Brønnøysundregistrene

ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2023 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer:	918 274 790
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	MORE HOLDCO APPLY AS
Forretningsadresse:	Moseidsletta 122 4033 STAVANGER

Regnskapsår

Årsregnskapets periode:	01.01.2023 - 31.12.2023

Konsern

Morselskap i konsern:	Ja
Konsernregnskap lagt ved:	Ja

Regnskapsregler

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

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet:	Kjell Einar Erikstein
Dato for fastsettelse av årsregnskapet:	14.06.2024

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, 02.07.2025

Resultatregnskap

Beløp i: NOK	Note	2023	2022
RESULTATREGNSKAP			
Inntekter			
Revenue from contracts with customers (external)	3	7 501 000	0
Sum inntekter		**7 501 000**	**0**
Kostnader			
Cost of sales		7 501 000	0
Other operating expenses	2	159 000	220 000
Sum kostnader		**7 660 000**	**220 000**
Driftsresultat		**-159 000**	**-220 000**
Finansinntekter og finanskostnader			
Income from subsidiaries	3,5	193 363 000	
Renteinntekt fra foretak i samme konsern			6 000
Annen renteinntekt		7 000	
Sum finansinntekter		**193 370 000**	**6 000**
Rentekostnad til foretak i samme konsern		13 295 000	9 607 000
Annen finanskostnad			438 000
Sum finanskostnader		**13 295 000**	**10 045 000**
Netto finans		**180 075 000**	**-10 039 000**
Ordinært resultat før skattekostnad		**179 916 000**	**-10 259 000**
Income tax expense		532 000	-2 257 000
Ordinært resultat etter skattekostnad		**179 384 000**	**-8 002 000**
Årsresultat		**179 384 000**	**-8 002 000**
Overføringer og disponeringer			
Other equity		179 384 000	-8 002 000
Sum overføringer og disponeringer		**179 384 000**	**-8 002 000**

Balanse

Beløp i: NOK	Note	2023	2022
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utsatt skattefordel	4	3 880 000	4 411 000
Sum immaterielle eiendeler		**3 880 000**	**4 411 000**
Finansielle anleggsmidler			
Investering i datterselskap	3	367 900 000	367 900 000
Investeringer i tilknyttet selskap	3	2 500 000	2 500 000
Sum finansielle anleggsmidler		**370 400 000**	**370 400 000**
Sum anleggsmidler		**374 280 000**	**374 811 000**
Omløpsmidler			
Varer			
Fordringer			
Trade and other receivables		7 970 000	
Konsernfordringer	5	23 363 000	
Sum fordringer		**31 333 000**	
Bankinnskudd, kontanter og lignende			
Cash and short term deposits	6	8 000	621 000
Sum bankinnskudd, kontanter og lignende		**8 000**	**621 000**
Sum omløpsmidler		**31 341 000**	**621 000**
SUM EIENDELER		**405 621 000**	**375 432 000**
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Share capital	7	4 659 000	4 659 000
Overkurs	7	24 629 000	194 629 000

Balanse

Beløp i: NOK	Note	2023	2022
Sum innskutt egenkapital		**29 288 000**	**199 288 000**
Opptjent egenkapital			
Other equity		183 362 000	3 978 000
Sum opptjent egenkapital		**183 362 000**	**3 978 000**
Sum egenkapital		**212 650 000**	**203 266 000**
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Langsiktig konserngjeld		185 444 000	172 148 000
Sum annen langsiktig gjeld		**185 444 000**	**172 148 000**
Sum langsiktig gjeld		**185 444 000**	**172 148 000**
Kortsiktig gjeld			
Leverandørgjeld		15 000	15 000
Kortsiktig konserngjeld	5	7 502 000	3 000
Social security, VAT and similar public debt		10 000	1 000
Sum kortsiktig gjeld		**7 527 000**	**19 000**
Sum gjeld		**192 971 000**	**172 167 000**
SUM EGENKAPITAL OG GJELD		**405 621 000**	**375 433 000**

Konsernets resultatregnskap

Beløp i: NOK	Note	2023	2022
RESULTATREGNSKAP			
Inntekter			
Revenue from contracts with customers (external)	6,7	3 331 639 000	2 785 684 000
Other operating income		12 054 000	8 045 000
Sum inntekter		**3 343 693 000**	**2 793 729 000**
Kostnader			
Cost of sales	7,8,9	1 626 401 000	1 473 931 000
Salaries and personnel expenses	10	1 219 830 000	926 766 000
Depreciation, amortization and impairment losses	12, 13, 14	77 303 000	67 274 000
Other operating expenses	10, 11	170 271 000	148 401 000
Sum kostnader		**3 093 805 000**	**2 616 372 000**
Driftsresultat		**249 888 000**	**177 357 000**
Finansinntekter og finanskostnader			
Share of gain / loss (-) of associates and joint ventures	18	-105 000	-2 395 000
Annen renteinntekt		6 256 000	2 017 000
Other finance income		20 407 000	15 747 000
Sum finansinntekter		**26 558 000**	**15 369 000**
Annen rentekostnad	15, 16, 17	45 332 000	38 551 000
Other financial expenses		42 940 000	18 933 000
Sum finanskostnader		**88 272 000**	**57 484 000**
Netto finans		**-61 714 000**	**-42 115 000**
Ordinært resultat før skattekostnad		**188 174 000**	**135 242 000**
Income tax expense	19	42 692 000	29 837 000
Ordinært resultat etter skattekostnad		**145 482 000**	**105 405 000**
Årsresultat		**145 482 000**	**105 405 000**
Minoritetsinteresser		9 790 000	10 827 000

Konsernets resultatregnskap

Beløp i: NOK	Note	2023	2022
Årsresultat etter minoritetsinteresser		**135 692 000**	**94 578 000**
Exchange differences on translation of foreign operations		6 878 000	1 634 000
Sum resultatkomponenter for IFRS-foretak		6 878 000	1 634 000
Totalresultat		**142 570 000**	**96 212 000**
Overføringer og disponeringer			
Other equity		142 570 000	96 212 000
Sum overføringer og disponeringer		**142 570 000**	**96 212 000**

Konsernets balanse

Beløp i: NOK	Note	2023	2022
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Research and development	12	50 412 000	33 890 000
Patents and licenses with definite useful lives	12	2 208 000	286 000
Utsatt skattefordel	19	34 657 000	37 035 000
Goodwill	12	344 634 000	344 634 000
Sum immaterielle eiendeler		**431 911 000**	**415 845 000**
Varige driftsmidler			
Building and plants	13	596 000	-164 000
Machinery	13	2 161 000	1 421 000
Equipment	13	41 099 000	35 580 000
Right of use assets	14	341 042 000	351 580 000
Sum varige driftsmidler		**384 898 000**	**388 417 000**
Finansielle anleggsmidler			
Investeringer i tilknyttet selskap	18		105 000
Non-current financial assets		6 692 000	31 005 000
Sum finansielle anleggsmidler		**6 692 000**	**31 110 000**
Sum anleggsmidler		**823 501 000**	**835 372 000**
Omløpsmidler			
Varer			
Inventories		12 620 000	12 616 000
Sum varer		**12 620 000**	**12 616 000**
Fordringer			
Trade and other receivables	19, 20	364 654 000	318 011 000
Other current assets	22	152 860 000	134 891 000
Contract assets	7	192 589 000	200 328 000
Sum fordringer		**710 103 000**	**653 230 000**
Bankinnskudd, kontanter og lignende			
Cash and short term deposits	23	142 629 000	74 468 000

Konsernets balanse

Beløp i: NOK	Note	2023	2022
Sum bankinnskudd, kontanter og lignende		**142 629 000**	**74 468 000**
Sum omløpsmidler		**865 352 000**	**740 314 000**
SUM EIENDELER		**1 688 853 000**	**1 575 686 000**
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Paid in capital	24	4 659 000	4 659 000
Overkurs	24	24 629 000	194 629 000
Sum innskutt egenkapital		**29 288 000**	**199 288 000**
Opptjent egenkapital			
Retained earnings		410 061 000	247 689 000
Sum opptjent egenkapital		**410 061 000**	**247 689 000**
Minoritetsinteresser		8 280 000	8 390 000
Sum egenkapital		**447 629 000**	**455 367 000**
Gjeld			
Langsiktig gjeld			
Utsatt skatt	19	3 998 000	97 000
Othter non-current finanical liabilities		10 486 000	215 000
Sum avsetninger for forpliktelser		**14 484 000**	**312 000**
Annen langsiktig gjeld			
Lease liabilities	14	352 626 000	366 146 000
Sum annen langsiktig gjeld		**352 626 000**	**366 146 000**
Sum langsiktig gjeld		**367 110 000**	**366 458 000**
Kortsiktig gjeld			
Leverandørgjeld	26	275 469 000	246 760 000
Income tax payable	19	7 201 000	5 245 000
Social security, VAT and similar public debt	26	95 418 000	72 437 000

Konsernets balanse

Beløp i: NOK	Note	2023	2022
Other current financial liabilities		3 155 000	3 524 000
Lease liabilities	14	46 224 000	40 163 000
Contract liabilities	7	74 048 000	131 605 000
Other current liabilities	26	372 600 000	254 126 000
Sum kortsiktig gjeld		**874 115 000**	**753 860 000**
Sum gjeld		**1 241 225 000**	**1 120 318 000**
SUM EGENKAPITAL OG GJELD		**1 688 854 000**	**1 575 685 000**

Consolidated Financial Statements

More Holdco Apply AS

2023

Annual report 2023
More Holdco Apply AS

Type of operation and location
Effective from December 2023 the More Holdco Apply group (hereafter Apply Group) is part of Moreld Group, an industrial conglomerate established through the acquisition of Apply Group together with Global Maritime Group and Ross Offshore.

In the years ahead, Moreld Group aims to establish itself in the energy transition on the NCS whilst nurturing its existing business areas in oil service and oilfield technology. The main offerings from Moreld Group include engineering, manufacturing, consulting, rental, maintenance and trade services to large E&P operators and other oil service companies operating in the offshore oil & gas sector.

Apply Group operates predominantly in the maintenance and modification market and executes projects with overall responsibility for early phase studies, planning, design, fabrication, installation and commissioning. Activities in new markets are actively pursued, such as a hydrogen initiative in co-operation with other Moreld companies and external parties. The hydrogen initiative is focused on green hydrogen – produced with renewable energy and blue hydrogen – a process where carbon is captured and stored. The group is also one of the leading companies in engineering services related to the preparation for operation of technical systems. These activities are conducted primarily for oil companies operating on the Norwegian Continental Shelf.

Headquarters is in Sola municipality with offices in Bergen, Hammerfest, Sandnes, Notodden and Krakow / Poland.

The group's board and management are covered by Directors and Officers liability insurance.

Operations during the business year

The overall activity level in the group increased by 20% in 2023 compared to 2022.

The business area Front End & Green Solutions had a solid activity in 2023 where the largest customers were Equinor and Vår Energi. Several new studies were awarded and the largest was tie-in study related to Eirin from Equinor.

Within the Maintenance and Modification (M&M) business area, the activity from the long-term frame agreements has been 18% higher compared to 2022. The main increase in activity is from the Statfjord FLX and Equinor VEM contracts for Equinor and from the Edvard Grieg M&M contract for Aker BP.

The Operations, Product and Services business area experienced a decrease in activity level of 21% in 2023 compared to 2022. A significant share of the activity in

2022 was performed for on-site support at Melkøya and assistance for 2022 turnaround at Tjeldbergodden. The project for Melkøya was completed in 2022 and a new project is in the planning phase for the next turnaround at Tjeldbergodden with execution phase in 2024.

A contract with Boliden in Odda was awarded with the main phase for execution to be performed in 2024. There was also a significant increase in the activity for the Repsol contract related to YME.

The group enters 2024 with a solid order backlog, of which the majority is related to long term frame agreements within Maintenance and Modification. Three large EPCI projects were awarded within Statfjord FLX contract at the end of the year: Eirin Tie-back, Gina Krog Blowdown and FLX Future Energy.

Going concern
Pursuant to the Norwegian Accounting Act section 3-3a, the board confirms that the requirements of the going concern assumption are met and that the annual accounts have been prepared on that basis.

The board is not aware of any factors that materially affect the assessment of the group's position as of 31 December 2023, or the results for 2023, other than those presented in this report or that otherwise follow from the financial statements.

Statements of Accounts
The revenue increased from mNOK 2 794 in 2022 to mNOK 3 344 in 2023. The increase in revenue is mainly related to the Statfjord FLX and Equinor VEM contract for Equinor, the Edvard Grieg M&M contract for Aker BP and a significant increase in the business unit Front End & Green Solutions. Operating profit increased from mNOK 177.4 in 2022 to mNOK 249.9 in 2023.

Net financials were negative with mNOK 61.7 in 2023 compared to negative mNOK 42.1 in 2022. The decrease is related to an increase in interest costs in connection with a factoring agreement as well as an increase in currency loss.

Profit before tax was mNOK 188.2 in 2023 compared to mNOK 135.2 in 2022.

Cash flow from operating activities was mNOK 303.4 in 2023 compared to mNOK 80.7 in 2022. The difference between operating profit and cash flow from operations is mainly related to a decrease in net working capital. Going forward, the cash flow from operations is sufficient to finance planned investments.

It is the board of directors' opinion that the statement of accounts gives a true representation of the development and results in the group.

Risk assessments

Market risks
The operational and financial development in the group is largely dependent on the general development in the oil and gas industry, and especially the development in the oil price. The market conditions during 2023 were positively

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affected by an increased oil price as well as the temporary change in the petroleum tax system.

The market risk is to some extent limited due to the high order backlog from long-term frame agreements. In a worst-case scenario, only maintenance required to maintain safe operations will be performed and larger modification projects will be put on hold. If so, this will have a negative impact on the activity level in all business areas.

