



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2020 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 918 528 792
Organisasjonsform: Aksjeselskap
Foretaksnavn: CHAMPION BIDCO AS
Forretningsadresse: c/o Active Brands
Kabelgata 6
0580 OSLO

Regnskapsår

Årsregnskapets periode: 01.01.2020 - 31.12.2020

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: Regnskapslovens alminnelige regler

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Eskil Gundersen Koffeld
Dato for fastsettelse av årsregnskapet: 28.04.2021

Grunnlag for avgivelse

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

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

Brønnøysundregistrene, 05.12.2021



Resultatregnskap

Beløp i: NOK	Note	2020	2019
RESULTATREGNSKAP			
Kostnader			
Annen driftskostnad		3 813 000	177 000
Sum kostnader		3 813 000	177 000
Driftsresultat		-3 813 000	-177 000
Finansinntekter og finanskostnader			
Inntekt på investering i datterselskap og tilknyttet selskap		17 304 000	38 242 000
Renteinntekt fra foretak i samme konsern		285 000	4 032 000
Sum finansinntekter		17 589 000	42 274 000
Rentekostnad til foretak i samme konsern		3 840 000	375 000
Annen finanskostnad		46 810 000	41 722 000
Sum finanskostnader		50 650 000	42 097 000
Netto finans		-33 061 000	177 000
Ordinært resultat før skattekostnad		-36 874 000	0
Skattekostnad på ordinært resultat		-8 112 000	
Ordinært resultat etter skattekostnad		-28 762 000	0
Årsresultat		-28 762 000	0
Overføringer og disponeringer			
Overføringer til/fra annen egenkapital		-28 761 000	
Sum overføringer og disponeringer		-28 761 000	



Balanse

Beløp i: NOK	Note	2020	2019
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utsatt skattefordel		8 112 000	
Sum immaterielle eiendeler		8 112 000	
Finansielle anleggsmidler			
Investering i datterselskap		1 438 392 000	1 438 392 000
Lån til foretak i samme konsern		5 703 000	31 240 000
Sum finansielle anleggsmidler		1 444 095 000	1 469 632 000
Sum anleggsmidler		1 452 207 000	1 469 632 000
Omløpsmidler			
Varer			
Fordringer			
Andre fordringer		27 727 000	26 871 000
Sum fordringer		27 727 000	26 871 000
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende		17 382 000	5 358 000
Sum bankinnskudd, kontanter og lignende		17 382 000	5 358 000
Sum omløpsmidler		45 109 000	32 229 000
SUM EIENDELER		1 497 316 000	1 501 861 000
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital		41 681 000	41 681 000
Beholdning av egne aksjer		791 919 000	791 919 000
Sum innskutt egenkapital		833 600 000	833 600 000



Balanse

Beløp i: NOK	Note	2020	2019
Opptjent egenkapital			
Annen egenkapital		-28 761 000	
Sum opptjent egenkapital		-28 761 000	
Sum egenkapital		804 839 000	833 600 000
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Gjeld til kredittinstitusjoner		468 900 000	659 000 000
Øvrig langsiktig gjeld		216 128 000	8 605 000
Sum annen langsiktig gjeld		685 028 000	667 605 000
Sum langsiktig gjeld		685 028 000	667 605 000
Kortsiktig gjeld			
Leverandørgjeld		3 000 000	
Annen kortsiktig gjeld		4 450 000	657 000
Sum kortsiktig gjeld		7 450 000	657 000
Sum gjeld		692 478 000	668 262 000
SUM EGENKAPITAL OG GJELD		1 497 317 000	1 501 862 000



Konsernets resultatregnskap

Beløp i: NOK	Note	2020	2019
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt		939 078 000	1 173 006 000
Annen driftsinntekt		3 265 000	
Sum inntekter		942 343 000	1 173 006 000
Kostnader			
Varekostnad		525 647 000	648 056 000
Lønnskostnad		140 765 000	157 382 000
Avskrivning på varige driftsmidler og immaterielle eiendeler		109 746 000	104 905 000
Annen driftskostnad		230 079 000	230 604 000
Sum kostnader		1 006 237 000	1 140 947 000
Driftsresultat		-63 894 000	32 059 000
Finansinntekter og finanskostnader			
Renteinntekt fra foretak i samme konsern		285 000	
Annen finansinntekt		1 947 000	3 395 000
Sum finansinntekter		2 232 000	3 395 000
Annen finanskostnad		65 288 000	53 934 000
Sum finanskostnader		65 288 000	53 934 000
Netto finans		-63 056 000	-50 539 000
Ordinært resultat før skattekostnad		-126 950 000	-18 480 000
Skattekostnad på ordinært resultat		-18 895 000	3 987 000
Ordinært resultat etter skattekostnad		-108 055 000	-22 467 000
Årsresultat		-108 055 000	-22 467 000



Konsernets balanse

Beløp i: NOK	Note	2020	2019
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Forskning og utvikling		2 620 000	4 419 000
Konsesjoner, patenter, lisenser, varemerker og lignende rettigheter		643 830 000	686 535 000
Goodwill		463 131 000	500 822 000
Sum immaterielle eiendeler		1 109 581 000	1 191 776 000
Varige driftsmidler			
Tomter, bygninger og annen fast eiendom		44 708 000	48 244 000
Sum varige driftsmidler		44 708 000	48 244 000
Finansielle anleggsmidler			
Investeringer i aksjer og andeler		1 000	1 000
Andre fordringer		5 877 000	3 276 000
Sum finansielle anleggsmidler		5 878 000	3 277 000
Sum anleggsmidler		1 160 167 000	1 243 297 000
Omløpsmidler			
Varer			
Varer		239 696 000	300 473 000
Sum varer		239 696 000	300 473 000
Fordringer			
Kundefordringer		83 675 000	227 480 000
Andre fordringer		50 046 000	59 119 000
Sum fordringer		133 721 000	286 599 000
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende		102 029 000	32 212 000
Sum bankinnskudd, kontanter og lignende		102 029 000	32 212 000
Sum omløpsmidler		475 446 000	619 284 000



