



## ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2024 - GENERELL INFORMASJON

### Enheten

Organisasjonsnummer: 922 413 614  
Organisasjonsform: Aksjeselskap  
Foretaksnavn: JIGSAW HOLDCO 1 AS  
Forretningsadresse: Fredrik Selmers vei 3  
0663 OSLO

### Regnskapsår

Årsregnskapets periode: 01.01.2024 - 31.12.2024

### Konsern

Morselskap i konsern: Ja  
Konsernregnskap lagt ved: Nei

### Regnskapsregler

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

### Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Stephen John Grist  
Dato for fastsettelse av årsregnskapet: 08.05.2025

### Grunnlag for avgivelse

År 2024: Årsregnskapet er elektronisk innlevert  
År 2023: Tall er hentet fra elektronisk innlevert årsregnskap fra 2024

*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, 18.06.2025



## Resultatregnskap

Beløp i: NOK	Note	2024	2023
<b>RESULTATREGNSKAP</b>			
<b>Kostnader</b>			
Other operating expenses	2	140 000	30 000
<b>Sum kostnader</b>		<b>140 000</b>	<b>30 000</b>
<b>Driftsresultat</b>		<b>-140 000</b>	<b>-30 000</b>
Rentekostnad til foretak i samme konsern		46 000	33 000
<b>Sum finanskostnader</b>		<b>46 000</b>	<b>33 000</b>
<b>Netto finans</b>		<b>-46 000</b>	<b>-33 000</b>
<b>Resultat før skattekostnad</b>		<b>-186 000</b>	<b>-63 000</b>
Income tax expense		-41 000	-14 000
<b>Årsresultat</b>		<b>-145 000</b>	<b>-49 000</b>
<b>Overføringer og disponeringer</b>			
Overføringer til/fra annen egenkapital		-145 000	-49 000
<b>Sum overføringer og disponeringer</b>		<b>-145 000</b>	<b>-49 000</b>



### Balanse

Beløp i: NOK	Note	2024	2023
<b>BALANSE - EIENDELER</b>			
<b>Anleggsmidler</b>			
<b>Immaterielle eiendeler</b>			
Utsatt skattefordel		16 000	12 000
<b>Sum immaterielle eiendeler</b>		<b>16 000</b>	<b>12 000</b>
<b>Finansielle anleggsmidler</b>			
Investering i datterselskap		837 471 000	631 428 000
<b>Sum finansielle anleggsmidler</b>		<b>837 471 000</b>	<b>631 428 000</b>
<b>Sum anleggsmidler</b>		<b>837 487 000</b>	<b>631 440 000</b>
<b>Omløpsmidler</b>			
<b>Varer</b>			
<b>Fordringer</b>			
Konsernfordringer		1 533 000	41 927 000
<b>Sum fordringer</b>		<b>1 533 000</b>	<b>41 927 000</b>
<b>Sum omløpsmidler</b>		<b>1 533 000</b>	<b>41 927 000</b>
<b>SUM EIENDELER</b>		<b>839 020 000</b>	<b>673 367 000</b>
<b>BALANSE - EGENKAPITAL OG GJELD</b>			
<b>Egenkapital</b>			
<b>Innskutt egenkapital</b>			
Aksjekapital		180 000	90 000
Overkurs		837 353 000	631 269 000
<b>Sum innskutt egenkapital</b>		<b>837 533 000</b>	<b>631 359 000</b>
<b>Opptjent egenkapital</b>			
Other equity		-462 000	-317 000
<b>Sum opptjent egenkapital</b>		<b>-462 000</b>	<b>-317 000</b>



## Balanse

<b>Beløp i: NOK</b>	<b>Note</b>	<b>2024</b>	<b>2023</b>
<b>Sum egenkapital</b>		<b>837 071 000</b>	<b>631 042 000</b>
<b>Sum langsiktig gjeld</b>		<b>0</b>	<b>0</b>
<b>Kortsiktig gjeld</b>			
Kortsiktig konserngjeld		1 876 000	42 270 000
Other current liabilities		73 000	55 000
<b>Sum kortsiktig gjeld</b>		<b>1 949 000</b>	<b>42 325 000</b>
<b>Sum gjeld</b>		<b>1 949 000</b>	<b>42 325 000</b>
<b>SUM EGENKAPITAL OG GJELD</b>		<b>839 020 000</b>	<b>673 367 000</b>



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To the General Meeting of Jigsaw Holdco 1 AS

## Independent Auditor's Report

### Opinion

We have audited the financial statements of Jigsaw Holdco 1 AS (the Company), which comprise the balance sheet as at 31 December 2024, the income statement and cash flow statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

### In our opinion

- the financial statements comply with applicable statutory requirements, and
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2024, and its financial performance and its cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway.