The group has experienced increased prices related to material and hired personnel. Cost for material is largely covered by the clients and the share of hours performed by own personnel increased during 2023.

The group has implemented several measures to reduce costs to remain profitable at a lower activity level. At the same time the group needs to continue its focus on improvement initiatives and on new sustainable business areas to diversify and increase competitiveness.

Currency risk
Currency risk is limited as the main currency of the costs and revenues in the group is Norwegian kroner. The effect of changes in exchange rates is low and the group does not use any financial instruments to hedge the currency risk. For procurement in foreign currency in the largest contracts, the client carries the currency risk.

Interest risk
The group is exposed to fluctuations in the interest rate as the factoring facility and deposits have a floating rate of interest. The group does not utilize financial instruments to hedge the interest risk. Costs related to the factoring facility increased in 2023 due to increased interest expenses.

Credit risk
Customers are mainly financially robust, and the group has historically not suffered any significant loss from receivables. Credit rating is obtained prior to entering new contracts, both for new customers and for new subcontractors. The group does not use any financial instruments to reduce the credit risk.

Liquidity risk
Liquidity risk represents the risk that the group will not be able to meet its financial obligations as they fall due. The policy to manage liquidity is to ensure that the group will always have sufficient liquidity reserves to meet its liabilities when due.

Management monitors through bi-weekly and monthly forecasts the group's liquidity reserves to identify liquidity requirements in future periods.

At year-end 2023 the liquidity is satisfactory with free cash of mNOK 142.6. The group has no interest-bearing debt apart from leasing liabilities which mainly relate to rental of offices.

Based on the above, management is of the opinion that the group has sufficient available funding to meet its obligations as they fall due on a short and long-term basis.

Investments and R&D

Total CAPEX in 2023 was mNOK 55.4. Main part of the CAPEX was related to improvement work, project tools and hardware. The group has no R&D activities ongoing.

Quality and HSE

The group through its largest subsidiary Apply AS has established, documented, and implemented a Management System that complies with the ISO 9001, ISO 14001, ISO 45001, ISO 27001, and ISO 31001 standards (latest versions) and national legislation. The Apply Management System is certified to ISO 9001:2015 and ISO 14001:2015 by DNV GL. The certificates are valid until 29.09.2025. Apply is also registered in Magnet JQS, Achilles JQS, and Achilles Utilities NCE.

The Quality vision in the group is named “Apply Best Practice”. The group establishes yearly quality objectives that are in alignment with the group's principal strategy and policies, and status is monitored by monthly reports.

Audits and examinations are integral parts of the Apply Management System. Semi-annual plans for internal audits are approved by the Managing Director and executed and followed up by the HSEQ department. In 2023, the group performed 18 audits, including both internal and supplier audits. In addition, 2 audits were performed from external parties - one audit from DNV and 1 audit performed by client.

The group has established an HSE Vision named "People First". On a yearly basis, an overall HSE program with HSE performance goals and action plan is established. The overall HSE program forms an integral part of the respective HSE programs in projects. The goals are monitored on a continuous basis and monthly reports are presented.

HSE Performance figures for 2023 are: SIF (Serious Incident Frequency) = 0,7, LTIF (Lost Time Injury Frequency) = 1,5 and TRIF (Total Recordable Injury Frequency) = 3,7.

In 2023 we had two incidents with a high severity level potential and classified as serious incidents:

- A valve (1,2 tons) slid off truck during transport. In the area where the valve landed, there were 2 people who had to jump away to get away from the valve. No personal injuries.
- Confined pressure released when splitting blind lid on. Confined pressure was not detected, and pressure was therefore not drained. The blind hub, which weighed 34 kg, hit the mechanic in the face. The mechanic was seriously injured.

A total of 10 recordable personal injuries (4 lost-time injuries and 6 medical treatment cases). Recordable Personal injuries in 2023 are related to minor cuts/pinch injuries and debris in the eye, except for the personal injury in April 2023 classified as a serious incident, ref description above. All the recordable personal injuries occurred in our Equinor FLX and Equinor VEM projects. In some of our other major contracts, e.g. Goliat M&M and E. Grieg M&M, work has been completed with zero recordable personal injuries over many years. (Goliat M&M has 7 years without a LTI offshore on Goliat)

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Total sick leave in the group for 2023 was 4,3%. Short-term absence was 1,4% and long-term absence 2,9%. 0,11% of total sick leave in the group in 2023 was work-related, mainly related to high workload/stress. The main causes for the sick leave in 2023 in general was related to: Musculoskeletal disorders, non-critical somatic illness, high workload/stress, mental disorders, pregnancy, planned hospital treatment/surgeries including rehabilitation afterwards, and other illnesses/severe and chronic illness.

It is especially long-term absence that is increasing. HR follows developments in doctor-certified sick leave closely and works actively with the personnel managers on follow-up and measures. In 2023, a separate follow-up program named “Tett & Tidlig” was initiated towards the leaders. In April 2024, HR will roll out a new dashboard that will provide a simpler overview of sick leave, both at the group level and for the individual manager.

Some of the HSE activities conducted in 2023:

- Workshop with the theme "High workload and taking care of one's own mental health".
- Ergonomics course/webinar for employees onshore and offshore.
- Use of Paexo skeletons/soft back to reduce load for musculoskeletal disorders.
- Improvement of sick leave process and close follow-up of sick leave (“Tett & Tidlig”)
- Influenza vaccination.
- Conducted short "pulse" surveys regarding the working environment and well-being.
- Campaign to avoid hand/finger injuries.
- Developed a new e-learning course for “Noise” for offshore personnel.
- Conducted Fall Protection Courses for Engineering and Management that travel sporadically offshore.
- Always Safe topics and Moreld Safety Bulletin reviewed in projects HSE meetings.
- Bi-monthly meetings and an annual gathering of 2 days with all safety delegates
- HSE Management inspections offshore and onshore.
- International Women's Day event.
- Conducted 2 emergency preparedness exercises.
- Training in emergency preparedness, next-of kin & media handling.

Apply Group supports and promotes a good and healthy work environment. In November 2023 we conducted a “Puls-survey”. Our focus was to check in how it´s going with the workload and the experience of opportunities for professional development among all of us working in the group. In addition, we wanted to measure the ambassador score, also called the eNPS - employee Net Promoter Score. The results show that we are improving on the workload and professional development among all employees. When it comes to the eNPS score, we had an overall score of 26 in November 2022, a year later, we have an overall score of 30. The feedback from the survey shows that the working environment is regarded as good.

In relation to our continuous focus on our work environment and employee engagement, we have decided to implement a new Puls survey in 2024 called "Populum" and will conduct quarterly surveys.

At year-end, there was 2 182 full-time employees in the group.

Apply has established an Information Security Policy in accordance with requirements in ISO 27001. The Information Security Policy is named "Always Secure".

Some of the Security activities conducted in 2023:

- Conduct Nano learning «Information Security Awareness 2023».
- Send out random Phishing email tests & follow up of employees who have clicked more than 2 times.
- Carry out security control of access barriers in our office building.

We had zero serious information security incidents/cyber-attacks in 2023. 10 Random Phishing tests have been sent to all users in 2023. An average of 91,4% have not clicked on the tests. The result is better than our goal of 90%.

We started 2023 to monitor ourselves according to Microsoft Secure Score which is a representation of your organization`s security posture, and your opportunity to improve it. We started 2023 with a secure score of 811 points (61%). By the end of 2023, this was 904 points (68%). Target 2024 is to achieve 1150 points (80%). This is a parallel activity with implementing other security mechanisms like CIS (Center of Internet Security) benchmarks. Currently 63 % are implemented.

Apply has an Environmental Management System certified according to NS-EN ISO 14001:2015. Environmental Policy is centered on the following commitments: We are committed to sustainable development throughout all phases of our services and operations. We shall comply with all regulatory, client, and stakeholders' requirements for the environment and we shall make business choices that will contribute to the energy transition and reduce our impact on climate change.

The group has assessed and evaluated the environmental aspects of the facilities and environmental aspects and risks in the projects. The most significant environmental aspects are waste, use of chemicals, use of energy, business travels, transport and distribution, transport from suppliers, use of materials/surplus materials.

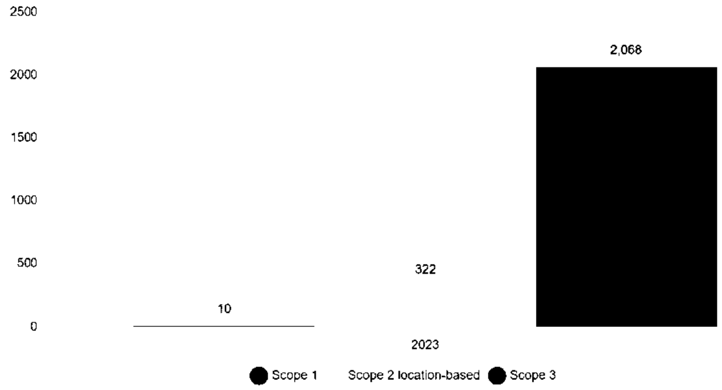
The group has ESG (Environmental, Social, and Governance) practices in place which are reviewed and updated regularly and reported quarterly. The group uses "CEMAsys" as ESG system to retrieve, analyze and visualize ESG data for efficient sustainability reporting.

The group tracks and reports the amount of greenhouse gas emissions produced, broken down into scope 1, 2, and 3 categories, as defined by the Greenhouse Gas Protocol:

- Scope 1: Apply group reports tons of GHG emissions direct from operations. As the group doesn't have any production facilities, these are only emissions related to the use of company cars.

- Scope 2: Apply group reports tons of GHG emissions from producing the energy in use, this is related to electricity consumed in offices and warehouse facilities.
- Scope 3: Apply group reports tons of GHG emissions indirectly generated by the group's activities. From 01.01.23 we have prioritized the reporting of all 8 upstream categories. (Cat 1: Purchased good & services, Cat 2: Capital goods, Cat 3: Fuel & Energy related, Cat 4: Transportation & distribution, Cat 5: Waste (reported from 2019), Cat 6: Business travel (reported from 2019), Cat 7: Employee commute, Cat 8: Leased assets)

The total carbon footprint for Apply group in 2023 was 2400 tons of CO2e.



One of the group's environmental goals for 2023 was to keep GHG emissions from business travel in scope 3 for onshore personnel at least 25% lower than 2019 levels. The group achieved 33% reduction in 2023 including commuting (80% reduction excl commuting) compared to 2019 levels.

The waste recovery ratio was 98% in 2023 (recycled + energy recovery), and waste intensity (waste per million NOK in revenue) has been reduced by 41% in 2023 compared to 2022 levels.

For further development in the sustainability strategy, the group has developed a tool (CO2 calculator) to calculate emission savings in contracts to reduce our clients' carbon footprint. This tool is used together with the screening process to calculate and quantify the emission savings in each contract/project. Total emission savings in contracts in 2023 are 165 090 tCO2.

Corporate Social Responsibility
The group aims to make a positive contribution to society and the local community. Community involvement may include partnerships, voluntary work, local recruitment, involvement in education and culture, charity, and sponsor activities.

The group works closely with the local chamber in Hammerfest of commerce to develop the local industry to deliver to the offshore industry. An example is Hammerfest Industri Service, a previous service provider to the fishing industry, now delivering prefabrication to Goliat with great success.

In 2023 the group entered into a cooperation agreement with H Blix Elektro in Hammerfest to train young people directly from school as electrical Apprentices, this is part of our plan to increase our footprint in the North by employing persons from the north of Norway where their primary workplace will be on Goliat. The first two individuals started their apprenticeship training in September 2023.

In 2023 Apply group has supported the following organizations with donations:
- "Women in Tech", a non-profit organization dedicated to empowering and supporting women embrace technology.
- Asfalt
- Redningsselskapet
- Trafikkland Sola

Equality Statement
Apply group shall be a leading industrial group that delivers sustainable technical solutions and projects to all customers. To fulfill this vision, the group depends on having people onboard that reflect society around us. Not only does this apply to the employees but also to suppliers and other partners.

Everyone shall have equal opportunities regardless of cultural background, ethnicity, functional ability, gender and gender identity or gender expression, outlook on life, religion, or sexual orientation. Apply group strives for a varied and inclusive work environment with equal career opportunities for everyone. The fact that employees are diverse makes the group better equipped to develop products, solutions, and services that the society around them needs.

<u>State of Gender Equality</u>
Apply group shall be an engaging and developing workplace for employees of all genders. Apply group had 2 182 full time equivalents employees at the end of 2023. In 2023 women made up 21 % and men, 79 %. 30 % of managers in the group were women, while the group executive management team consists of 2 women and 4 men. There are no women on the board of More Holdco Apply as this is only a dormant holding group, but 17 % of the board members are women on the board in Apply AS.

Generally, employees in the group are employed in permanent full-time positions. A small number of employees work part-time and do this at their own request. Parents may also be entitled to additional unpaid leave in accordance with The Working Environment Act. Employees who are employed in temporary positions are mainly former employees who have retired, but still want to contribute to the projects, or they are substitutes for permanent employees on long term leave. In 2023, 0,4% women and 1,7% men were employed in temporary positions, while 0,4% of women and 1,8% of men worked part-time. The average number of weeks of parental leave was 9,4 for men and 22,4 for women for 2023.

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Work for Equality and Anti-discrimination.
Apply group sees the value of having people on the team that reflect the society around us. The group works towards the goal of a varied and inclusive work environment with equal career opportunities for all. This means that the group facilitates for all employees to be given equal opportunities for job development and work actively to encourage more women into leading positions. When hiring in general the focus is on recruiting people that make up the right balance between age, gender, and other background.

All employees in the group are responsible for contributing to a good and productive working environment and acting in a way that strengthens togetherness internally and creates trust and respect, internally and externally. Equality work is an integral part of the group's strategy, values, ethical guidelines and HSE program.