Konsernets balanse

Beløp i: NOK	Note	2020	2019
SUM EIENDELER		1 635 613 000	1 862 581 000
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital		41 681 000	41 681 000
Beholdning av egne aksjer		791 919 000	791 919 000
Sum innskutt egenkapital		833 600 000	833 600 000
Opptjent egenkapital			
Annen egenkapital		-175 071 000	-70 045 000
Minoritetsinteresser		2 076 000	1 881 000
Sum opptjent egenkapital		-172 995 000	-68 164 000
Sum egenkapital		660 605 000	765 436 000
Gjeld			
Langsiktig gjeld			
Utsatt skatt		155 066 000	175 108 000
Sum avsetninger for forpliktelser		155 066 000	175 108 000
Annen langsiktig gjeld			
Gjeld til kredittinstitusjoner		468 900 000	659 000 000
Øvrig langsiktig gjeld		157 000 000	13 339 000
Sum annen langsiktig gjeld		625 900 000	672 339 000
Sum langsiktig gjeld		780 966 000	847 447 000
Kortsiktig gjeld			
Leverandørgjeld		104 425 000	144 497 000
Betalbar skatt		1 315 000	15 442 000
Skyldige offentlige avgifter		35 011 000	31 006 000
Annen kortsiktig gjeld		53 291 000	58 773 000
Sum kortsiktig gjeld		194 042 000	249 718 000
Sum gjeld		975 008 000	1 097 165 000



Konsernets balanse

Beløp i: NOK	Note	2020	2019
SUM EGENKAPITAL OG GJELD		1 635 613 000	1 862 601 000



Skatteetaten

Vår dato 12.02.2019	Din/Deres dato 25.01.2019	Saksbehandler Torstein Kinden Helleland
800 80 000 Skatteetaten.no	Din/Deres referanse Morten Myrmed	Telefon 22078139
Org.nr 974761076	Vår referanse 2019/5286801	Postadresse Postboks 9200 Grønland 0134 OSLO

CHAMPION HOLDCO AS
c/o Active Brands Kabelgata 6
0580 OSLO

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk språk

Det vises til deres brev av 25. januar 2019 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for følgende selskaper;

Champion Holdco AS	org.nr. 918 528 997
Champion Medco AS	org.nr. 918 529 187
Champion Bidco AS	org.nr. 918 528 792
Active Brands AS	org.nr. 995 767 813

Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering de overnevnte selskaper dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen 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

Champion Holdco AS er eid av private equity-fondet FSN Capital Group. Champion Holdco AS er morselskap og eier de andre selskapene i rekkefølge som over. Champion Holdco AS, Champion Medco AS og Champion Bidco AS er alle holdingselskaper. Den operative driften forgår i Active Brands AS. Virksomheten er salg av sportsbekledning og -utstyr. Konsernet opererer i en internasjonal bransje. Nesten halvparten av omsetningen skjer mot utenlandske aktører, og språket som benyttes internt og eksternt er engelsk. Active Brands AS har også utenlandske datterselskaper.

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:



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.

Som nevnt ovenfor er det særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt vekt på at selskapet har en begrenset eierkrets. Virksomheten er internasjonal og arbeidsspråket er engelsk. Videre er det vektlagt at alle sentrale aktører og samarbeidspartnere innen denne bransjen behersker og benytter engelsk.

Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

Henning stokke
seniorrådgiver
Juridisk avdeling
Skattedirektoratet

Torstein Kinden Helleland

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.



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**Consolidated financial
statements**

Champion Bidco AS

2020



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Consolidated financial statements Champion Bidco AS Profit and loss statement

Amounts in 1000 NOK					
PARENT COMPANY				GROUP	
2019	2020	NOTE	OPERATING REVENUE AND OPERATING EXPENSES	2020	2019
0	0	2, 12	Revenue	939 078	1 173 006
0	0	17	Other operating revenue	3 265	0
0	0		Total operating revenue	942 343	1 173 006
0	0		Costs of goods sold	525 647	648 056
0	0	3	Payroll and related costs	140 765	157 382
0	0	4, 5	Depreciation and amortisation of fixed and intangible assets	109 746	104 905
177	3 813	3	Other operating expenses	230 079	230 604
177	3 813		Total operating expenses	1 006 237	1 140 947
-177	-3 813		Operating profit/(loss)	-63 894	32 059
FINANCIAL INCOME AND FINANCIAL EXPENSES					
38 242	17 304	12	Income from subsidiaries and associated companies	0	0
4 032	285	12	Interest received from group companies	285	0
1	0		Other financial income	1 947	3 395
-375	-3 840		Interest paid to group companies	0	0
-41 722	-46 810		Other financial expenses	-65 288	-53 934
177	-33 060		Financial items, net	-63 056	-50 539
0	-36 873		Profit/(loss) before taxation	-126 950	-18 480
0	-8 112	13	Income tax	-18 895	3 987
0	-28 761		PROFIT/(LOSS) FOR THE FINANCIAL YEAR	-108 056	-22 467
			Minority's share of profit/(loss)	1 664	1 677
			Majority's share of profit/(loss)	-109 720	-24 144
ALLOCATION OF NET PROFIT/(LOSS) AND EQUITY TRANSFERS					
0	-28 761	10	Transferred from other equity		
0	-28 761		Total allocations and equity transfers		