### Basis for Opinion

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

### Other Information

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

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

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

#### Offices in:

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

## Responsibilities of Management for the Financial Statements

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

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

## Auditor's Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

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

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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.

Oslo, 6 May 2025

KPMG AS

Karianne Fønstelién Vintervoll  
*State Authorised Public Accountant*  
(This document is signed electronically)

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## Vintervoll, Karianne F

Statsautorisert revisor

On behalf of: KPMG AS

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**Financial statements 2024**  
**Jigsaw Holdco 1 AS**

Org.no.: 922.413.614

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Signed SG, FL, PS, MW



## Income statement

Jigsaw Holdco 1 AS

All amounts in NOK 1 000

<b>Operating revenue and expenses</b>	<b>Note</b>	<b>2024</b>	<b>2023</b>
Other operating expenses	2	140	30
<b>Total operating expenses</b>		<b>140</b>	<b>30</b>
<b>Operating profit</b>		<b>-140</b>	<b>-30</b>
<b>Financial income and expenses</b>			
Interest expense to group companies		46	33
<b>Net financial items</b>		<b>-46</b>	<b>-33</b>
<b>Profit before income tax</b>		<b>-186</b>	<b>-63</b>
Income tax expense	3	-41	-14
<b>Loss for the year</b>		<b>-145</b>	<b>-49</b>
<b>Allocation of loss for the year</b>			
Loss brought forward		-145	-49
<b>Total allocated to equity</b>		<b>145</b>	<b>49</b>





### Balance sheet

#### Jigsaw Holdco 1 AS

All amounts in NOK 1 000

Assets	Note	2024	2023
<b>Non-current assets</b>			
<b>Intangible assets</b>			
Deferred tax assets	3	16	12
<b>Total intangible assets</b>		<b>16</b>	<b>12</b>
<b>Financial non-current assets</b>			
Investments in subsidiaries	4	837.471	631.428
<b>Total financial non-current assets</b>		<b>837.471</b>	<b>631.428</b>
<b>Sum non-current assets</b>		<b>837.487</b>	<b>631.440</b>
<b>Current assets</b>			
<b>Receivables</b>			
Receivables from group companies	5	1.533	41.927
<b>Total receivables</b>		<b>1.533</b>	<b>41.927</b>
Cash and cash equivalents			
<b>Total current assets</b>		<b>1.533</b>	<b>41.927</b>
<b>Total assets</b>		<b>839.020</b>	<b>673.368</b>





## Balance sheet

### Jigsaw Holdco 1 AS

All amounts in NOK 1 000

Equity and liabilities	Note	2024	2023
<b>Equity</b>			
<b>Paid-in capital</b>			
Share capital	6	180	90
Share premium reserve		837.353	631.269
<b>Total paid-in capital</b>		<b>837.533</b>	<b>631.359</b>
<b>Retained earnings</b>			
Other equity		-462	-317
<b>Total retained earnings</b>		<b>-462</b>	<b>-317</b>
<b>Total equity</b>	7	<b>837.071</b>	<b>631.042</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Current liabilities to group companies	5	1.876	42.270
Other current liabilities		73	55
<b>Total current liabilities</b>		<b>1.949</b>	<b>42.326</b>
<b>Total liabilities</b>		<b>1.949</b>	<b>42.326</b>
<b>Total equity and liabilities</b>		<b>839.020</b>	<b>673.368</b>