In the group, there is zero tolerance for harassment and improper behavior. This is referenced in group processes, guidelines, and employee- and management handbooks, gives recommendations to how employees and managers proceed if such situations arise where whistleblowing is required. Descriptions of the notification routine have been prepared, which are easily accessible on the intranet. In 2023, there were no whistleblowing cases reported in the group.

Women’s share of men’s pay overall was on average 96 %.

Level of position	Description	Women	Men	Total	Share of women	Average salary per hours, women	Average salary per hours, men	Distinction %
Level 1	Executives and senior management	13	24	37	35 %	962	1093	88,0 %
Level 2	Senior specialists	21	66	87	24 %	543	585	92,8 %
Level 3	Specialists and Professionals	124	293	417	30 %	458	511	89,6 %
Level 4	Team leaders and foremen	1	85	86	1 %	455	619	73,5 %
Level 5	Entry level junior professionals / skilled labor	44	306	350	13 %	386	385	100,3 %
Level 6	Unskilled labor	12	5	17	71 %	363	516	70,3 %
Total		215	779	994	22 %	477	497	96,0 %

Human Rights
Apply group respects human dignity and supports the principles of the Universal Declaration of Human Rights. The group ensures that business activities exercise due care with relation to the basic standards for human rights, and handle risk situations associated therein. The group has fundamental respect for all individuals, and will not accept any discrimination based on sex, race, religion, sexual orientation, age, ethnicity, or political opinion.

The Code of Conduct, which applies to all directors, officers, and employees and anyone who represents the group or acts on our behalf, reflects the group’s commitment to acting ethically and lawfully and describes commitment to recognizing human rights on a global basis.

The focus on diversity and inclusion extends to the group selection of business partners, and work with portfolio companies. The business principles for suppliers and partners specifies that the group requires suppliers and partners to provide their employees with good, healthy, and safe working environment, offering equal opportunities and respecting fundamental human rights, labour rights and union engagement.

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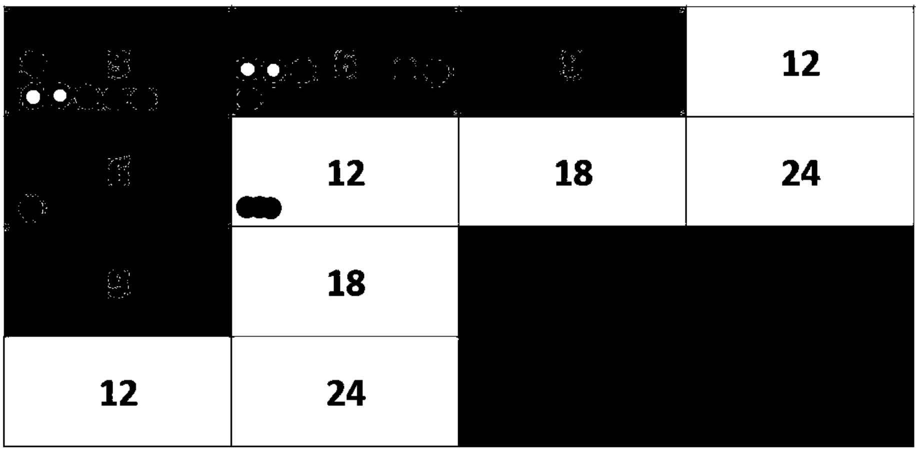
Due diligence processes under the Transparency Act

The group carries out annual due diligence assessments in accordance with the requirements of the Transparency Act. These are carried out in accordance with an established risk matrix and associated work instructions.

The risk assessment for 2022 was reviewed and the risk was reduced for one supplier due to positive audit findings in 2023. The risk was increased for another supplier due to negative audit findings in 2023 because safe working conditions were not sufficiently taken care of despite previously pointed out findings. This supplier will be further followed up by a follow-up audit in 2024.

Risk assessment for 2023 was performed for 7 new suppliers and showed no negative actual consequences.

The risk assessment is carried out in a pre-defined risk matrix for the various human rights elements and the result from the risk assessment is shown in the figure below.



The colored dots represent an analyzed risk element like corruption, safe work conditions, salary level, discrimination, freedom of organization and right to negotiate etc. The different colors represent the different suppliers.

No significant risks of negative consequences are uncovered, but medium risks for one supplier, which has been inactivated, with foundry in India. To limit the risks, the group has performed the following general measures:

- *"Supplier Declaration"* to be signed by new suppliers.
- Continue doing random salary checks twice a year for services related to transport, cleaning and canteen.
- Yearly rate adjustment for hired offshore personnel.

Random salary checks carried out over the past 2.5 years have not revealed any violations of tariffs.

In addition, the group has implemented following specific actions towards some of the suppliers who were included in the due diligence and risk assessment:

- Presented the Supplier Declaration to be signed for 4 suppliers with low risks.
- Performed follow-up audit to verify previous audit findings related to safe working place for two suppliers with medium risks. One supplier has not implemented any actions since the last audit and is instructed to improve until the next follow-up audit in 2024.
- A supplier having frame agreement with one of our customers has a foundry in India, a high-risk country and with potential high product risk, is currently inactive in our system and is red flagged in our supplier experience database. Should we in the future be ordered to use this supplier, we will engage in dialogue with the customer to clarify any joint measures towards the supplier and require signed supplier declaration.

In addition, we have recently introduced product risk assessment for the equipment suppliers with highest spend in 2023 based on DFØ's high risk list (Direktoratet for forvaltning og økonomistyring). A questionnaire was established and sent to the equipment suppliers with the potential highest product risks:

- Work clothes, footwear, and textiles.
- Products containing conflict minerals.
- ICT products
- Building and construction materials

Responds are expected during the first half of 2024.

During 2023 the group have established or improved following processes and procedures related to emphasize our duty to respect basic human rights and decent work conditions:

- *Updated "Terms & Conditions for Purchase"* and Agreement templates to emphasize the duty to respect basic human rights and decent work conditions introduced to new suppliers.
- *Updated "Supplier Declaration"* to emphasize the duty to respect basic human. rights and decent work conditions are required to be signed by new suppliers.
- Established process and procedure for due diligence assessment and risk assessment of human rights aspects in the supply chain.
- New process "Integrity Due Diligence of suppliers and business partners" introduced as a tool to assess risk of bribery and corruption, sanctions, and other trade restrictions.

The full report on the Transparency Act can be found on www.apply.no/sustainability, and an updated report will be published prior to June 30th 2024.

Parent company financial statement

The parent company operating loss for 2023 was NOK -0,16 million, and the net financial income was NOK 179,5 million, mainly due to NOK 170 million received in dividend from Apply AS. In 2022 parent company operating loss ended at NOK -0,22 million whereas net financial expense was NOK 10 million. Net profit after tax

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was NOK -179 million in 2023, compared to a net loss of NOK -8 million in 2022. Total assets 31 December 2023 were NOK 406 million, mainly consisting of shares in subsidiaries, compared to NOK 375 million in 2022. Total equity was NOK 213 million, and total liabilities were NOK 193 million as of 31 December 2023, compared to NOK 203 million in equity and NOK 172 million in liabilities as of 31 December 2022.

Future development

The activity level is expected to remain high for the years ahead due to government tax incentives for oil field developments on the NCS as well as continued high energy prices following the high demand for energy in the world. The difficult geopolitical situation in Europe is a concern in relation to supply chain disruption and increased material prices as well as increased core inflation. The group is continuously evaluating other ways of sourcing to avoid an increase in material prices and lead times. The group is also actively pursuing new non-oil & gas market segments which is expected to have a favorable impact on future activity levels.

A significant part of the capacity of the group is covered by long-term frame agreements. Among these are:

- Frame agreement for Equinor related to maintenance and modification on Kvitebjorn, Valemon, Gullfaks, Sleipner, Gudrun, Draupner, Gina Krog and Statfjord FLX
- Frame agreements for Vår Energi, Aker BP and Repsol related to maintenance and modification on Goliat (Vår Energi), Edvard Grieg (Aker BP) and YME (Repsol).

Stavanger, June 12th 2024

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Geir Austigard	Trond Rosnes
Chairman	Board Member

More Holdco Apply AS
Consolidated statement of profit and loss
for the year ended 31 December 2023

tNOK	Note	2023	2022
Revenue from contracts with customers	6, 7	3 331 639	2 785 684
Other operating income		12 054	8 045
Revenue and income		**3 343 693**	**2 793 729**
Cost of sales	7, 8, 9	1 626 401	1 473 931
Salaries and personnel expenses	10	1 219 830	926 766
Other operating expenses	10, 11	170 271	148 401
Earnings before interest, tax, deprecation and amortization (EBITDA)		**327 191**	**244 631**
Depreciation, amortization and impairment losses	12, 13, 14	77 303	67 274
Operating result		**249 888**	**177 357**
Interest income		6 256	2 017
Other finance income		20 407	15 747
Interest expenses	15, 16, 17	-45 332	-38 551
Other financial expenses		-42 940	-18 933
Share of gain / loss (-) of associates and joint ventures	18	-105	-2 395
Net financial expense		**-61 714**	**-42 115**
Net profit / (-loss) before tax for continuing operations		**188 174**	**135 242**
Income tax expense	19	42 692	29 837
Net profit / (-loss) for the period from continuing operations		**145 482**	**105 405**

tNOK	Note	2023	2022
Discontinued operations			
Net profit / (-loss) after tax from discontinued operations		-	-
Profit for the year		**145 482**	**105 405**
Attributable to:			
Equity holders of the parent company		135 918	94 578
Non-controlling interests		9 564	10 827
		145 482	**105 405**

More Holdco Apply AS
Consolidated statement of comprehensive income
for the year ended 31 December 2023

tNOK	2023	2022
Net profit/loss for the period	**145 482**	**105 405**
Other comprehensive income / loss		
Other comprehensive income that may be reclassified to profit or loss in subsequent periods (net of tax):		
Exchange differences on translation of foreign operations	6 878	1 634
Other comprehensive income / (-loss) for the period	**6 878**	**1 634**
Total comprehensive income / (-loss) for the period	**152 360**	**107 039**
Attributable to:		
Equity holders of the parent company	142 570	96 212
Non-controlling interests	9 790	10 827
	152 360	**107 039**

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More Holdco Apply AS
Consolidated statement of financial position
as at 31 December 2023

tNOK

ASSETS	Note	31.12.2023	31.12.2022
Non-current assets			
Property, plant and equipment	13	43 856	36 836
Goodwill	12	344 634	344 634
Intangible assets	12	52 620	34 176
Right of use assets	14	341 042	351 580
Investments in associates and joint ventures	18	-	105
Non-current financial assets		6 692	31 005
Deferred tax assets	19	34 657	37 035
Total non-current assets		**823 501**	**835 371**
Current assets			
Inventories	9	12 620	12 616
Trade and other receivables	19, 20	364 654	318 011
Contract assets	7	192 589	200 328
Other current assets	22	152 860	134 891
Cash and short term deposits	23	142 629	74 468
Total current assets		**865 352**	**740 314**
Total assets		**1 688 854**	**1 575 685**

EQUITY AND LIABILITIES	Note	31.12.2023	31.12.2022
Equity			
Paid in capital	24	4 659	4 659
Share premium reserves	24	24 629	194 629
Retained earnings		410 061	247 689
Equity attributable to equity holders of parent company		**439 349**	**446 977**
Non-controlling interests		8 280	8 390
Total equity		**447 629**	**455 367**
Non-current liabilities			
Other non-current financial liabilities		10 486	215
Lease liabilities	14	352 626	366 146
Deferred tax liabilities	19	3 998	97
Total non-current liabilities		**367 110**	**366 458**
Current liabilities			
Other current financial liabilities		3 155	3 524
Lease liabilities	14	46 224	40 163
Trade and other payables	26	275 469	246 760
Contract liabilities	7	74 048	131 605
Social security, VAT and similar public debt	26	95 418	72 437
Income tax payable	19	7 201	5 245
Other current liabilities	26	372 600	254 126
Total current liabilities		**874 115**	**753 860**
Total liabilities		**1 241 225**	**1 120 319**
Total equity and liabilities		**1 688 854**	**1 575 685**

Stavanger, June 12th 2024

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Geir Austigard
Chairman

DocuSigned by: Trond Rosnes
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Trond Rosnes
Board member

More Holdco Apply AS
Consolidated statement of changes in equity
for the year ended 31 December 2023

tNOK	Note	Share capital	Share premium	Foreign currency translation reserve	Retained earnings	Attributable to equity holders of the parent	Non-controlling interests	Total equity
Balance at 31 December 2022	1, 24	**4 659**	**194 629**	**-1 143**	**248 832**	**446 977**	**8 390**	**455 367**
Dividend	24	-	-170 000	-	-	**-170 000**	-9 900	**-179 900**
Group contribution received		-	-	-	19 802	**19 802**	-	**19 802**
Comprehensive income:								
Net income/loss for the period		-	-	-	135 918	**135 918**	9 564	**145 482**
Other comprehensive income/(- loss) for the period		-	-	6 652	-	6 652	226	6 878
Total comprehensive income		-	-	6 652	135 918	**142 570**	9 790	**152 360**
Balance at 31 December 2023		**4 659**	**24 629**	**5 509**	**404 552**	**439 349**	**8 280**	**447 629**

	Note	Share capital	Share premium	Foreign currency translation reserve	Retained earnings	Attributable to equity holders of the parent	Non-controlling interests	Total equity
Balance at 31 December 2021	1, 24	**4 659**	**194 629**	**-2 778**	**154 254**	**350 765**	**10 167**	**360 933**
Dividend	24	-		-	-	**-0**	-12 870	**-12 870**
Comprehensive income:								
Net income/loss for the period		-	-	-	94 578	**94 578**	10 827	**105 405**
Other comprehensive income/(- loss) for the period		-	-	1 634	-	1 634	266	1 900
Total comprehensive income		-	-	1 634	94 578	**96 212**	11 093	**107 305**
Balance at 31 December 2022		**4 659**	**194 629**	**-1 143**	**248 832**	**446 977**	**8 390**	**455 367**