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Consolidated financial statements Champion Bidco AS Balance sheet at 31 December

Amounts in 1000 NOK					
PARENT COMPANY				GROUP	
2019	2020	NOTE	ASSETS	2020	2019
			Non-current assets		
			Intangible assets		
0	0	4	Research and development	2 620	4 419
0	0	4	Concessions, patents, licences, trademarks and similar rights	643 830	686 535
0	8 112	13	Deferred tax assets	0	0
0	0	4	Goodwill	463 131	500 822
<u>0</u>	<u>8 112</u>		Total intangible assets	<u>1 109 581</u>	<u>1 191 775</u>
			Tangible fixed assets		
0	0	5	Fixtures and fittings	44 708	48 244
<u>0</u>	<u>0</u>		Total tangible fixed assets	<u>44 708</u>	<u>48 244</u>
			Financial non-current assets		
1 438 392	1 438 392	6	Investments in subsidiary companies	0	0
31 240	5 703	8, 12	Loans to group companies	0	0
0	0		Investments in shares	1	1
0	0		Other assets	5 877	3 276
<u>1 469 632</u>	<u>1 444 095</u>		Total financial non-current assets	<u>5 878</u>	<u>3 277</u>
<u>1 469 632</u>	<u>1 452 207</u>		Total non-current assets	<u>1 160 167</u>	<u>1 243 296</u>
			Current assets		
0	0	7	Inventories	239 696	300 473
			Receivables		
0	0	8, 12	Accounts receivable	83 675	227 480
26 871	27 727	8, 12	Other receivables	50 046	59 119
<u>26 871</u>	<u>27 727</u>		Total receivables	<u>133 721</u>	<u>286 599</u>
5 358	17 382	15	Cash and cash equivalents	102 029	32 212
<u>32 229</u>	<u>45 109</u>		Total current assets	<u>475 446</u>	<u>619 284</u>
<u>1 501 861</u>	<u>1 497 316</u>		TOTAL ASSETS	<u>1 635 614</u>	<u>1 862 580</u>



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Consolidated financial statements Champion Bidco AS Balance sheet at 31 December

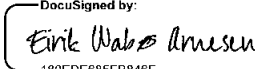
Amounts in 1000 NOK			GROUP		
PARENT COMPANY					
2019	2020	NOTE	SHAREHOLDERS EQUITY AND LIABILITIES	2020	2019
			Shareholders equity		
			Paid-in equity		
41 681	41 681	9, 10	Share capital (833.614 shares at NOK 50)	41 681	41 681
791 919	791 919	10	Share premium	791 919	791 919
<u>833 599</u>	<u>833 599</u>		Total paid-in equity	<u>833 599</u>	<u>833 599</u>
			Retained earnings		
0	-28 761	10	Other equity	-175 071	-70 045
<u>0</u>	<u>-28 761</u>		Total retained earnings	<u>-175 071</u>	<u>-70 045</u>
		10	Minority interests	2 076	1 881
<u>833 599</u>	<u>804 838</u>		Total shareholders equity	<u>660 604</u>	<u>765 435</u>
			Liabilities		
			Provisions for liabilities and charges		
0	0	13	Deferred tax	155 066	175 108
<u>0</u>	<u>0</u>		Total provisions for liabilities and charges	<u>155 066</u>	<u>175 108</u>
			Other non-current liabilities		
659 000	468 900	11	Debt to financial institutions	468 900	659 000
8 605	216 128	11	Other non-current liabilities	157 000	13 339
<u>667 605</u>	<u>685 028</u>		Total non-current liabilities	<u>625 900</u>	<u>672 339</u>
			Current liabilities		
0	3 000		Accounts payable	104 425	144 497
0	0	13	Current income taxes payable	1 315	15 422
0	0		Other taxes and withholdings	35 011	31 006
657	4 450	12	Other current liabilities	53 291	58 773
<u>657</u>	<u>7 450</u>		Total current liabilities	<u>194 043</u>	<u>249 698</u>
<u>668 262</u>	<u>692 478</u>		Total liabilities	<u>975 009</u>	<u>1 097 145</u>
<u>1 501 861</u>	<u>1 497 316</u>		TOTAL SHAREHOLDERS EQUITY AND LIABILITIES	<u>1 635 614</u>	<u>1 862 580</u>

Oslo, 28 April, 2021

Board of Champion Bidco AS

DocuSigned by:

A09688074D7E427
Eskil Gundersen Kofoid
Chairman of the board

DocuSigned by:

180EDE685EB846E...
Eirik Wabø Arnesen
Board member



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Consolidated financial statements Champion Bidco AS Cash flow statement