Oslo, 30.04.2025

Frederic LAZIOU

Michael Edward Wilkinson  
Chairman of the Board

Frederic Corentin Laziou

Stephen John Grist  
Board member

Peter Boris Spasov  
Board member





## Cash flow statement

Jigsaw Holdco 1 AS

All amounts in NOK 1 000

	Note	2024	2023
<b>Cash flow from operations</b>			
Profit / loss before tax		-186	-63
Change in other assets and other liabilities		186	63
<b>Net cash flow from operations</b>		<u>0</u>	<u>0</u>
<b>Cash flow from investment activities</b>			
<b>Net cash flow from investment activities</b>		<u>0</u>	<u>0</u>
<b>Cash flow from financing activities</b>			
<b>Net cash flow from financing activities</b>		<u>0</u>	<u>0</u>
<b>Bank deposits, cash and equivalents at 1 January</b>		<u>0</u>	<u>0</u>
Net change in cash and cash equivalents		0	0
<b>Bank deposits, cash and equivalents at 31 December</b>		<u>0</u>	<u>0</u>





## Note 1 Accounting policies

The company had no employees as of December 31 2024 and 2023.

No remuneration was paid to the Board in 2024 or 2023 and the company has no obligation to pay any remunerations to the Board.

### Valuation and classification of assets and liabilities

Current assets and liabilities include items that relate to the operating cycle. For items other than accounts receivables, items included are due within one year of the transaction day. Assets intended for permanent ownership or use in the business are classified as non-current assets. Non-current liabilities are liabilities due later than one year after the transaction date.

Current assets are valued at the lower of historical cost and fair value. Current liabilities are booked at nominal value at the time of establishment. Fixed assets are carried at historical cost. Fixed assets with a limited economic life are depreciated on a systematic basis in accordance with a reasonable depreciation schedule, and are written down to fair value when the decline in value is expected to be permanent. Noncurrent liabilities, except for other provisions, are booked at nominal value at the time of establishment.

### Receivables

Receivables are recognised at nominal value, less the provision for expected losses on receivables. The provision for losses is based on an individual assessment of each receivable.

### Foreign currency

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

### Investments

Investments in subsidiaries are assessed according to the cost method in the financial statement. Received dividends and group contributions are recognised as income in the same year that the dividends/group contributions have been declared in the subsidiaries/associates, if it is likely that the amount will be received. In the event of dividends/group contributions exceeding the share of retained profit after the acquisition, the excess portion represents repayment of invested capital and is deducted from the value of the investment in the balance sheet. Group contributions to subsidiaries are recognised as part of cost of investment.

### Income taxes

Tax expenses consist of current income tax expense and changes in net deferred tax. Deferred tax has been calculated at 22% on the temporary differences that exist between accounting and fiscal values, as well as losses brought forward at the end of the fiscal year. Tax-increasing and tax-reducing temporary differences that reverse, or can reverse in the same period, are settled and the tax effect is calculated on a net basis.

### Cash flow statement

The cash flow statement has been prepared according to the indirect method. Cash and cash equivalents include cash, bank deposits and other monetary instruments that immediately and without significant currency risk can be converted to a known cash amount, and with a maturity of less than three months from the date of purchase. □

### Consolidated group financial statements

No consolidated financial statements are prepared for Jigsaw Holdco 1 AS with its subsidiaries. Jigsaw Holdco 1 AS is included in the consolidated financial statements of Jigsaw Topco AS. The consolidated financial statements are available upon request to the company.





## Note 2 Other operating expenses

The company had no employees as of December 31 2024 and 2023.

No remuneration was paid to the Board in 2024 or 2023 and the company has no obligation to pay any remunerations to the Board.

There are no loans or collateral for the benefit of the board or shareholders and its related parties.

Remuneration to Auditor (ex VAT)	2024	2023
Statutory audit and assurance services	29	30
Other services incl. technical assistance for preparation of the financial statements	19	25
<b>Total</b>	<b>48</b>	<b>55</b>

## Note 3 Tax

Specification of income tax expense	2024	2023
Current income tax payable	0	0
Changes in deferred tax	-41	-14
<b>Tax charge in profit/loss</b>	<b>-41</b>	<b>-14</b>

### Reconciliation of tax rate

	2024	2023
Profit (loss) before tax	-186	-63
Estimated income tax according to nominal tax rate (22%)	-41	-14
Tax effect of the following items:		
Non-deductible expenses	0	0
Regulation of previous years' income taxes	0	0
<b>Total tax expense (income)</b>	<b>-41</b>	<b>-14</b>
Effective tax rate	22%	22%