More Holdco Apply AS
Consolidated statement of cash flows
for the year ended 31 December 2022

tNOK	Note	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES			
Net profit / (-loss) before tax from continuing operations		188 174	135 242
Net profit / (-loss) before tax from discontinued operations		-	-
Net profit / (-loss) for the period		188 174	135 242
Adjustments for:			
Depreciation, amortisation and impairment losses	12, 13, 14	77 303	67 274
Net foreign exchange differences		19 421	7 523
Gain (-) / loss on disposal of property, plant and equipment		-	358
Share of profit (-) / loss of associates or joint ventures	18	105	2 395
Interest received		-474	
Interest paid		44 146	35 388
Working capital adjustments:			
Change in inventories	9	-4	-3 007
Change in trade and other receivables	22	-15 799	-162 684
Change in trade and other payables	26	35 191	70 928
Change in accrued expenses and other current liabilities	26	13 005	-25 825
Cash from operating activities		**361 068**	**127 592**
Interest received		474	40
Interest paid		-44 146	-35 388
Taxes paid		-13 982	-11 581
Net cash flows from operating activities		**303 414**	**80 663**
CASH FLOWS FROM INVESTING ACTIVITIES:			
Purchase of property, plant and equipment	13	-23 833	-22 171
Purchase of intangible assets	12	-31 030	-15 801
Receipts from net investment in the lease	14	-491	-
Net cash receipts (-payment) related to other investments		-	-2 500
Net cash flows from investing activities		**-55 353**	**-40 472**
CASH FLOWS FROM FINANCING ACTIVITIES:			
Repayment of interest-bearing loans and borrowings		-	-77 774
Dividend paid to equity holders of the company	26	-170 000	5 850
Dividend paid to non controlling interests	26	-9 900	-7 920
Net change in other non-current liabilities		-	533
Net cash flows from financing activities		**-179 900**	**-79 311**
Net change in cash and cash equivalents		68 161	-39 120
Cash and cash equivalents at beginning of year	25	74 467	113 588
Cash and cash equivalents at end of year		**142 629**	**74 467**

More Holdco Apply AS

Notes to the consolidated financial statements 2023

1. Corporate information

The consolidated financial statements of More Holdco Apply AS (hereby referred to as 'More Holdco Apply', 'the More Holdco Apply group' or simply 'the Group') for the fiscal year 2023 were approved and authorised for issue in the board meeting held at 12th June 2024.

The parent company More Holdco Apply AS is a private limited liability company, incorporated in Norway and headquartered in Stavanger. The address of its registered office is Moseidsletta 122, 4033 Stavanger.

More Holdco Apply has up until 21 December 2023 been part of the Remold Group (previously Moreld Group), and hence has not prepared separate consolidated statements for the previous years. With effect from 21 December 2023, More Holdco Apply AS incl. Subsidiaries are wholly owned subsidiaries of the newly established Moreld Group. The ultimate Norwegian parent company Moreld Holding AS, founded during the last half of 2023, will not prepare consolidated financial statements for 2023, but is relying upon the exemption allowing for the first accounting year to exceed 12 months when preparing consolidated annual reports as of 31 December 2024, and hence More Holdco Apply AS are submitting separate consolidated financial statements for 2023.

The More Holdco Apply group offers comprehensive services to the offshore energy, renewable and onshore markets.

2. Significant accounting policies

2.1 Basis of preparation

The consolidated financial statements have been prepared in accordance with the Norwegian Accounting Act §3-9 and regulation on simplified IFRS (2014) as approved by the Ministry of Finance on 3 November 2014. This means that the measurement and recognition in all material respects are in accordance with International Financial Reporting Standards (IFRS) which have been adopted by the EU and are mandatory for financial years beginning on or after 1 January 2023, and disclosures are in accordance with the Norwegian Accounting Act and generally accepted accounting principles in Norway (NGAAP).

The consolidated financial statements are prepared on a historical cost basis, except for certain financial instruments, which are measured at fair value.

2.2 Functional currency and presentation currency

Functional currency

The functional currency is determined for each entity in the Group based on the currency of the entity's primary economic environment. Transactions in foreign currencies are translated to the functional currency using the exchange rate at the date of the transaction. At the end of each reporting period foreign currency monetary items are translated using the closing rate, non-monetary items that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction and non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The accounting effects from changes in exchange rates are recognized in the accounting period in which they occur.

Presentation currency

The Group's presentation currency is NOK. This is also the parent company's functional currency.

The statement of financial position figures of entities with a different functional currency are translated at the exchange rate prevailing at the end of the reporting period for balance sheet items, including goodwill, and the exchange rate at the date of the transaction for profit and loss items. Monthly average exchange rates are used as an approximation of the transaction date exchange rates. Related currency translation differences are recognized in other comprehensive income ("OCI").

When investments in foreign subsidiaries are sold, the accumulated translation differences relating to the subsidiary attributable to the equity holders of the parent are recognized in the statement of comprehensive income. When a loss of control, significant influence or joint control occurs, the accumulated translation differences related to investments allocated to controlled interests is recognized in profit and loss.

When a partial disposal of a subsidiary (not loss of control) occurs, a proportionate share of the accumulated translation differences is allocated to non-controlling interests.

2.3 Basis of consolidation

The Group's consolidated financial statements comprise the parent company and its subsidiaries as of 31 December 2023. An entity has been assessed as being controlled by the Group when the Group is exposed to or have the rights to variable returns from its involvement with the entity and has the ability to use its power over the entity to affect the amount of the Group's returns.

Thus, the Group controls an entity if and only if the Group has all of the following:
- power over the entity;
- exposure, or rights, to variable returns from its involvement with the entity; and
- the ability to use its power over the entity to affect the amount of the Group's returns.

There is a presumption that if the Group has the majority of the voting rights in an entity, the entity is considered as a subsidiary. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over the entity. Including ownership interests, voting rights, ownership structure and relative power, as well as options controlled by the Group and shareholder's agreement or other contractual agreements. The assessments are done for each individual investment. The Group re-assesses whether or not it controls an entity if facts and circumstances indicate that there are changes to one or more of the three elements of control.

Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Non-controlling interests is presented separately under equity in the Group's balance sheet.

Change in ownership interest without loss of control
A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

The consideration is recognized at fair value and the difference between the consideration and the carrying amount of the non-controlling interests is recognized at the equity attributable to the parent.

Loss of control
In cases where changes in the ownership interest of a subsidiary lead to loss of control, the consideration is measured at

fair value. Assets (including goodwill) and liabilities of the subsidiary and non-controlling interest at their carrying amounts are derecognized at the date when the control is lost.

The fair value of the consideration received is recognized and any investment retained is recognized at fair value. Gain or loss is recognized in profit and loss at the date when the control is lost.

3. Summary of significant accounting policies

3.1 Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value, and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in other operating expenses.

The Group determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organised workforce with the necessary skills, knowledge, or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

When acquiring a business, all financial assets and liabilities are assumed for appropriate classification and designation in accordance with contractual terms, economic circumstances and pertinent conditions at the acquisition date. The acquired assets and liabilities are accounted for at fair value in the Group consolidated statement of financial position.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IFRS 9 Financial Instruments, is measured at fair value with the changes in fair value recognized in the statement of profit or loss in accordance with IFRS 9. Other contingent consideration that is not within the scope of IFRS 9 is measured at fair value at each reporting date with changes in fair value recognized in profit or loss.

Goodwill

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a cash-generating unit (CGU) and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

3.2 Investments in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. The considerations made in determining significant influence or joint control are similar to those necessary to determine control over subsidiaries. The Group investment in its joint venture is accounted for using the equity method.

Under the equity method, the investment in a joint venture is initially recognized at cost. The carrying amount of the investment is adjusted to recognize changes in the Group's share of net assets of the joint venture since the acquisition date. Goodwill relating to the joint venture is included in the carrying amount of the investment and is not tested for impairment separately.

The statement of profit or loss reflects the Group's share of the results of operations of the associate or joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognized directly in the equity of the associate or joint venture, the Group recognizes its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.

The aggregate of the Group's share of profit or loss of an associate and a joint venture is shown on the face of the statement of profit and loss outside operating profit and represents profit or loss after tax and noncontrolling interests in the subsidiaries of the associate or joint venture.

The financial statements of the associate or joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognize an impairment loss on its investment in its associate or joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, and then recognizes the loss within 'Share of profit of an associate and a joint venture' in the statement of profit or loss.

Upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognizes any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognized in profit or loss.

3.3 Current versus non-current classification

The Group presents assets and liabilities in the consolidated statement of financial position as either current or non-current.

The Group classifies an asset as current when it:

- Expects to realise the asset, or intends to sell or consume it, in its normal operating cycle
- Holds the asset primarily for the purpose of trading
- Expects to realise the asset within twelve months after the reporting period

Or

- The asset is cash or a cash equivalent, unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current, including deferred tax assets.

The Group classifies a liability as current when it:

- Expects to settle the liability in its normal operating cycle
- Holds the liability primarily for the purpose of trading
- Is due to be settled within twelve months after the reporting period

Or

- It does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current, including deferred tax liabilities.

3.4 Revenue recognition

Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

The services performed in all business divisions are recognized as performance obligations satisfied over time. Revenue for these services is recognized based on the stage of completion of the contract work.

Construction contracts

The Group operates both fixed price- and cost-plus construction contracts. The contracts are for the construction of assets with no alternative use and the Group has enforceable rights to payment for performance completed to date. Revenues from construction contracts are recognized over time, measuring progress using an input method. Revenue is recognized on the basis of the Group's efforts of inputs to the satisfaction of a performance obligation (for example, resources consumed, labour hours expended, cost incurred or time elapsed) relative to the total expected inputs to the satisfaction of that performance obligation. If the Group's efforts or inputs are expended evenly throughout the performance period, it may be appropriate for the entity to recognize revenue on a straight-line-basis.

If the Group can reasonably measure its progress towards complete satisfaction of the performance obligation, the Group recognizes revenue for a performance obligation satisfied over time.

The directors consider that this input method is an appropriate measure of the progress towards complete satisfaction of these performance obligations under IFRS 15.

Revenue from rendering of services

Revenues from the rendering of service-related performance obligations are considered distinct when they are regularly supplied by the Group to other customers on a stand-alone basis and are available to customers from other providers in the market. Revenue relating to the rendering of services is recognized over time based on the stage of completion of the contract.

The directors have assessed that the stage of completion determined as the proportion of the total time expected to the services has elapsed at the end of the reporting period is an appropriate measure of progress towards complete satisfaction of these performance obligations under IFRS 15. Payment for services is not due from the customer until the services are complete and therefore a contract asset is recognized over the period in which the services are performed representing the Group's right to consideration for the services performed to date.

Sale of goods
Revenue is generated from the sale of equipment. When the equipment sale is determined to constitute a separate performance obligation, it is satisfied at a point in time, when control of the equipment is passed to the customer. Consequently, the Group recognizes revenue from the sale of equipment at a point in time upon satisfaction of the performance obligation.

Interest income
Interest income is recognized as the interest accrues, unless collectability is uncertain. Interest income is included in finance income in the consolidated statement of profit and loss.

Contract balances
Contract assets
A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.

Trade receivables
A receivable represents the Group's right to an amount of consideration that is unconditional.

Contract liabilities
A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognized when the payment is made. Contract liabilities are recognized as revenue when the Group fulfils the performance obligation(s) under the contract.

3.5 Segments
The Executive Management Committee is the Chief Operating Decision Maker (CODM) and monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements.

3.6 Income tax
The tax expense consists of the tax payable and changes to deferred tax. Deferred tax/tax assets are calculated on all differences between the book value and tax value of assets and liabilities, with the exception of:

- temporary differences linked to goodwill that are not tax deductible
- temporary differences related to investments in subsidiaries, associates or joint ventures when the Group controls when the temporary differences are to be reversed and this is not expected to take place in the foreseeable future.

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

Deferred tax and deferred tax assets are measured on the basis of the expected future tax rates applicable to the companies in the Group where temporary differences have arisen based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. Deferred tax and deferred tax assets are recognized at their nominal value and classified as non-current asset investments (long-term liabilities) in the balance sheet.

Taxes payable and deferred taxes are recognized directly in equity to the extent that they relate to equity transactions.

3.7 Property, plant and equipment

Property, plant and equipment are valued at cost less any accumulated depreciation and any accumulated impairment losses. Subsequent costs are included in the asset's carrying amount when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

General expenditure on repairs and maintenance is recognized as an expense when incurred.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets.

Plant and equipment are derecognized on disposal and when no future economic benefits are expected from their use or disposal. Gains or losses arising from derecognition represent the difference between the net disposal proceeds, if any, and the carrying amount, and are included in the statement of comprehensive income in the year of derecognition.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

3.8 Leases

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

Group as a lessee

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

i) Right-of-use assets

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

ii) Lease liabilities

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

iii) Short-term leases and leases of low-value assets

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

Group as a lessor
Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income.

The Group enters from time to time into arrangements to sublease leased assets to third parties while the original lease contracts are in effect. The Group as intermediate lessor classifies the sublease by reference to the right-of-use asset arising from the head lease, rather than by reference to the underlying asset. The Group accounted for the sublease by (a) derecognizing the right-of-use asset relating to the head lease that it transfers to the sublessee and recognizing the net investment in the sublease; (b) recognizing any difference between the right-of-use asset and the net investment in the sublease in profit or loss; and (c) retained the lease liability relating to the head lease in its statement of financial position, which represents the lease payments owed to the head lessor. The net investment in the lease is the gross investment discounted at the interest rate implicit in the lease. The gross investment in the lease is the aggregate of the minimum lease payments receivable by the Group. The lease payments received from the lessee are treated as repayments of principal and finance income.