Amounts in NOK 1000

PARENT COMPANY			GROUP	
2019	2020		2020	2019
CASH FLOW FROM OPERATIONS:				
0	-36 873	Profit/(loss) before taxation	-126 950	-18 480
0	0	Taxes paid for the period	-15 422	-9 355
0	0	Depreciation and amortisation	109 747	104 904
0	0	Impairment of fixed and intangible assets	0	200
0	0	Effect of currency rate changes	4 695	-2 384
0	0	Change in inventory	60 777	-8 398
0	0	Change in trade receivables	143 805	39 439
-7	3 000	Change in trade payables	-40 071	-21 495
7 279	2 937	Changes in other current assets and other liabilities	8 249	-25 265
<u>7 272</u>	<u>-30 936</u>	Net cash flow from operations	<u>144 829</u>	<u>59 165</u>
CASH FLOW FROM INVESTMENT ACTIVITIES:				
0	0	Outflows due to purchases of fixed assets	-23 036	-24 927
0	0	Outflows due to purchases of intangibles	-506	-3 586
65 960	28 107	Inflows due to investments in financial non-current assets	0	0
0	-2 570	Outflows due to investments in financial non-current assets	-2 601	0
<u>65 960</u>	<u>25 537</u>	Net cash flow from investment activities	<u>-26 142</u>	<u>-28 513</u>
CASH FLOW FROM FINANCING ACTIVITIES:				
1 605	207 523	Inflow due to new non-current liabilities	157 000	0
-40 000	-190 100	Outflow due to downpayment of non-current liabilities	-203 439	-42 274
0	0	Outflow due to downpayment of current liabilities	0	-10 691
0	0	Dividend payments	-1 470	-1 764
-29 829	0	Payments out due to group contribution	-960	-827
<u>-68 224</u>	<u>17 423</u>	Net cash flow from financing activities	<u>-48 868</u>	<u>-55 556</u>
5 008	12 024	Net change in bank deposits, cash and equivalents	69 819	-24 904
350	5 358	Bank deposits, cash and equivalents at 1 January	32 212	57 116
<u>5 358</u>	<u>17 382</u>	Bank deposits, cash and equivalents at 31 December	<u>102 029</u>	<u>32 212</u>



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Consolidated financial statements Champion Bidco AS

Notes to the accounts, year ended 31 December 2020

The parent company Champion Bidco AS was founded February 1, 2017, and is a holding company which owns 100 % of the shares in Active Brands AS. Champion Bidco AS bought 100 % of the shares in Active Brands AS in April 2017. The transaction was made with accounting effect from January 1, 2017.

Active Brands AS was founded June 2010 and acquired the shares in Tre60, AB Sport AS og Åsnes Sport AS in the start of July 2010. In 2011 the company acquired the shares in Bj Sport AS and Nanok of Norway AS.

In 2013 the company acquired the shares in Nordic Cycling AS, and in 2014 the shares in Sweet Protection AS and Active Brands Danmark A/S was acquired.

In 2013, the following companies was merged with parent company Active Brands; AB Sport AS, Tre 60 AS with subsidiaries Åsnes Sport AS and Skigutane AS and Bj Sport AS. In 2014 wev Nanok of Norway AS and Nordic Cycling AS merged in.

In 2015 Sweet Protection AS was merged with accounting and tax effect from 01.01.15, in accordance with the continuity method. The merge was made to group continuity.

In 2016 Active Brands Finland OY was founded and 51 % of the shares in Lillesetra AS was acquired.

Besides Champion Bidco AS, the group consists of the following companies:

	Acquired	Office	Ownership share	Voting share
Active Brands AS	2017	Oslo	100 %	100 %
Active Brands Butikkdrift AS	2017	Voss	100 %	100 %
Nordic Active Brands AB	2017	Gøteborg	100 %	100 %
Active Brands Trading Company Ltd	2017	Shanghai	100 %	100 %
Active Brands Danmark ApS	2017	København	100 %	100 %
Active Brands North America Inc.	2017	Denver	100 %	100 %
Active Brands Finland OY	2017	Helsinki	100 %	100 %
Lillesetra AS	2017	Oslo	51 %	51 %
Active Brands Germany GmbH	2020		100 %	100 %

Note 1 Accounting policies

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

Consolidation principles

The consolidated financial statements consist of Champion Bidco AS and its subsidiaries, where Champion Bidco AS has a controlling interest through legal or actual control. The consolidated financial statements are prepared in accordance with uniform accounting policies for uniform transactions in all companies included in the consolidated financial statements. All material transactions and group inter-company balances are eliminated. Investments in companies where the group has significant influence (associate companies) are treated in accordance with the equity method in the consolidated financial statements. Significant influence normally exists when the group owns between 20 and 50 percent of the voting capital.

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

Valuation and classification of assets and liabilities

Assets intended for permanent ownership or use in the business are classified as non-current assets.

Other assets are classified as current assets. Receivables due within one year are classified as current assets. The classification of current and non-current liabilities is based on the same criteria.

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

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

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

Foreign currency

All balance sheet items denominated in foreign currencies are translated into NOK at the exchange rate prevailing at the balance sheet date.



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Intangible fixed assets

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

Intangible assets that are acquired separately, are recognised at historical cost. Intangible assets acquired in a business combination, are recognised at historical cost when the criteria for balance sheet recognition have been met.

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

Shares in subsidiaries and associates

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

Hedging

The group has a strategy for currency hedging which is audited annually. The hedging is made with forward contracts in USD, EUR, SEK and DKK. The objective is to hedge the the purchase of goods from suppliers in Asia and Europe, and to hedge revenue from sale to foreign customers. The duration of the forward contracts is 6 to 12 months. In 2020 the recorded loss from hedging was 0,2 MNOK. The loss has increased the cost of goods sold and decreased sales.

Inventories

Inventories are recognised at the lower of cost in accordance with the FIFO method and net realisable value. For raw materials and work in progress, the net realisable value is based on estimated selling price of finished goods, less the remaining production and sales costs. Self-produced goods are recognised at the lower of full production cost and fair value.