### Specification of temporary differences and losses carried forward

	2024	2023
Provisions and liabilities	-73	-55
Tax losses carried forward	0	0
<b>Total</b>	<b>-73</b>	<b>-55</b>

Deferred tax asset/liability in balance	-16	-12
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### Reconciliation of deferred taxes

	2024	2023
Opening balance	-12	-76
Change in deferred taxes recognised in the income statement	-41	-14
Change in deferred taxes due to group contributions	37	77
<b>Deferred tax asset in balance sheet</b>	<b>-16</b>	<b>-12</b>

## Note 4 Subsidiaries

Company	Date of acquisition	Proportion of votes	Equity as of 12/31/2024	Profit/loss 2024
Jigsaw Holdco 2 AS	4/16/2019	100%	829.607	-1.270





## Note 5 Intercompany balances

<b>Assets</b>	<b>2024</b>	<b>2023</b>
Other receivables		
Jigsaw Topco	1.533	41.927
<b>Total Assets</b>	<b>1.533</b>	<b>41.927</b>
<b>Liabilities</b>	<b>2024</b>	<b>2023</b>
Non-current liabilities		
Puzzel AS	0	0
Other current liabilities		
Jigsaw Holdco 2 AS	1.365	41.927
Puzzel AS	511	343
<b>Total liabilities</b>	<b>1.876</b>	<b>42.270</b>

## Note 6 Share capital, shareholders etc.

The share capital in the company at 31 Dec 2024 consists of 30 000 shares, each with a nominal value of NOK 6. There are no restrictions on the voting rights statutes. There is only one class of shares. All shares are owned by Jigsaw Topco AS.

The book value of the share capital amounts to NOK 180 000.

## Note 7 Equity

	<b>Share capital</b>	<b>Share premium resereve</b>	<b>Other equity</b>	<b>Total equity</b>
January 1, 2024	90	631.269	-317	631.042
Profit/(loss) for the year	0	0	-145	-145
Share issues	90	204.888	0	204.978
Group contribution	0	1.196	0	1.196
<b>December 31, 2024</b>	<b>180</b>	<b>837.353</b>	<b>-462</b>	<b>837.071</b>

## Note 8 Events after the reporting period

There are no identified non-adjusting events occurred after the reporting period that impact the figures in this report.





## Verification

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### Document

Jigsaw Holdco1 AS\_2024 FS signing pack(250502sg)

Main document

14 pages

Initiated on 2025-05-02 18:34:36 CEST (+0200) by

Stephen Grist (SG)

Finalised on 2025-05-05 21:21:35 CEST (+0200)

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# Annual Report 2024

Jigsaw Holdco 1 AS



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Signed SG, FL, PS, MW

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## 1. About the business

Jigsaw Holdco 1 AS (The Company) is a holding entity with its business address at Fredrik Selmers vei 3 in Oslo. The company was founded on 25 February 2019.

## 2. Presentation of the Company

The Company is part of the Jigsaw Puzzel Group. The Company's parent is Jigsaw Topco AS which is the ultimate parent in the Group. Jigsaw Holdco 1 AS owns 100 % of Jigsaw Holdco 2 AS which owns 100 % of Jigsaw Bidco AS.

The top operational company in the Group, Puzzel AS, was acquired by on 3 May 2019 by Marlin-Puzzel Aggregator L.P, a company owned by Marlin





Equity Partners. Puzzel AS was acquired from its former owner Herkules Private Equity III (gp-li) and is now wholly owned by Jigsaw Bidco AS.

Following the acquisition by Marlin, Jigsaw Bidco AS acquired 100% of the operational parent company Puzzel AS which in turn owns 100%, directly or indirectly, of the international operating subsidiaries Puzzel AB, Puzzel Malmö AB, Puzzel A/S, Puzzel Ltd, Puzzel OY, S2 Communications AB, Capturi A/S, CapSwe AB and Puzzel Sofia EAD.

### 3. Presentation of the accounts

Revenue was mNOK 0.0 for both 2024 and 2023.

The operating loss for 2024 was mNOK 0.1 and net loss was mNOK 0.1. In 2023 the operating loss was mNOK 0.03 and net loss mNOK 0.04. The losses in both years are primarily related to audit fees and similar administrative costs.

The Company's equity as of December 31, 2024 is mNOK 837.1 and the total assets are mNOK 839.0.