3.9 Intangible assets
Intangible assets that have been acquired separately are carried at cost. The costs of intangible assets acquired through an acquisition are recognized at their fair value in the Group's opening balance sheet. Capitalised intangible assets are recognized at cost less any amortisation and impairment losses.

Internally generated intangible assets, excluding capitalised development costs, are not capitalised but are expensed as incurred.

The economic life is either definite or indefinite. Intangible assets with a definite economic life are amortised over their economic life and tested for impairment if there are any indications. The amortisation method and period are assessed at least once a year. Changes to the amortisation method and/or period are accounted for as a change in estimate.

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

Patents and licenses
Amounts paid for patents and licenses are capitalised and amortised on a straight-line basis over the expected useful life.

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

3.10 Financial instruments

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

Financial assets

Initial recognition and measurement
Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, or at fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

Subsequent measurement
For purposes of subsequent measurement, financial assets are classified into the following categories:

- Financial assets at amortised cost (trade and other receivables)
- Financial assets at fair value through profit or loss

Financial assets at amortised cost (trade and other receivables)
The Group measures financial assets at amortised cost if both of the following conditions are met:
- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows, and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

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

Financial assets at fair value through profit or loss
Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term.

Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model.

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognized in the statement of profit or loss.

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

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of its continuing involvement.

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

For trade receivables and contract cost, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date.

Financial liabilities

Initial recognition and measurement
Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Subsequent measurement
The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss
Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by IFRS 9.

Gains or losses on liabilities held for trading are recognized in the statement of profit or loss.

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

3.11 Inventories

Inventories are stated at the lower of cost of acquisition or production and recoverable amount and comprise raw materials, work in progress, and finished goods. The costs of finished goods and work in progress include the cost of raw materials used and direct production costs. The recoverable amount is determined on an individual basis.

3.12 Cash and cash equivalents

Cash comprises cash at bank. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash, which are subject to an insignificant risk of change in value and have a maximum term to maturity of three months. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose of the statement of cash flows and are presented in current liabilities on the statement of financial position.

3.13 Equity

Equity and liabilities

Financial instruments are classified as liabilities or equity in accordance with the underlying economic realities.

Interest, dividend, gains and losses relating to a financial instrument classified as a liability are presented as an expense or income. Amounts distributed to holders of financial instruments that are classified as equity are recorded directly in equity. In accordance with simplified IFRS, the Group applies the continuous dividends approach with respect to recognition of dividends and group contributions. This means that the Group can distribute and recognise dividends through several levels in the group without having to wait for the dividends to be approved by the general meeting of the individual company.

Costs of equity transactions

Transaction costs directly related to an equity transaction are recognized directly in equity after deducting related tax expenses.

3.14 Other equity

Translation differences

Translation differences arise in connection with exchange-rate differences occurring when translating foreign entities for consolidation purposes.

Exchange-rate differences in monetary amounts (liabilities or receivables) which are in reality a part of a company's net investment in a foreign entity are also included as translation differences.
If a foreign entity is sold, the accumulated translation difference linked to the entity is reversed and recognized in the statement of comprehensive income in the same period as the gain or loss on the sale is recognized.

3.15 Provisions

A provision is recognized when the Group has an obligation (legal or self-imposed) as a result of a previous event, it is probable (more likely than not) that a financial settlement will take place as a result of this obligation and the size of the amount can be measured reliably. If the effect is considerable, the provision is calculated by discounting estimated future cash flows using a discount rate before tax that reflects the market's pricing of the time value of money and, if relevant, risks specifically linked to the obligation.

Onerous contracts

If the Group has a contract that is onerous, the present obligation under the contract is recognized and measured as a provision. However, before a separate provision for an onerous contract is established, the Group recognizes any impairment loss that has occurred on assets dedicated to that contract.

Restructuring provisions

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

3.16 Contingent liabilities and assets

Contingent liabilities (less than 50% likelihood of resulting in cash outflows) are not recognized in the financial statements. Significant contingent liabilities are disclosed, with the exception of contingent liabilities that are considered remote of occurring. Contingent assets are not recognized in the financial statements but are disclosed if it is more likely than not that a benefit will be received by the Group.

3.17 Related parties

Related parties are individuals and companies where the individual or Group has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions.

3.18 Events after the reporting date

Events after the reporting date are those events, favourable and unfavourable, that occur between the reporting date and the date when the financial statements are authorised for issue. Adjusting events require the Group to adjust the amounts recognized in its financial statements while non-adjusting events do not require any adjustments to the amounts recognized in the financial statements.

4. SIGNIFICANT ACCOUNTING ESTIMATES, JUDGEMENTS AND DEFINITIONS

4.1 Significant accounting estimates and judgements

The preparation of the Group's consolidated financial statements requires Management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets, liabilities and the accompanying disclosures, and the disclosure of contingent liabilities. Use of available information and application of judgement are inherent in the formation of estimates.

Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. Actual results in the future could differ from such estimates and the differences may be material to the consolidated financial statements. These estimates are reviewed on a regular basis and if a change is needed, it is accounted for in the year the change becomes known.

The Group based its assumptions and estimates on parameters available when the consolidated financial statements are prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Judgements made in applying accounting policies

In the process of applying the Group's accounting policies, Management has made the following judgements, which have the most significant effect on the amounts recognized in the consolidated financial statements:

Assessing control versus joint control

The determination of whether More Holdco Apply's investments in other entities constitute subsidiaries (control alone), and should be fully consolidated, or investments in joint ventures (joint control with other shareholders), for which the equity method should normally be applied requires significant judgement. The Group has assessed what constitutes relevant activities and who controls the decision-making process related to these relevant activities when determining whether an investment constitutes a subsidiary or a jointly controlled investment. All facts and circumstances relating to the various relationships with other owners were factored in in the assessments.

Estimations of fair values and "value in use"

The Group measures financial instruments, such as derivatives, earn-out receivables and payables and shares, at fair value at each balance sheet date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, describes as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements at fair value on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Impairment of goodwill
The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the "value in use". Estimating value in use amount requires Management to make an estimate of the expected future cash flows and to choose a suitable discount rate in order to calculate the present value of those cash flows. The estimates used to calculate the "value in use" change from year-to-year based on operating results and market conditions. Changes in these estimates and assumptions could materially affect the determination of fair value and impairment.

4.2 Definitions

EBITDA
More Holdco Apply refers to EBITDA in its financial statements. EBITDA is defined as earnings before interest, taxes, depreciation and amortization. The Group makes regular use of EBITDA in the management and controlling of the business. Further, management is of the opinion that this information is useful to investors who wish to evaluate the company's operating performance, ability to repay debt and capability to pursue new business opportunities.

All figures are presented in 1000 NOK unless specifically stated otherwise

Note 5 **Group information**

The following subsidiaries in which More Holdco Apply AS has a direct investment are included in these consolidated financial statements:

Subsidiaries	Country	Equity interest 31.12.2023	Voting power 31.12.2023
Apply AS	Norway	100 %	100 %
Apply Capnor AS	Norway	67 %	67 %
Leidang Industripartner AS	Norway	100 %	100 %
Minox Technology AS	Norway	100 %	100 %

Detailed list of subsidiaries in the More Holdco Apply Group as of 31 December 2023:

Subsidiaries	Parent Company	Country	Direct ownership %	Group ownership % and voting %
Apply Poland Sp.z.o.o.	Apply AS	Poland	100 %	100 %
Apply Capnor Poland Sp.z.o.o.	Apply Capnor AS	Poland	100 %	67 %

Consolidated entities in 2022	Country	Equity interest 31.12.2022	Voting power 31.12.2022
Apply AS	Norway	100 %	100 %
Apply Capnor AS	Norway	67 %	67 %
Leidang Industripartner AS	Norway	100 %	100 %
Minox Technology AS	Norway	100 %	100 %

As More Holdco Apply AS was part of the Remold Group as at 31.12.22 (former Moreld Group), More Holdco Apply AS did not prepare separate consolidated financial statements for 2022. With effect from 21 December 2023, More Holdco Apply AS incl. Subsidiaries are wholly-owned subsidiaries of the newly established Moreld Group. The ultimate Norwegian parent company Moreld Holding AS, founded during the last half of 2023, will not prepare consolidated financial statements for 2023, but is relying upon the exemption allowing for the first accounting year to exceed 12 months when preparing consolidated annual reports as of 31 December 2024, More Holdco Apply AS are submitting separate consolidated financial statements for 2023.

Note 6 **Revenue**

The Group derives its revenue from contracts with customers for the transfer of goods and services over time and at a point in time in the following major areas of operations:

Per area of operation:	2023	2022
Energy	3 302 998	2 774 790
Marine	2 017	-
Industry	26 625	10 894
Total	**3 331 639**	**2 785 684**

Per geographic market:	2023	2022
Norway	3 169 226	2 692 030
UK	1 290	852
Other countries in Europe	4 898	35 717
Asia and Australia	728	46
Americas	11 196	2 810
Other countries	144 302	54 230
Total	**3 331 639**	**2 785 684**

Note 7 Construction contracts

Construction projects in progress at the end of the reporting period:

	31.12.2023	31.12.2022
Construction costs incurred	11 127 690	10 388 342
Plus recognised profits	1 515 850	1 379 971
(Less) recognised losses to date	-	-
Revenues on ongoing construction contracts	**12 643 540**	**11 768 313**
(Less): progress billings	-12 524 999	-11 699 589
Amounts due from (to) customers under construction contracts (not yet invoiced)	**118 542**	**68 724**

Recognised and included in the consolidated financial statements as amounts due:		
Contract assets: Amounts due from customers under construction contracts	192 589	200 328
Contract liabilities: Amounts due to customers under construction contracts	-74 048	-131 605
Amounts due from (to) customers under construction contracts (not yet invoiced)	**118 541**	**68 723**

Method used to account for construction contracts:
Revenues from construction contracts are recognised over time, measuring progress using an input method. Generally this is based on costs spent compared to total estimated costs or based on labour hours expended relative to the total expected hours. Long-term contracts (including contracts that are not fixed price) with KPI's and lump-sum compensation elements give rise to estimation uncertainty. Estimation uncertainty related to earned revenue, variations and cost to complete is evaluated and measured at the best estimate. Recoverable amounts from variation orders and incentive payments are recognised when they are measurable and deemed likely to result in revenue. This evaluation is adjusted by Management's judgement of claims to be imposed by customers usually relating to contractual delivery terms. Judgements are continuously reviewed and are based on past experience and expectations of future events. The resulting accounting estimates will, by definition, rarely match actual figures precisely.

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional. Any amount previously recognised as a contract asset is reclassified to trade receivables at the point at which it is invoiced to the customer.

Payment for services is not due from the customer until the services are complete and therefore a contract asset is recognised over the period in which the services are performed to represent the entity's right to consideration for the services transferred to date. For contracts that include payment for instalments, the Group may receive consideration before the Group transfers goods or services to the customer. Such prepayments are recognised as a contract liability.

Note 8 **Cost of sales**

	2023	2022
Cost of goods sold	892 793	1 457 140
Cost of handling	-	5 574
Cost of consultancy and engineering	732 855	9 470
Other items	753	1 747
Total	**1 626 401**	**1 473 931**

Note 9 **Inventories**

Net book value of inventories	31.12.2023	31.12.2022
Raw materials	-	-
Work in progress	-	-
Finished goods	12 620	12 616
Total	**12 620**	**12 616**

Write down of inventories included in the net book value	31.12.2023	31.12.2022
Raw materials	-	-
Work in progress	-	-
Finished goods	-	-
Total	**-**	**-**

Write down of inventories included in cost of sales (P&L)	-	-

Note 10 **Employee benefits**

	2023	2022
Salaries and wages (excl. bonuses)	966 660	745 439
Bonuses	3 021	2 687
Social security tax	161 616	116 801
Pension costs	58 058	39 662
Other benefits	30 475	22 177
Total salaries and personnel expenses	**1 219 830**	**926 766**
Number of full time equivalents at the end of the year	2 182	2 300

Salaries and personnel expenses charged to other financial statement lines:	2023	2022
Salaries and personnel expense included in Cost of Sales	-	-
Salaries and personnel expense included in R&D	5 939	4 167
Other capitalized assets	-	-
Total	**5 939**	**4 167**

Key Management personnel compensation 2023	Board remuneration	Salary	Pension cost	Other benefits	Total
Management					
Chief Executive Officer		4 247	88	3 992	8 327
Board of Directors					
Chairman	-				-
Board members	150				150
Total remuneration	**150**	**4 247**	**88**	**3 992**	**8 477**

In 2022 Directors fees amounted to mNOK 0,15

Remuneration to independent auditor (excl. VAT):	2023	2022
Audit fee	1 170	1 028
Audit related fee, incl. attestation services	173	205
Tax services	125	121
Other non-audit related assistance	6	-
Total	**1 474**	**1 354**

Contribution plans

The Group has an occupational pension scheme in accordance with the Norwegian law on required occupational pension ("lov om obligatorisk tjenestepensjon") for all employees in Norwegian companies. The Group's pension arrangements fulfil the requirements of the law. The Group's defined contribution plan is organised in accordance with Norwegian legislation on defined contribution pensions ("lov om innskuddspensjon").

Further, the Group has several defined contribution plans in their foreign subsidiaries.