Revenue

Sale of goods:

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

Sale of services:

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

Receivables

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

Cash and cash equivalents

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

Pensions

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

Cost of sales and other expenses

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

Income taxes

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

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



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Note 2 Sales revenue

Amounts in NOK 1000

Parent	2019	2020	Per area of operation:	2020	Group 2019
	0	0	Textile and hardware	939 078	1 173 006
	0	0	Total	939 078	1 173 006

Parent	2019	2020	Per area of operation:	2020	Group 2019
	0	0	Norway	456 457	617 139
	0	0	Abroad	482 621	555 867
	0	0	Total	939 078	1 173 006

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

Amounts in NOK 1000

Parent	2019	2020	Payroll costs	2020	2019
	0	0	Wages and salaries	117 811	130 094
	0	0	Board of Directors' remuneration	1 256	1 537
	0	0	Social security tax	15 618	17 434
	0	0	Pension costs	4 337	5 945
	0	0	Other benefits	1 743	2 372
	0	0	Total	140 765	157 382

	0	0	Number of employees	211	218
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The parent company does not have employees in 2020.

There has not been given any loans or guarantees to shareholders, chief executives, directors etc.

Auditor

Remuneration to Deloitte AS and their associates is as follows:

Parent	2019	2020		2020	Group 2019
	130	236	Statutory audit	1 174	1 068
	0	0	Other assurance services	53	45
	0	0	Other non-assurance services	467	222
	10	11	Tax counselling	110	92

Note 4 Intangible assets

Amounts in NOK 10000

Group	R&D	Client relations	Goodwill	Brands	Order book	Total
Cost at 1 January 2020	10 602	230 539	604 693	583 652	15 620	1 445 106
Additions	506	0	0	0	0	506
Disposals	0	0	0	0	0	0
Cost at 31 December 2020	11 108	230 539	604 693	583 652	15 620	1 445 612
Accumulated and reversed amortisation and impairment at 31 Dec. 2020	-8 488	-76 847	-141 561	-93 514	-15 620	-336 030
Balance at 31 December 2020	2 620	153 692	463 131	490 138	0	1 109 581
Current year amortisation charge	2 236	19 212	37 690	23 555	0	82 692
Economic life	5 years	12 years	15 years	25 years	0,5 years	
Amortisation method	straight-line	straight-line	straight-line	straight-line	straight-line	

Goodwill

Goodwill is related to the acquisition of Active Brands AS in 2017.

The company has chosen an economic lifetime of 15 years for goodwill. It is natural that the goodwill is closely related to the the group business, which can be classified as brand related business. The brands are valued separately, but goodwill is considered to be related to the future ability to grow through mergers and development of new brands in the group, as well as geographic presence. Further, the goodwill is related to the ability to win future customers through trade knowledge and sales competence. Thus, the company believes there is a clear connection between goodwill and brands, and have therefore chosen an economic lifetime that exceeds 5 years.



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Brand

Brand is related to the acquisition of Active Brands AS in 2017.

The company has chosen an economic lifetime of 25 years for brands. The group is developing positively, and the brands are expected to have a good profitability going forward. There are no time limitations attached to these values, and there are material investments in marketing, design and development to strengthen the brands both in Norway and internationally.

Client relations

Client relations are related to the acquisition of Active Brands AS in 2017.

The company has chosen an economic lifetime of 12 years for client relations. The company has a churn rate close to 0 in the nordic region today, but a change in trade pattern in terms of new e-commerce players, international growth as well as historical figures from the industry, implies that the rate is expected to rise. Hence, the economic lifetime is determined to 12 år.

Note 5 Property, plant and equipment

Amounts in NOK 1000

Group	Machinery, inventory and etc	Total
Cost at 1 January 2020	94 209	94 209
Additions, purchased	23 036	23 036
Disposals	0	0
Cost at 31. December 2020	117 245	117 245
Accumulated depreciation and impairment at 31 Dec. 2020	-72 536	-72 536
Balance at 31 December 2020	44 708	44 708
Current year amortisation charge	27 054	27 054
Economic life	3 - 5 years	
Amortisation method	straight-line	

	Car leasing	Other leasing	Office rent	Total
Annual lease of off-balance sheet fixed assets	5 792	1 189	17 333	24 314

Note 6 Investments in subsidiaries and associated companies

Amounts in NOK 1000

Company	Date of acquisition	Consolidated (yes/no)	Registered office	Voting share	Ownership share
Active Brands AS	2017	yes	Oslo	100 %	100 %
Active Brands Butikkdrift AS	2017	yes	Voss	100 %	100 %
Nordic Active Brands AB	2017	yes	Gøteborg	100 %	100 %
Active Brands Trading Company Ltd	2017	yes	Shanghai	100 %	100 %
Active Brands Danmark ApS	2017	yes	København	100 %	100 %
Active Brands North America Inc.	2017	yes	Denver	100 %	100 %
Active Brands Finland OY	2017	yes	Helsinki	100 %	100 %
Lillesetra AS	2017	yes	Oslo	51 %	51 %
Active Brands Germany GmbH	2020	yes	Munich	100 %	100 %

Company	Equity latest financial statements	Profit/loss latest financial statements
Active Brands AS	459 491	-160
Active Brands Butikkdrift AS	6 396	2 444
Nordic Active Brands AB *	42 315	27
Active Brands Trading Company Ltd	-194	-986
Active Brands Danmark A/S *	695	774
Active Brands North America Inc.	-10 998	-5 566
Active Brands Finland OY *	1 433	464
Lillesetra AS	4 237	3 397
Active Brands Germany GmbH	-491	-770

* Equity and profit/loss according to the 2019 financial statement

Investment in subsidiaries are recognised at cost.



