices in:

Oslo	Elverum	Mo i Rana	Tromsø
Alta	Finnsnes	Molde	Trondheim
Arendal	Hamar	Sandefjord	Tynset
Bergen	Haugesund	Stavanger	Ulsteinvik
Bodø	Knarvik	Stord	Alesund
Drammen	Kristiansand	Straume	

Penneo Dokumentnøkkel: KEQHS-1IWE-8KOC-P-28YHJ-P6Q6B-0168M



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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with 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 ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

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

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

Trondheim

KPMG AS

Jørgen Mo Rande
State Authorised Public Accountant
(This document is signed electronically)

Penneo Dokumentnøkkel: KEQHS-1WEE-8KOCF-Z8YHJ-P6Q6B-0168M



PENNEO

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

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

Rande, Jørgen Mo

Statsautorisert revisor

Serienummer: no_bankid:9578-5990-4-3254961

IP: 51.174.xxx.xxx

2024-07-29 04:57:36 UTC



Penneo Dokumentnøkkel: KEQH5-TIWE-8KOC-P-78YHJ-PQ66B-0168M

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

Hvordan bekrefter at dette dokumentet er originalen?

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

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

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



Skatteetaten

Vår dato 10.06.2024	Din/Deres dato 23.05.2024	Saksbehandler Negat Idris
800 80 000 Skatteetaten.no	Din/Deres referanse	Telefon 40922043
Org.nr 974761076	Vår referanse 2024/5257262	Postadresse Postboks 9200 Grønland 0134 OSLO

SHAWCOR NORWAY AS
Att.Runar Solum
Postboks 214
7301 ORKANGER
Norge

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk for Shawcor Norway AS, org.nr. 963 878 249

Vi viser til deres brev av 23. mai 2024 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk for Shawcor Norway AS.

Skattekontoret gir på bakgrunn av en konkret helhetsvurdering Shawcor Norway 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

Shawcor Norway AS er eid av et utenlandsk selskap og er en del av et internasjonalt konsern. Selskapet formål er "Å drive industriell virksomhet/vareproduksjon i forbindelse med oljeindustrien". Selskapet har utenlandske styremedlemmer.

Skattekontorets vurdering

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

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

"Regjeringen har som siktemål at regnskapsloven skal bidra til informative regnskaper for ulike grupper av regnskapsbrukere. Regnskapsbrukerne er dels investorer og kreditorer som tilfører kapital til foretakene, og dels andre grupper som har interesse av å vite hvordan foretaket drives, f.eks. de ansatte og lokalsamfunnet. Informasjonen til kapitalmarkedet skal gi grunnlag for riktig prising



av finansielle objekter. Riktig prisdannelse på aksjer er en forutsetning for at ressursbruken i samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon.”

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

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

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har skattekontoret lagt særlig vekt på at selskapet er direkte eid av et utenlandsk selskap og er en del av et internasjonalt konsern. 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

Negat Idris
Skatteetaten

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.