Note 11 **Other operating expenses**

	2023	2022
Premises expenses	15 633	15 102
Consultancy fees and external personnel	3 819	6 755
Repair and maintenance costs	267	300
Rental and leasing costs	10 900	4 494
Auditor remuneration	1 474	1 354
IT expenses	59 316	46 094
Travel and marketing	39 827	34 318
Other operating costs	39 036	39 985
Total	**170 271**	**148 401**

Note 12 **Goodwill and other intangible assets**

Acquisition cost	Research and development	Patents and licenses with definite useful lives	Goodwill	Total
Acquisition cost as at 1 January 2022	**78 884**	**-**	**346 071**	**424 955**
Additions from business combinations in the year	-	-	-	-
Additions and adjustments in the year	14 614	479	-	15 093
Disposal in the year	-	-	-	-
Disposal in the year due to discontinued operations	-	-	-	-
Net foreign currency exchange differences	-	-	-	-
Acquisition cost as at 31 December 2022	**93 498**	**479**	**346 071**	**440 048**
Additions from business combinations in the year	-	124	-	124
Additions in the year	29 015	2 015	-	31 030
Disposal in the year	-	-3 189	-	-3 189
Net foreign currency exchange differences	-	-	-	-
Acquisition cost as at 31 December 2023	**122 513**	**-571**	**346 071**	**468 013**
Accumulated amortisation				
Accumulated amortisation as at 1 January 2022	**48 675**	**-**	**1 436**	**50 111**
Amortisation expense	10 933	193	-	11 127
Disposal in the year due to discontinued operations	-	-	-	-
Impairment loss	-	-	-	-
Net foreign currency exchange differences	-	-	-	-
Accumulated amortisation as at 31 December 2022	**59 608**	**193**	**1 436**	**61 238**
Assets held for sale	-	-	-	-
Amortisation expense	12 547	216	-	12 764
Disposal in the year	-	-3 189	-	-3 189
Impairment loss	-	-	-	-
Net foreign currency exchange differences	-54	-	-	-54
Accumulated amortisation as at 31 December 2023	**72 102**	**-2 779**	**1 436**	**70 759**
Net carrying amount as at 1 January 2022	**30 209**	**-**	**344 634**	**374 843**
Net carrying amount as at 31 December 2022	**33 890**	**286**	**344 634**	**378 810**
Net carrying amount as at 31 December 2023	**50 412**	**2 208**	**344 634**	**397 254**
Estimated useful life	2-5 years	3-10 years	Indefinite	
Depreciation method	Linear	Linear	NA	

Impairment assessment of goodwill and adjustment to goodwill in 2023

Goodwill is tested for impairment on an annual basis, and more frequently if there are indications that amounts may be impaired. In accordance with IAS 36 Impairment of assets, the carrying amount of the cash generating unit to which the goodwill has been allocated is compared with the recoverable amount of the cash generating unit. The recoverable amount is mainly determined based on value in use calculations. Value in use is determined by using the discounted cash flow method. The calculations use cash flow projections based on the latest strategic forecasts. Cash flows beyond 2028 are stipulated by extrapolation using a constant nominal growth rate.

Key assumptions in the value in use calculations

Growth rate

Cash flows in 2028 and beyond are extrapolated using estimated growth rates of 2%. The growth rates used are considered reasonable by the Management in relation to the general industry expectations.

Discount rate

The discount rate is based on a weighted average cost of capital (WACC) method. The cost of equity is derived from the expected return on investment by the Group's investors by using the Capital Asset Pricing Model (CAPM). The risk-free interest rate is estimated on a 10-year Norwegian government bond interest rate and is based on all cash flows being translated to NOK. The risk premium is the entity's systematic risk as represented by the Beta value multiplied by the market's risk premium including a specific small-cap premium. Market risk premium of 5% is reflected in the discount rate. Entity specific risk is incorporated by applying individual debt premium. The Beta factor is based on publicly available market information. Cost of debt is based on the interest-bearing borrowings the Group is obliged to service. The estimated capital structure is based on the average capital structure in the industry in which the cash generating unit operates and an assessment of a reasonable and prudent long-term capital structure.

Long term EBITDA margin

Long term EBITDA margin is one of the key assumptions.The EBITDA margin used in the cash flows is based on latest forecasts and prognoses and with an expected increase in the following years.

Sensitivity analysis for key assumptions

A sensitivity analysis has been performed over the key assumptions applied in the valuation model. These key assumptions are the WACC and the long-term EBITDA margin used in the model. The sensitivity analysis shows no changes in the impairment

Note 13 **Property, Plant & Equipment**

Acquisition cost	Buildings and plants	Machinery	Equipment	Other equipment	Total
Acquisition cost as at 1 January 2022	**-**	**-**	**30 289**	**40 019**	**70 309**
Additions from business combinations in the year	-	-	-	-	-
Additions in the year	-	3 333	8 453	10 413	22 200
Disposal in the year	-	-	121	-	121
Disposal in the year due to discontinued operations	-	-	-	-	-
Net foreign currency exchange differences	-	-	-	-	-
Acquisition cost as at 31 December 2022	**-**	**3 333**	**38 863**	**50 433**	**92 629**
Additions purchased property, plant and equipment	925	2 227	6 186	14 495	23 833
Disposals	-	-195	-1 557	-	-1 752
Assets held for sale	-	-	-	-	-
Net foreign currency exchange differences	262	3 025	393	-	3 680
Acquisition cost as at 31 December 2023	**1 187**	**8 390**	**43 885**	**64 928**	**118 390**
Accumulated depreciation					
Accumulated depreciation as at 1 January 2022	**-**	**-**	**18 340**	**24 691**	**43 031**
Disposal in the year due to discontinued operation	-	-	-	-	-
Depreciation expense	164	1 913	6 398	4 409	12 883
Disposals	-	-	-	-	-
Impairment loss	-	-	-	-	-
Net foreign currency exchange differences	-	-	-121	-	-121
Accumulated depreciation as at 31 December 2022	**164**	**1 913**	**24 616**	**29 100**	**55 793**
Assets held for sale					-
Depreciation expense	261	2 444	7 585	7 718	18 009
Disposals	-	-205	-1 524	-	-1 728
Impairment loss	-	-	-	-	-
Net foreign currency exchange differences	166	2 077	218	-	2 461
Accumulated depreciation as at 31 December 2023	**591**	**6 229**	**30 896**	**36 818**	**74 534**
Net carrying amount as at 1 January 2022	**-**	**-**	**11 949**	**15 329**	**27 278**
Net carrying amount as at 31 December 2022	**-164**	**1 421**	**14 247**	**21 333**	**36 836**
Net carrying amount as at 31 December 2023	**596**	**2 161**	**12 989**	**28 110**	**43 856**
Estimated useful life	3-25 years	3-10 years	3-20 years	3-10 years	
Depreciation method	Linear	Linear	Linear	Linear	

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Note 14 **Leasing**

Right-of-use assets
The Group leases several assets such as offices and other facilities, machinery and equipment as well as vehicles. The Group's right-of-use assets are categorised and presented in the table below:

Acquisition cost	Buildings and plants	Other equipment	Total
Acquisition cost as at 1 January 2022	**495 833**	**2 430**	**498 263**
Additions in the year	36 930	1 304	38 234
Disposal in the year	-	-	-
Disposal in the year due to discontinued operations	-	-	-
Net foreign currency exchange differences	-	-	-
Acquisition cost as at 31 December 2022	**532 764**	**3 733**	**536 497**
Additions of right-of-use assets	34 362	-	34 362
Disposals	-	-	-
Net foreign currency exchange differences	-	-	-
Acquisition cost as at 31 December 2023	**567 126**	**3 733**	**570 859**
Accumulated depreciation			
Accumulated depreciation as at 1 January 2022	**140 478**	**1 875**	**142 353**
Depreciation expense	44 844	678	45 522
Disposal in the year	-	-	-
Disposal in the year due to discontinued operations	-	-	-
Impairment loss	-2 258	-	-2 258
Net foreign currency exchange differences	-700	-	-700
Accumulated depreciation as at 31 December 2022	**182 364**	**2 553**	**184 917**
Depreciation	47 943	644	48 587
Disposals	-	-	-
Impairment loss	-2 056	-	-2 056
Net foreign currency exchange differences	-1 630	-	-1 630
Accumulated depreciation as at 31 December 2023	**226 621**	**3 197**	**229 817**
Net carrying amount as at 1 January 2022	**355 356**	**554**	**355 910**
Net carrying amount as at 31 December 2022	**350 400**	**1 180**	**351 580**
Net carrying amount as at 31 December 2023	**340 505**	**537**	**341 042**
Estimated useful life	5-20 years	3-5 years	
Depreciation method	Linear	Linear	

Lease liabilities

Undiscounted lease liabilities and maturity of cash outflows	31.12.2023	31.12.2022
Not later than one year	71 110	65 132
Between one and five years	246 663	237 643
Later than five years	195 076	233 638
Total future minimum lease payments	512 849	536 414
Less: amount representing interest	-113 999	-130 105
Present value of total lease liabilities	**398 850**	**406 309**
Included in the consolidated financial statements as:		
Current liabilities	46 224	40 163
Non-current liabilities	352 626	366 146
Total	**398 850**	**406 309**

Options in significant lease agreements have not been included in the calculations.

Note 15 **Interest-bearing liabilities**

Overview of interest-bearing liabilities at 31 December 2023

Facility	Currency	Borrower	Type (credit facility, term loan etc)	Maturity	Total credit limit	Nominal amount	Remaining, unamortized financing fees	Net book value 31.12.2023
Liabilites to financial institutions	NOK	n.a.	n.a.	n.a.	-	-	-	-
Total interest-bearing liabilities					-	-	-	-

Non-current interest-bearing loans and borrowings	-
Other current interest-bearing loans and borrowings	-
Total interest-bearing liabilities	-

Financial assistance with respect to aquistion of shares in the company
Moreld Group AS has aquired 100 % of the shares in More Holdco Apply AS, pursuant to a share purchase agreement dated 3 November 2023.

The Buyer has entered into a super senior revolving credit facility as borrower with SpareBank 1 SR-Bank ASA as lender pursuant to the terms of which the Lender will make available a facility in the aggregate amount of MNOK 200 for the purpose of refinancing certain existing debt of the Company and its subsidiaries and the general corporate and working capital requirements of the Group. Further, the Company's indirect parent, Aurora Group plc has entered into an indenture governing the MUSD 100 aggregate principal amount of 13,5% Senior Secured Notes due 2027, with The Bank of New York Mellon as trustee and U.S. notes collateral agent.

More Holdco Apply AS shall accede to the Senior Secured Facility Agreement as a guarantor, and the intercreditor agreement, among others, the Ultimate Parent, SpareBank 1 SR-Bank ASA as credit facility agent, The Bank of New York Mellon as senior secured bond trustee and Nordic Trustee AS as security agent for the secured parties.

In addition, More Holdco Apply AS has entered into the Indenture, such that the Company's granting of guarantee and security have become effective upon having completed the formal procedures in accordance with and pursuant to Section 8-10 of the Companies Act, including filing of the Board's statement with the Norwegian Register of Business Enterprises.

More Holdco Apply AS has entered into the following security documents with the Security Agent for the creation of security under or in relation to the Debt Documents:
a) a first priority pledge over 100% of the shares in Apply AS
b) a first priority floating charge over its account receivables
c) a first priority floating charge over its inventory; and
d) a first priority floating charge overt its machinery and plant.

In consideration for becoming a guarantor under the Debt Documents, and providing the security under the Security Documents, the Buyer will pay a guarantee commission per annum.

Available credit lines	31.12.2023	31.12.2022
Total credit lines	-	-
Utilized	-	-
Available credit at end of period	-	-

Overview of interest-bearing liabilities at 31 December 2022

Facility	Currency	Borrower	Type (credit facility, term loan etc)	Maturity	Total credit limit	Nominal amount	Remaining, unamortized financing fees	Net book value 31.12.2022
Liabilites to financial institutions	NOK	n.a.	n.a.	n.a.	-	-	-	-
Total interest-bearing liabilities					-	-	-	-

Note 16 **Financial instruments - Financial risk and management objectives and policies**

The Group's principal financial liabilities comprise loans and borrowings, and trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include trade receivables, cash and cash equivalents that derive directly from its operations.

The Group is exposed to market risk, interest rate risk and liquidity risk. The Group's Management is responsible for managing these risks, whereas the Board of Directors is responsible for overseeing the management of the risks being presented.

Market risk
Market risk is the risk that the future cash flows or fair value of a financial instrument will fluctuate because of changes in market prices. Market risk includes interest risk and currency risk. Financial instruments affected by market risk include loans and borrowings and deposits.

Interest rate risk
Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt with floating rates.

Liquidity risk
Liquidity risk represents the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's policy to managing liquidity is to ensure that it will always have sufficient liquidity reserves to meet its liabilities when due. Prudent liquidity risk management includes maintaining sufficient cash and the availability of funding from an adequate amount of committed credit facilities. The objective is to maintain a balance in the funding through the use of bank deposits, bank loans, leases and intra-group loans in addition to maintaining a sufficient and sound equity and closely monitor working capital.

Management monitors weekly and monthly forecasts of the Group's liquidity reserves closely in order to identify liquidity requirements in future periods. Rolling long-term forecast based on budget is also prepared and monitored.

Note 17 **Interest expenses**

	2023	2022
Interest on debt and borrowings	125	2 524
Interest factoring	16 614	8 434
Interest on lease liabilities (IFRS 16)	27 023	26 842
Other interest expenses	1 571	751
Total	**45 332**	**38 551**

Note 18 **Invesment in assosicates accounted for using the equity method**

Investments in associates and joint ventures	Investor	Comment	Date of acquisition	Date of disposal	Registered office	Ownership share	Voting share
Hydepoint AS	More Holdco Apply AS	1)	02.05.2022		Arendal	33,0 %	33,0 %

1) During 2023, More Holdco Apply AS has delivered services to Hydepoint for a total value of MNOK 7,5 (VAT excl.). More Holdco Apply AS has the right and obligation to convert the accrued amount to Class A shares in Hydepoint AS. Such conversion has been completed in March 2024.