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Note 7 Inventories

Amounts in NOK 1000

Parent			2020	Group 2019
2019	2020			
0	0	Inventories	201 540	261 842
0	0	Goods in transit	38 156	38 631
0	0	Total	239 696	300 473

Note 8 Receivables; amounts due after more than one year

Amounts in NOK 1000

Parent			2020	Group 2019
2019	2020			
31 240	5 703	Loan to group companies	0	0

Note 9 Share capital and shareholder information

Amounts in NOK 1000

The share capital in the company at 31 December 2019 consists of the following classes:

	Number	Nominal amount	Carrying value
A-shares	833 614	0,05	41 681
Sum	833 614		41 681

Ownership structure

Largest shareholders as of 31 December 2020:

	A-shares	Total	Ownership share	Voting share
Champion Midco AS	833 614	833 614	100 %	100 %

Note 10 Equity

Amounts in NOK 1000

Parent

	Share capital	Share premium	Other equity	Total shareholders equity
Equity at 1 January 2020	41 681	791 919	0	833 599
<u>This year's change in equity:</u>				
Profit/(loss) of the year			-28 761	-28 761
Equity at 31 December 2020	41 681	791 919	-28 761	804 838

Group

	Share capital	Share premium	Other equity	Minority interests	Total shareholders equity
Equity at 1 January 2020	41 681	791 919	-70 045	1 882	765 436
<u>This year's change in equity:</u>					
Profit/(loss) of the year			-109 720	1 664	-108 056
Dividend				-1 470	-1 470
Translation differences			4 852		4 852
Other changes in equity			-157		-157
Equity at 31 December 2020	41 681	791 919	-175 071	2 076	660 604



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Note 11 Other non-current liabilities

Amounts in NOK 1000

Parent	2019	2020	Liabilities that mature more than five years after year end:	2020	Group 2019
	0	0	Borrowings from financial institutions	0	0
	0	0	Other non-current liabilities	0	0
	0	0	Total other non-current liabilities	0	0

Parent	2019	2020	Carrying amount of pledged assets	2020	Group 2019
	0	0	Receivables	83 675	227 480
1 438 392	1 438 392		Shares	0	0
	0	0	Plant and equipment, etc.	44 708	48 244
	0	0	Inventories	239 696	300 473
	1 438 392	1 438 392	Total	368 079	576 197

Note 12 Related party transactions and balances

Amounts in NOK 1000

Related party transactions, profit and loss

Transaction/ transaction type	Belongs to P&L line	Company	Counterpart	Relationship to the counterpart	2020	2019
Group contribution	Income from subsidiaries	Champion Bidco AS	Active Brands AS	Subsidiary	14 263	38 242
Group contribution	Income from subsidiaries	Champion Bidco AS	Active Brands Butikkdrift AS	Subsidiary	3 041	0
Revenue	Revenue	Active Brands AS	Active Brands Butikkdrift AS	Subsidiary	21 106	13 851
Revenue	Revenue	Active Brands AS	Lillesetra AS	Subsidiary	4 398	4 448
Revenue	Revenue	Active Brands AS	Active Brands North America	Subsidiary	56 854	77 984
Revenue	Revenue	Active Brands AS	Active Brands Danmark A/S	Subsidiary	725	0
Revenue	Revenue	Active Brands AS	Active Brands Finland OY	Subsidiary	7 073	0
Revenue	Revenue	Active Brands AS	Nordic Active Brands AB	Subsidiary	776	0
Sales commission	Revenue	Active Brands AS	Nordic Active Brands AB	Subsidiary	-11 120	-10 444
Sales commission	Revenue	Active Brands AS	Active Brands Danmark A/S	Subsidiary	-5 153	-5 692
Sales commission	Revenue	Active Brands AS	Active Brands Finland OY	Subsidiary	-8 846	-7 549
Sales commission	Revenue	Active Brands AS	Active Brands Germany GmbH	Subsidiary	6	0
Cost of good sold	Cost of good sold	Active Brands AS	Active Brands Trading Company Ltd	Subsidiary	-20 063	-23 447
Cost of good sold	Cost of good sold	Active Brands AS	Active Brands North America	Subsidiary	-7 465	0
Shared costs	Operating expenses	Active Brands AS	Nordic Active Brands AB	Subsidiary	1 715	1 132
Shared costs	Operating expenses	Active Brands AS	Active Brands Danmark A/S	Subsidiary	585	489
Shared costs	Operating expenses	Active Brands AS	Active Brands Finland OY	Subsidiary	1 043	482
Interests	Interest expense	Active Brands AS	Champion Holdco AS	Parent	-350	0
Interests	Interest received	Champion Bidco AS	Champion Midco AS	Parent	285	0
Interests	Interest expense	Champion Bidco AS	Champion Midco AS	Parent	-533	0
Interests	Interest received	Champion Bidco AS	Active Brands AS	Subsidiary	0	4 032
Interests	Interest expense	Champion Bidco AS	Active Brands AS	Subsidiary	-3 306	0
Total					55 035	93 528

Related party balance items

Counterpart	Short term receivables		Long term receivables	
	2020	2019	2020	2019
Balances with the parent company	285	0	5 703	3 133
Balances with subsidiaries	17 304	11 644	0	28 107
Total	17 589	11 644	5 703	31 240

Counterpart	Other short term debt		Long term debt	
	2020	2019	2020	2019
Balances with the parent company	533	375	150 000	8 605
Balances with subsidiaries	3 306	0	66 128	0
Total	3 840	375	216 128	8 605