As of 31 December 2024, the Company had no non-current liabilities.

The Company's total cash and cash equivalents at both 31 December 2024 and 2023 was mNOK 0.0.

### 4. Going concern

In accordance with Section 3-3a of the Accounting Act, it is confirmed that the accounts have been prepared on a going concern basis, which assumes that the company will continue to operate for the foreseeable future. The directors have assessed the company's ability to continue as a going concern and are confident that the company has adequate resources to continue operating as a going concern for the foreseeable future.



## puzzel

### 5. Allocation of the year's result

The loss brought forward is covered by the company's equity.

The Board of Directors considers the Company's equity of mNOK 837.1 and liquidity to be sufficient to support the ongoing operations of the business.

### 6. Risks

#### 6.1. Financial and liquidity risk

Jigsaw Holdco 1 AS is fully equity-financed. Hence, there are limited financial risks in the entity. The primary risk for the Company relates to the value of Jigsaw Holdco 2 AS and the Company is indirectly exposed to market risk through its subsidiaries.

The Company can borrow from subsidiaries when needed to cover operational expenses. All assets and liabilities of the company are in NOK and currency risk is limited. The Company is only exposed to immaterial interest rate risk on liabilities towards group companies.

### 7. Research and development

The company does not conduct research or development activities.

### 8. Work environment

The company has no employees.

### 9. External environmental impact

The company does not pollute the external environment.





## 10. Insurance for Board of Directors

The Company has insurance that covers liabilities for members of the Board.

## 11. Ethical business practice

The Company with its subsidiaries is committed to transparent and ethical business practices and complies with all applicable laws and regulations related to transparency and anti-corruption.

We are committed to continuously improving our transparency and anti-corruption practices and will continue to prioritize this area as part of our overall strategy.

The directors recognize the importance of promoting transparency and ethical business practices and will continue to ensure that the Company operates in accordance with the highest standards of integrity and accountability.





Oslo, April 30, 2025  
The Board of Directors  
Of Jigsaw Holdco I AS

Stephen John Grist  
Member of the Board

Michael Edward Wilkinson  
Chairman of the Board

Peter Boris Spasov  
Member of the Board

*Frederic LAZIOU*

Frederic Corentin Laziou  
Member of the Board





Skatteetaten

Vår dato 29.10.2020	Din/Deres dato 07.10.2020	Saksbehandler Lars Waalorp
800 80 000 Skatteetaten.no	Din/Deres referanse AR392555182	Telefon 32212244
Org.nr 974761076	Vår referanse 2020/5963848	Postadresse Postboks 9200 Grønland 0134 OSLO

JIGSAW HOLDCO 1 AS  
Fredrik Selmers vei 3  
0663 OSLO

Att. Magnus Flateland

## Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk for Jigsaw Holdco 1 AS, org.nr. 922 413 614

Vi viser til deres brev sendt inn 7. oktober 2020 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk for Jigsaw Holdco 1 AS.

Skattekontoret gir på bakgrunn av en konkret helhetsvurdering Jigsaw Holdco 1 AS dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk, jf. regnskapsloven § 3-4 tredje ledd. Dispensasjonen gjelder så lenge opplysningene som danner grunnlaget for vedtaket ikke endres vesentlig.

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

### Bakgrunn

Jigsaw Holdco 1 AS er gjennom norske eierselskaper eid av et utenlandsk selskap som er en del av et internasjonalt konsern. Den norske delen av konsernet leverer kontaktsenterløsninger med hovedvekt på softwareelementer, og virksomheten retter seg mot bedriftsmarkedet i seks forskjellige land. Flere av styremedlemmene i selskapet er utenlandske.

### Skattekontorets vurdering

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

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

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



samfunnsøkonomien skal bli best mulig. Gode regnskaper vil også gjøre det vanskeligere for markedsdeltakere å ta ut spekulasjonsgevinster med basis i skjevt fordelt informasjon.”

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

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

Det er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har skattekontoret lagt særlig vekt på at selskapet indirekte er eid av et utenlandsk selskap og inngår i et internasjonalt konsern. Videre er det vektlagt at alle sentrale aktører og samarbeidspartnere behersker og benytter engelsk.

Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

Lars Waalorp  
seniorrådgiver  
Brukerdialog, brukerkontakt  
Skatteetaten

*Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.*