Companies accounted for using the equity method

2023	Hydepoint AS	Total 2023
Net book value at the beginning of period	**105**	**105**
Share of profit/(loss), net of tax	-105	**-105**
Net book value at the end of period	**-**	**-**

2022	Hydepoint AS	Total 2022
Net book value at the beginning of period	**-**	**-**
Additions	2 500	**2 500**
Share of profit/(loss), net of tax	-2 395	**-2 395**
Net book value at the end of period	**105**	**105**

Note 19 **Income tax**

Specification of income tax expense
The tax benefit/(expense) is calculated based on income before tax and consists of current tax and deferred tax.

Specification of income tax expense	2023	2022
Income tax payable	37 056	25 103
Changes in deferred tax	6 226	4 734
Effect due to changes in tax rate	-590	-
Income tax expense	**42 692**	**29 837**

Income tax payable (statement of financial position)	31.12.2023	31.12.2022
Income tax payable	14 224	12 827
Paid during the year	-7 023	-6 865
Currency translation effect	-	-717
Tax payable (statement of financial position)	**7 201**	**5 245**

Income tax receivable (statement of financial position)	31.12.2023	31.12.2022
Tax receivable ("Skattefunn")	-1 437	-864
Tax receivable included in other current receivable (statement of financial position)	**-1 437**	**-864**

Effective Tax Rate
The table below reconciles the reported income tax expense to the expected income tax expense according to the corporate income tax rate of 22%. It also shows major components of tax expense (income).

	2023	2022
Corporate tax rate	22% / 19 %	22% / 19 %
Profit/(loss) before tax	188 174	135 242
Expected income tax applying nominal tax rate	41 398	29 753
Tax effect of the following items:		
Permanent differences	-96	331
Changes in not recognised deferred tax asset/reversal of not recognised deferred tax asset	206	-
Effect of different tax rates in other jurisdictions	-259	-861
Other	1 443	614
Income tax expense/income recognised in profit or loss	**42 692**	**29 837**
Effective tax rate	22,7 %	22,1 %

	31.12.2023		31.12.2022	
Specification of the tax effect of temporary differences and losses carried forward:	Assets	Liabilities	Assets	Liabilities
Property, plant and equipment and intangible assets	13 490	131	15 224	503
Current assets	-	-	42 730	-
Leasing	49 090	-	56 445	-
Provisions	44 783	-	7 767	-
Pension	1 282	-	699	-
Contracts	40 060	23 652	-20 071	-
Limitation of interest costs	18 083	-	18 444	-
Tax losses carried forward	-	-	47 836	-
Other	-	536	1 548	-
Total tax effect of temporary differences	166 788	24 319	170 621	503
Amounts not recognised (valuation allowance)/netted per entity	-2 034		-2 281	-64
Deferred tax assets/liabilities	**164 754**	**24 319**	**168 340**	**440**
Tax rate	22% / 19 %	22% / 19 %	22% / 19 %	22% / 19 %
Deferred tax assets	**34 657**		**37 035**	
Deferred tax liability		**3 998**		**97**
Net deferred tax assets/liabilities	**30 659**		**36 938**	

Note 20 **Trade and other receivables**

	31.12.2023	31.12.2022
Trade and other receivables	364 654	318 012
Expected credit loss (analysed below)	-	-
Total trade receivables	**364 654**	**318 012**
Other receivables	-	-
Total trade and other receivables	**364 654**	**318 011**

The above total represents the Group's maximum exposure to credit risk at the balance sheet date.

Allowance expected credit loss	31.12.2023	31.12.2022
Balance at 1 January	-	-
Expected credit loss recognised on receivables	-	-
Credit losses reversed	-	-
Credit loss defined as uncollectible	-	-
Balance at the end of the year	**-**	**-**

Note 21 **Contingent liabilities and Guarantees**

Contingent liabilities
A significant portion of the Group's business relates to construction contracts. There is uncertainty associated with the estimates related to such contracts where the outcome of future events might impact the financial statements at the reporting date. The financial reporting as at the reporting date is based on Management assessments based on all available, relevant information at the time and reflect Managements best estimate.

Guarantees
Liabilities related to guarantee work for projects are valued at estimated cost for the services. Estimation of costs is based on past experience of the level of guarantee work. The guarantee period within existing M&M contracts is two years. At 31.12.2023 the company has recognised a provision of NOK 19,3 million (21,7 million) related to guarantee work with regards to M&M contracts. NOK 14,9 million (15,9 million) of the provision is classified as current liabilities and NOK 4,4 million (4,4 million) is classified as non-current liabilities.

Guarantees issued at 31 December 2023	Currency	Amount
Guarantees under the SpareBank 1 SR-Bank facilities		
Performance guarantee	USD'000	3 700
Withholding tax	NOK'000	53 000

The parent company has a revolving credit facility with SR-Bank which was entered into by Moreld AS in 2021, where Apply AS has provided collateral over it's inventory, operating assets and accounts receivables ("løsørepant").
Furthermore a new intra group loan agreement was introduced between Moreld Group AS and SR Bank from 21.12.2023 where Apply AS provided collateral over it's inventory, operating assets and accounts receivables ("løsørepant")

In 2014 the group through Apply AS entered into a factoring agreement with a financial institution for the sale of receivables from defined customers. The limit is tNOK 330 000 (tNOK 230 000 in 2022). As of 31 December 2023 the total outstanding balance of receivables sold to and paid by the factoring provider amounts to tNOK 116 783 (tNOK 190 109 in 2022). Based on the factoring agreement, management has concluded to derecognise the specific receivables from the balance sheet to better reflect the underlying risks and rewards as the factoring provider has purchased and paid for the receivables and assumed the related credit risk. Apply retains the responsibility for not fulfilling their obligation under customer contracts, and if non-performance results in a sold receivable remaining unpaid after 60 days following due date, the company is committed to repurchase the trade receivable.

Note 22 **Other current assets**

	31.12.2023	31.12.2022
Prepayments to employees	2 096	159
Prepaid costs	29 975	23 062
Tax receivables	500	198
VAT and other taxes receivables	24 512	35 036
Accrued Income	152	6 900
Group contribution receivable	90 035	-
Other receivables	5 591	69 536
Total	**152 860**	**134 891**

Note 23 **Cash and cash equivalents**

	31.12.2023	31.12.2022
Short-term bank deposits	142 629	74 468
Cash and cash equivalents in the consolidated statement of financial position and cash flow statements	**142 629**	**74 468**

Included in the above balance are the following restricted cash balances:	31.12.2023	31.12.2022
Bank deposits for employee tax withholding	-	-
Restricted cash under SpareBank 1 SR-Bank facilities	-	-
Other restricted cash	-	-
Total restricted cash	**-**	**-**
Bank guarantee for employee tax withholding	53 000	43 000

Note 24 **Share capital, shareholder information and dividend**

	Number	Nominal amount (NOK)	Carrying value (NOK)
Share capital at 31 December 2023	4 659 523	1	4 659 523
Total	**4 659 523**		**4 659 523**

	Share capital	Share premium	Other paid in capital	Total
Balance as of 31 December 2022	4 659	194 629	-	199 288
Dividend		-170 000		-170 000
Redistribution of retained earnings/uncovered loss				-
Balance as of 31 December 2023	**4 659**	**24 629**	**-**	**29 288**

Ownership structure

Shareholder as of 31 December 2023:	Ordinary shares	Total	Ownership share	Voting share
Moreld Group AS	4 659 523	4 659 523	100 %	100 %
Total	**4 659 523**	**4 659 523**	**100 %**	**100 %**

Note 25 **Related party transactions**

The Group has the following debt to related parties as of 31 December 2023:	Interest-bearing loans and borrowings	Other current liabilities	Total 31.12.23
Group contribution to Global Maritime Group AS and Global Maritime AS	-	90 035	90 035
Total	**-**	**90 035**	**90 035**

The Group has the following debt to related parties as of 31 December 2022:	Other non-current liabilities	Other current liabilities	Total 31.12.22
n.a.	-	-	-
Total	**-**	**-**	**-**

Note 26 **Trade and other current liabilities**

	31.12.2023	31.12.2022
Trade liabilities	275 469	246 760
Trade liabilities	**275 469**	**246 760**
Accrued holiday allowance	94 733	72 983
Accrued salaries (including bonus)	63 828	33 228
Received, not invoiced materials and services	20 787	13 883
Other taxes payables	93 781	72 437
Group contribution payable	90 035	-
Other payables	104 853	134 032
Other current liabilities	**468 018**	**326 563**
Trade and other current liabilities	**743 487**	**573 323**

Note 27 **Subsequent events**

Overall, there hasn't been any significant subsequent events that are not reflected in the accounts and accompanying notes.

More Holdco Apply AS
Statement of profit and loss
for the period ended 31 December 2023

tNOK	Note	2023	2022
Revenue from contracts with customers (external)	3	7 501	-
Revenue and income		**7 501**	**-**
Cost of sales		7 501	-
Other operating expenses	2	159	220
Operating expenses		**7 660**	**220**
Operating income		**-159**	**-220**
Other interes income (-)		-	-6
Other financial income (-)		-7	-
Interest expense to group companies (+)		13 295	9 607
Other financial expesnes (+)		-	438
Income from subsidiaries (-)	3, 5	-193 363	-
Net profit/loss before tax expense		**179 915**	**-10 259**
Income tax expense	4	532	2 257
Net profit/loss for the period		**179 384**	**-8 002**
Allocation of net profit (-loss) for the period			
Other equity		179 384	-8 002
		179 384	**-8 002**

More Holdco Apply AS
Statement of financial position
as at 31 December 2023

tNOK

ASSETS	Note	31.12.2023	31.12.2022
Non-current assets			
Deferred tax assets	4	3 880	4 411
Investments in subsidiaries	3	367 900	367 900
Investments in associates and joint ventures	3	2 500	2 500
Total non-current assets		**374 280**	**374 811**
Current assets			
Trade and other receivables		7 970	-
Other current assets - intercompany	5	23 363	-
Cash and short term deposits	6	8	621
Total current assets		**31 341**	**621**
Total assets		**405 621**	**375 433**

EQUITY AND LIABILITIES	Note	31.12.2023	31.12.2022
Equity			
Share capital	7	4 659	4 659
Share premium reserves	7	24 629	194 629
Other equity	7	183 362	3 978
Total equity		**212 650**	**203 266**
Non-current liabilities			
Other non-current liabilities - intercompany	5, 8	185 444	172 148
Total non-current liabilities		**185 444**	**172 148**
Current liabilities			
Trade and other payables		15	15
Trade and other payables - intercompany	5	7 502	3
Social security, VAT and similar public debt		10	-
Other current liabilities	9	-	1
Total current liabilities		**7 527**	**18**
Total liabilities		**192 971**	**172 167**
Total equity and liabilities		**405 621**	**375 433**

Stavanger, June 12th 2024

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Geir Austigard
Chairman

DocuSigned by:
Trond Rosnes
EC534E825E71471...
Trond Rosnes
Board member

More Holdco Apply AS
Statement of cash flows
for the period ended 31 December 2023

tNOK	Note	2023	2022
CASH FLOWS FROM OPERATING ACTIVITIES			
Net loss before tax		179 915	-10 259
Adjustments for:			
Depreciation, amortisation and impairment losses		-	-
Impairment of financial assets		-	-
(Gain)/loss on disposal of financial assets		-	-
Working capital adjustments:			
Change in trade and other receivables	3	-7 970	
Change in trade and other payables	5	7 499	-39
Change in other current assets and liabilities	5,9	-23 354	728
Items classified as other investment/financing activities		-	438
Net cash flows from operating activities		**156 090**	**-9 131**
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment (including leases)		-	-
Purchase of intangible assets		-	-
Purchase of shares in subsidiaries and other companies	3	-	-2 500
Net cash flows from investing activities		**-**	**-2 500**

	Note	2023	2022
CASH FLOWS FROM FINANCING ACTIVITIES			
Dividend paid to equity holders of the company	7	-170 000	-
Proceed of interest-bearing debt	8	13 295	11 963
Payment of interest-bearing loans and borrowings		-	-438
Net cash flows from financing activities		**-156 705**	**11 525**
Net change in cash and cash equivalents	6	-613	-107
Cash and cash equivalents at beginning of the period	6	621	728
Cash effect due to mergers		-	-
Cash and cash equivalents at end of the period		**8**	**621**

More Holdco Apply AS
Notes to the financial statement 2023

Note 1 Accounting Principles
The financial statements have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles in Norway.

Use of estimates
The Management has used estimates and assumptions that have affected assets, liabilities, incomes, expenses and information on potential liabilities in accordance with generally accepted accounting principles in Norway.

Revenue recognition
Revenues from contracts with customers is recognised upon satisfaction of the performance obligations for the transfer of goods and services in each contract. The revenue amounts that are recognised reflect the consideration to which the company expects to be entitles in exchange for those goods and services.

Cost of sales and other expenses
Cost of sales and other expenses are recognised in the same period as the revenue to which they relate.

Income tax
The tax expense consists of the tax payable and changes to deferred tax. Deferred tax/tax assets are calculated on all differences between the book value and tax value of assets and liabilities. Deferred tax is calculated as 22 percent of temporary differences and the tax effect of tax losses carried forward. Deferred tax assets are recorded in the balance sheet when it is more likely than not that the tax assets will be utilized. Taxes payable and deferred taxes are recognised directly in equity to the extent that they relate to equity transactions.

Balance sheet classification
Current assets and liabilities consist of receivables and payables due within one year. Other balance sheet items are classified as fixed assets/non-current liabilities.

Current assets are valued at the lower of cost and fair value. Current and non-current liabilities are recognised at nominal value.

Subsidiaries and investment in associates
Subsidiaries and investments in associates are valued at cost in the company accounts. The investment is valued at cost of the shares in the subsidiary, less any impairment losses. An impairment loss is recognised if the impairment is not considered temporary, in accordance with generally accepted accounting principles. Impairment losses are reversed if the reason for the impairment loss disappears in a lather period.