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Note 13 Income tax expense

Amounts in NOK 1000

Parent			Specification of income tax expense:	Group	
	2019	2020		2020	2019
	0	0	Current income tax payable	1 188	14 027
	0	-8 112	Changes in deferred tax	-20 082	-10 998
	0	0	Effect of changes in tax rules	0	0
	0	0	Effect of Group contribution	0	960
	0	-8 112	Tax on profit/(loss)	-18 895	3 987

Group	Norway		Allocation of income tax expense between Norway and other countries	Other countries	
	2019	2020		2020	2019
	3 568	-19 125	Tax on profit/(loss)	230	419

Parent			Specification of current income tax payable:	Group	
	2019	2020		2020	2019
	0	0	This year's payable income tax expense	1 189	14 027
	0	0	Too little/much income tax allocation previous years	126	1 396
	0	0	Current income tax payable in the balance sheet	1 315	15 422

Parent			Reconciliation from nominal to real income tax rate:	Group	
	2019	2020		2020	2019
	0	-36 873	Profit/(loss) before taxation	-126 950	-18 480
	0	-8 112	Estimated income tax according to nominal tax rate (15-22%)	-27 814	-4 110
	0	0	The tax effect of the following items:		
	0	0	Other permanent differences related to investments	0	-348
	0	0	Other non-deductible expenses	135	628
	0	0	Other non-taxable income	0	-108
	0	0	Change in the disparagement of the deferred tax benefit	2 055	878
	0	0	Effect of changes in tax rules and rates	0	0
	0	0	Other items	6 729	7 047
	0	-8 112	Income tax expense	-18 895	3 987
	0 %	0 %	Effective income tax rate	15 %	-22 %

Parent

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

	2020		2019	
	Benefit	Liability	Benefit	Liability
Losses carried forward	8 112	0	0	0
Total	8 112	0	0	0
Disparagement deferred tax	0	0	0	0
Net deferred benefit/liability in the balance sheet	8 112		0	

Group

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

	2020		2019	
	Benefit	Liability	Benefit	Liability
Fixed assets	83	24 777	105	27 566
Intangible assets	-	149 733	0	158 934
Inventories	1 508	-	1 237	0
Receivables	621	-	358	0
Liabilities	-	522	0	512
Losses carried forward	9 539	0	1 342	0
Total	11 751	175 032	3 042	187 012
Off-balance sheet deferred tax benefits	1 427	9 643	1 311	10 173
Net deferred benefit/liability in the balance sheet	13 178	184 675	4 353	197 185



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Note 14 Secured borrowings and guarantees

The group has provided bank guarantees to the following companies:
- Tullverket, TSEK 2.800

Note 15 Bank deposits

Parent

The parent company does not have restricted tax deduction funds.

Group

Bank deposits, cash etc. include restricted tax deduction funds with TNOK 4.236

Note 16 Events after the reporting period

Covid-19 virus has since March 2020 lead to different public health responses across the company's end markets geographies as for instance movement of people and temporary closing of sports retailers. This has had a negative effect on the sales especially outside Norway. To offset some of the shortfall in sales, it has been initiated cost reduction measures. The Covid-19 virus has also had a positive effect on the outdoor trend and demand for the company's products and accelerated the share of sales on digital transactions. The long-term implications of Covid-19 is associated with high degree of uncertainty, and the future financial effect is not possible to estimate.

Note 17 Government subsidies

Company	Type of subsidy	Amount	Duration	Accounting	Reason
Active Brands AS	Subsidy April	3.156 TNOK	One time payment	Other operating revenue	Financial compensation for a large drop in turnover as a result of covid-19
Active Brands Butikkdrift AS	Subsidy March	109 TNOK	One time payment	Other operating revenue	Financial compensation for a large drop in turnover as a result of covid-19



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CHAMPION BIDCO AS - Board of Director's report 2020

Operations and locations

Champion Bidco AS is the parent company of Champion Bidco group. The group develops, produces, markets and sells apparel and hardware mostly in the European and North American sports market. At the end of the year the company owned the companies Active Brands AS, Active Brands Butikkdrift AS, Nordic Active Brands AB, Active Brands Shanghai Ltd, Active Brands Danmark Aps, Active Brands North America Inc, Active Brands Finland Oy, Active Brands Germany Gmbh and Lillesetra AS (51%).

The headquarter is in Oslo.

The group had a reduction in sales of 19,7% in 2020 compared to 2019. The sales reduction was driven by the bankruptcy of one of the biggest retail customers in February 2020, high inventory at Nordic retailers and temporary reduced purchases and a negative effect of Covid-19 mainly outside Norway. During 2020, the group has focused on operational improvements, continued to focus on further strengthening the e-com activities and improvements of digital marketing for the brands to accelerate future growth in Norway and international markets.

Financials results

The operating expenses for the company was 3,8 MNOK in 2020 (0.2 MNOK) and the profit was -28,8 MNOK (0.0). The equity as of 31.12.2020 is 804,8 MNOK (833.6 MNOK). Equity ratio is 53,8%.

The revenues for the group were 942,3 MNOK in 2020 (1.173,0 MNOK) and a net profit after tax of -108,1 MNOK in 2020 (-22,5 MNOK). The equity as of 31.12.2020 is 660,6 MNOK (765,4 MNOK). Equity ratio is decreased from 41,1% in 2019 to 40,4% in 2020.

The company had a net cash flow from operations of -30,9 MNOK in 2020 (7,3 MNOK). Net cash flow from investment activities is 25,5 MNOK (66,0 MNOK) and a net cash flow from financing activities of 17,4 MNOK in 2020 (-68,2 MNOK).

The group had a net cash flow from operations of 144,8 MNOK in 2020 (59,2 MNOK). Net cash flow from investment activities is -26,1 MNOK (-28,5 MNOK) and a net cash flow from financing activities of -48,9 MNOK in 2020 (-55,6 MNOK).

In accordance with the Accounting act § 3-3, we confirm that the financial statements for the company and the group have been prepared under the assumption of going concern. Based on the positioning of our brands, the current strategy and business plan, the Board expects a continued positive development for the company and its subsidiaries in the upcoming years. The board believes that the financial statements give a true and fair view of the assets and debt, financial position and earnings, however certain events after the end of the financial year is expected to affect the performance of the group in the short run.

Covid-19 virus has since March 2020 lead to different public health responses across the group's various markets as for instance movement of people and temporary closing of sports retailers. This has had a negative effect on the sales especially outside Norway. To offset some of the shortfall in sales, cost reduction measures have been initiated. Covid-19 has also had a positive effect on the outdoor trend and demand for the company's products and accelerated the share of sales on digital transactions. The long-term implications of Covid-19 are associated with a high degree of uncertainty, and the future financial effects are not possible to estimate.



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Risks

Financial risk

The financial risk for the group is mainly related to changes in currency rates (NOK against other currencies), changes in interest rates and credit risk from the customers (accounts receivables).

The group is exposed with currency risk, mainly USD, related to purchase of goods and SEK, EUR, USD and DKK related to selling of goods. The group has established a hedging policy to mitigate the currency risk. The risk related to accounts receivable is mitigated with close follow up of the customer and cooperation with an external cash collection company. In addition, the group has credit insurance for most of the larger customer accounts.

Market risk

Market risk is related to the market conditions, the competitive situation and the consumption pattern in the markets in which the group operates. Most of the turnover consists of pre-orders from customers. This reduces the risk of large inventory build-up. Most of the group's products are produced in Asia.

PEOPLE AND ENVIRONMENT

The group has a goal of being a workplace with full equality between women and men. By year-end 2020 the group had 211 employees (218 in 2019), of which 61% of the employees are women and 39% are men. There are no employees in the company. The board consists of two men. The group works actively to promote equality, ensure equal opportunities and rights and prevent discrimination. This is done both in internal and external recruiting processes. Recruitment processes are always made in pursuit of establishing teams mixed in gender and compatible in competence and experience. This goes for recruitments at all levels in the organisation.

The company conducts an annual salary review for all employees based on individual performance and company results. A cross-check between similar roles is done as a part of this process to ensure equal pay and eliminate gender differences.

Review of staff in part-time positions is conducted annually as a part of the budget process where FTE's are calculated.

Absence due to sickness in the group was 2.5% in 2020. There were no accidents or injuries among employees. The work situation for the employees in the group is considered good. Therefore, no concrete measures have been taken to improve the work situation.

The group has implemented a Code of Conduct and Whistleblower policy for employees and suppliers.

The group does not have any activity that substantially pollutes the external environment.

RESEARCH AND DEVELOPMENT

The group conducts research and development activities to further develop products, especially within the categories of helmets and skis.

BRANDS

Kari Traa: Women only apparel brand in the categories baselayer, training, outerwear, active lifestyle, accessories and shoes.

Dæhlie: Cross-country skiing apparel brand.



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Sweet Protection: High-end brand developing and marketing helmets, eyewear, textile and accessories for skiing, biking and whitewater activities.

Bula: Apparel brand in the categories baselayer, active wear and accessories.

Johaug: Women only apparel brand in the categories baselayer, training, outerwear, active lifestyle, and accessories.

Åsnes: Hardware brand developing and marketing backcountry skies, skins and poles.

Vossatassar: Kids' brand developing and marketing baselayer, active wear and accessories.

OUTLOOK

The group operates in several markets and countries where the sports industry has continued to demonstrate a positive development. The underlying trends in health, activity and sports are believed to persist in the long-term.

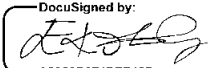
The board continues to have a positive long-term view of the growth potential and expects 2021 and coming years to show a growth in sales and profitability, but notes that any assessments of future performance and external factors are subject to a high degree of uncertainty.

ALLOCATION OF ANNUAL RESULTS

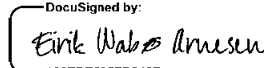
The Board of Directors proposes that this year's loss of NOK -28,8 MNOK be allocated as follows:

Transferred from other equity	MNOK -28,8
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Oslo, April 28th 2021

DocuSigned by:

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Eskil Gundersen Koffeld
Chairman of the Board

DocuSigned by:

180E6685EB846E

Eirik Wabø Arnesen
Board Member



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To the General Meeting of Champion Bidco AS

INDEPENDENT AUDITOR'S REPORT

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Champion Bidco AS showing a loss of NOK 28 761 000 in the financial statements of the parent company and loss of NOK 108 056 000 in the financial statements of the group. The financial statements comprise:

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

In our opinion:

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

Basis for Opinion

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

Other information

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

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

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

Responsibilities of the Board of Directors for the Financial Statements

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

Report on Other Legal and Regulatory Requirements

Opinion on the Board of Directors' report

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

Opinion on Registration and Documentation

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

Oslo, 28 April 2021
Deloitte AS

Mats Nordal
State Authorised Public Accountant (Norway)

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