Dividends, group contributions and other distributions from subsidiaries are recognised in the same year as they are recognised in the financial statement of the provider. If dividends/group contribution exceeds withheld profits after the acquisition date, the excess amount represents repayment of invested capital, and the distribution will be deducted from the recorded value of the acquisition in the balance sheet for the parent company.

Trade and other receivables
Trade and other current receivables are recorded in the balance sheet at nominal value less provisions for doubtful accounts. Provisions for doubtful accounts are based on an individual assessment of the different receivables.

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

Note 2 **Employee benefits expense**

Number of employees, renumeration, loans to employees etc.
In 2023 the Company did not have any employees nor have there been paid remuneration to the Board.
The Company is not required to have an occupational pension scheme in accordance with the Norwegian law on required occupational pension ("lov om obligatorisk tjenestepensjon") for all employees.

Remuneration to independent auditor (ex VAT):	2023	2022
Audit fee	96	102
Other non-audit related assistance	19	20
Total	**115**	**122**

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Note 3 **Investments in subsidiaries and joint ventures**

December 2023

Shares in subsidiaries	Date of acquisition	Registered office	Book value 31.12.2023	Ownership share	Voting share
Apply AS	26.09.2017	Stavanger	367 900	100,0 %	100,0 %
Total			**367 901**		

In November 2023, Apply AS resolved to pay out an extra dividend for 2022 of MNOK 170.

Subsidaries of Apply AS	Registered office	Ownership share	Voting share
Capnor AS	Stavanger	67,0 %	67,0 %
Apply Poland S.p. Z.o.o.	Krakow, Poland	100,0 %	100,0 %
Leidang Industripartner AS	Stavanger	100,0 %	100,0 %
Minox Technology AS	Notodden	100,0 %	100,0 %
Total			

Subsidaries of Capnor AS	Registered office	Ownership share	Voting share
Capnor Poland S.p. Z.o.o.	Poland	100,0 %	100,0 %
Total			

December 2022

Shares in subsidiaries	Date of acquisition	Registered office	Book value 31.12.2021	Ownership share	Voting share
Apply AS	26.09.2017	Stavanger	367 900	100,0 %	100,0 %
Total			**367 900**		

There has not been any changes in the ownership share or voting share of Apply's subsidaries in 2023

December 2023

Investments in associated companies and joint ventures	Date of acquisition	Registered office	Acquisition cost	Book value 31.12.2023	Ownership share	Voting share
Hydepoint AS	02.05.2022	Arendal	2 500	2 500	33,0 %	33,0 %
Total			**2 500**	**2 500**		

During 2023, More Holdco Apply AS has delivered services to Hydepoint for a total value of MNOK 7,5 (VAT excl.). More Holdco Apply AS has the right and obligation to convert the accrued amount to Class A shares in Hydepoint AS. Such conversion has been completed in February 2024.

December 2022

Investments in associated companies and joint ventures	Date of acquisition	Registered office	Acquisition cost	Book value 31.12.2022	Ownership share	Voting share
Hydepoint AS	02.05.2022	Arendal	2 500	2 500	33,00 %	33,00 %
Total			**2 500**	**2 500**		

Note 4 **Income tax expense**

Specification of income tax expense	2023	2022
Income tax payable	-	-
Changes in deferred tax and tax loss carry forward	531	-
Income tax expense	**531**	**0**

Calculation of current year tax	2023	2022
Net profit/loss before tax expense	179 915	-10 259
Permanent differences	- 177 500	-
Cut interest deduction	- 0	9 601
Tax basis for the year before group contribution	2 415	-658
Group contribution payable	-	-
Tax loss carry forward	-2 415	-
Tax basis for the year / tax loss carry forward	0	-658

Effective Tax Rate	2023	2022
Corporate tax rate	22 %	22 %
Loss before tax expense	179 915	-10 259
Expected income tax applying nominal tax rate	39 581	-2 257
Tax effect of the following items:		
Permanent differences	**-39 050**	**0**
Income tax expense / income recognised in profit or loss	531	**-2 257**
Effective tax rate	0,3 %	22,0 %

Specification of the tax effect of temporary differences and losses carried forward:	31.12.2023	31.12.2022
Accumulated tax loss carried forward	-	-2 416
Cut interest deduction	-17 636	-17 636
Total	-17 636	-20 052
Tax rate	22 %	22 %
Deferred tax	**-3 880**	**-4 411**

Note 5 **Transactions with related parties**

31 December 2023

Related party	Other non-current assets	Trade and other receivables	Total
Parent company	-	-	-
Subsidiaries	-	23 363	23 363
Total	**-**	**23 363**	**23 363**

More Holdco Apply AS has the following debt	Other non-current liabilities	Trade and other payables	Total
Parent company	-	-	-
Subsidiaries (Apply AS)	185 444	7 502	192 945
Total	**185 444**	**7 502**	**192 945**

Group contributions	Other current assets	Other current liabilities	Net rec. / (-debt)
Apply AS (group contribution given without tax effect)	7 500	-	7 500
Apply AS (group contribution given with tax effect)	15 863	-	15 863
Total / (-net debt)	**23 363**	**-**	**23 363**

31 December 2022

Related party	Other non-current assets	Trade and other receivables	Total
Parent company	-	-	-
Subsidiaries	-	-	-
Total	**-**	**-**	**-**

Related party	Other non-current liabilities	Other current liabilities	Total
Parent company	-	-	-
Subsidiaries	172 148	3	172 151
Total	**172 148**	**3**	**172 151**

Group contributions	Other current assets	Other current liabilities	Net rec. / (-debt)
Apply AS (group contribution given without tax effect)	-		
Total / (-net debt)	**-**	**-**	**-**

Note 6 **Cash and cash equivalents**

	31.12.2023	31.12.2022
Short-term bank deposits	8	621
Cash and cash equivalents in the statement of financial position and cash flow statements	**8**	**621**

Included in the above balance are the following restricted cash balances	31.12.2023	31.12.2022
Bank deposits for employee tax withholding	-	-
Restricted cash other	-	-
Total restricted cash	**-**	**-**

Note 7 **Equity**

	Share capital	Share premium reserves	Other Equity	Total equity
At 1 January 2023	4 659	194 629	3 978	203 266
Dividend		-170 000		-170 000
Profit for the period			179 384	179 384
As of 31 December 2023	**4 659**	**24 629**	**183 362**	**212 650**

Shareholders information

The share capital in More Holdco Apply AS as of 31 December 2023 consists of the following share classes:	Total shares	Face value (NOK)	Share capital
Ordinary shares	4 659 523	1	4 659 523
Total	**4 659 523**		**4 659 523**

Shareholders as of 31 December 2023:	Ordinary shares	Total shares	Ownership/ Voting share
Moreld Group AS	4 659 523	4 659 523	100 %
Total	**4 659 523**	**4 659 523**	**100 %**

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Note 8 **Interest-bearing liabilities**

Overview of interest-bearing liabilities at 31 December 2023

Facility	Currency	Type (credit facility, term loan etc)	Maturity	Total credit limit	Nominal amount	Remaining, unamortized financing fees	Net book value 31.12.2023
Loan Apply AS	NOK	Intercompany loan	n.a.	n.a.	185 444		185 444
Total interest-bearing liabilities					**185 444**	**-**	**185 444**

Financial assistance with respect to aquistion of shares in the company
Moreld Group AS has aquired 100 % of the shares in More Holdco Apply AS, pursuant to a share purchase agreement dated 3 November 2023.

The Buyer has entered into a super senior revolving credit facility as borrower with SpareBank 1 SR-Bank ASA as lender pursuant to the terms of which the Lender will make available a facility in the aggregate amount of MNOK 200 for the purpose of refinancing certain existing debt of the Company and its subsidiaries and the general corporate and working capital requirements of the Group. Further, the Company's indirect parent, Aurora Group plc has entered into an indenture governing the MUSD 100 aggregate principal amount of 13,5% Senior Secured Notes due 2027, with The Bank of New York Mellon as trustee and U.S. notes collateral agent.

More Holdco Apply AS shall accede to the Senior Secured Facility Agreement as a guarantor, and the intercreditor agreement, among others, the Ultimate Parent, SpareBank 1 SR-Bank ASA as credit facility agent, The Bank of New York Mellon as senior secured bond trustee and Nordic Trustee AS as security agent for the secured parties.

In addition, More Holdco Apply AS has entered into the Indenture, such that the Company's granting of guarantee and security have become effective upon having completed the formal procedures in accordance with and pursuant to Section 8-10 of the Companies Act, including filing of the Board's statement with the Norwegian Register of Business Enterprises.

More Holdco Apply AS has entered into the following security documents with the Security Agent for the creation of security under or in relation to the Debt Documents:
a) a first priority pledge over 100% of the shares in Apply AS
b) a first priority floating charge over its account receivables
c) a first priority floating charge over its inventory; and
d) a first priority floating charge overt its machinery and plant.

In consideration for becoming a guarantor under the Debt Documents, and providing the security under the Security Documents, the Buyer will pay a guarantee commission per annum.

Note 9 **Other current liabilities**

	31.12.2023	31.12.2022
Other payables	-	1
Other current liabilities	-	1

Note 10 **Guarantees**

The Company serves as guarantor for its subsidiaries as follows:

Parent comany guarantees
More Holdco Apply AS has granted the following parent company guarantees:

Equinor ASA: two parent company guarantees, whereas one relates to a contract which extends to 7 years, starting in 2020, with an option of 3 additional years. The other guarantee relates to a frame agreement expiring in 2026.

Aker BP ASA: the guarantee relates to a contract which extends to 2026, with an option of 2+2 years.

Other guarantees
More Holdco Apply AS has granted for the full payment and performance of Apply AS' lease option to Moseidsletta 122 Eiendom AS until February 2032.

More Holdco Apply AS has granted for the full payment of Apply AS' lease obligation to Espehaugen Holding AS until 1 June 2031 and for the full payment of Apply AS' lease obligation to Strandparken Nord Kontor AS until 9 July 2033.

Deloitte.

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Norway

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To the General Meeting of More Holdco Apply AS

INDEPENDENT AUDITOR'S REPORT

Opinion
We have audited the financial statements of More Holdco Apply AS, which comprise:

- The financial statements of the parent company More Holdco Apply AS (the Company), which comprise the balance sheet as at 31 December 2023, the income statement, statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.
- The consolidated financial statements of More Holdco Apply AS and its subsidiaries (the Group), which comprise the balance sheet as at 31 December 2023, statement of profit and loss, statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion

- the financial statements comply with applicable statutory requirements,
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2023, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and
- the consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 2023, and its financial performance and its cash flows for the year then ended in accordance with simplified application of International Accounting Standards according to the Norwegian Accounting Act section 3-9.

Basis for Opinion
We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company and the Group 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 (management) is responsible for the information in the Board of Directors' report. 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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Responsibilities of Management for the Financial Statements

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

In preparing the financial statements, management is responsible for assessing the Company's and the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern. The financial statements of the Company use the going concern basis of accounting insofar as it is not likely that the enterprise will cease operations. The financial statements of the Group use the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

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

Deloitte.

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.

Stavanger, 12 June 2024
Deloitte AS

Ommund Skailand
State Authorised Public Accountant
(electronically signed)

Independent auditor's report

Name	Date
Skailand, Ommund	**2024-06-14**

Identification

bankID Skailand, Ommund

Skattedirektoratet

Saksbehandler	Deres dato	Vår dato
Torstein Kinden Helleland	11.04.2018	14.05.2018
Telefon	Deres referanse	Vår referanse
22078139	Ronny Meinkøhn	2018/581044

SØRCO HOLDCO AS
PO Box 8040
4068 STAVANGER

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk for Sørco Holdco AS, org.nr. 918 274 790

Vi viser til deres brev av 11. april 2018 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for Sørco Holdco AS.

Skattedirektoratet gir på bakgrunn av en konkret vurdering Sørco Holdco AS dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen gjelder så lenge opplysningene som vedtaket baserer seg på ikke endres vesentlig.

Kopi av dette brevet må sendes Regnskapsregisteret i Brønnøysund sammen med årsregnskapet. Det påligger den regnskapspliktige å dokumentere ved dette brev at tillatelsen er gitt.

Bakgrunn
Sørco Holdco AS er eid av investeringsselskapet Hitec Vision. Selskapet er nystiftet og ny konsernspiss. Andre selskaper i konsernet har tidligere fått dispensasjon. Selskapet og datterselskaper investerer, eier og forvalter aksjer i selskaper som leverer produkter, tjenester og systemer til olje- og gassmarkedet, maritim sektor og industri-, bygg- og anleggsmarkedet, samt virksomhet som står i naturlig forbindelse med dette. Konsernets arbeidsspråk er engelsk. Konsernet opererer i sektorer der engelsk er det klart dominerende språket. All kommunikasjon med konsernets primære kunder og kreditorer foregår på engelsk. En norsk oversettelse vil kun ha til formål å oppfylle regnskapslovens språkkrav.

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

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

Postadresse
Postboks 9200 Grønland
0134 Oslo

Besøksadresse:
Se www.skatteetaten.no
Org.nr: 996250318
E-post:
skatteetaten.no/sendepost

Sentralbord
800 80 000
Telefaks
22 17 08 60

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

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

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

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt vekt på at selskapet er eid av et investeringsselskap. Eierkretsen er begrenset. Andre selskaper i konsernet har tidligere fått dispensasjon. Arbeidsspråket er engelsk. Videre er det vektlagt at alle sentrale aktører innen denne bransjen behersker og benytter engelsk.

Vennligst oppgi vår referanse ved henvendelser i saken.

Med hilsen

Rune Tystad
seniorrådgiver
Rettsavdelingen, foretaksskatt
Skattedirektoratet

Torstein Kinden Helleland

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer