



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2022 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer: 929 047 907
Organisasjonsform: Aksjeselskap
Foretaksnavn: PANTHER MIDCO AS
Forretningsadresse: Kjøita 37
4630 KRISTIANSAND S

Regnskapsår

Årsregnskapets periode: 01.03.2022 - 31.12.2022

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: Rune Løbersli
Dato for fastsettelse av årsregnskapet: 30.06.2023

Grunnlag for avgivelse

År 2022: Årsregnskapet er elektronisk innlevert
År 2021: Tall er hentet fra elektronisk innlevert årsregnskap fra 2022

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, 10.07.2024



Resultatregnskap

Beløp i: NOK	Note	2022	2021
RESULTATREGNSKAP			
Kostnader			
Other expenses		5 570	
Sum kostnader		5 570	
Driftsresultat		-5 570	
Finansinntekter og finanskostnader			
Income from subsidiaries		430 515	
Sum finansinntekter		430 515	
Netto finans		430 515	
Ordinært resultat før skattekostnad		424 945	0
Income tax expense	2	93 488	
Ordinært resultat etter skattekostnad		331 457	0
Årsresultat	3	331 457	0
Årsresultat etter minoritetsinteresser		331 457	
Totalresultat		331 457	
Overføringer og disponeringer			
Konsernbidrag		331 457	
Sum overføringer og disponeringer		331 457	



Balanse

Beløp i: NOK	Note	2022	2021
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utsatt skattefordel	2		
Finansielle anleggsmidler			
Investering i datterselskap	4	454 539 860	
Investering i annet foretak i samme konsern	4		
Sum finansielle anleggsmidler		454 539 860	
Sum anleggsmidler		454 539 860	0
Omløpsmidler			
Varer			
Fordringer			
Konsernfordringer		430 515	
Sum fordringer		430 515	
Investeringer			
Aksjer og andeler i foretak i samme konsern	4		
Sum omløpsmidler		430 515	0
SUM EIENDELER		454 970 375	0
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Share capital	5	4 575 150	
Beholdning av egne aksjer	5		
Overkurs		449 970 280	
Sum innskutt egenkapital		454 545 430	



Balanse

Beløp i: NOK	Note	2022	2021
Sum egenkapital	3	454 545 430	0
Gjeld			
Langsiktig gjeld			
Utsatt skatt	2		
Annen langsiktig gjeld			
Sum langsiktig gjeld		0	0
Kortsiktig gjeld			
Tax payable	2		
Kortsiktig konserngjeld		424 945	
Sum kortsiktig gjeld		424 945	
Sum gjeld		424 945	0
SUM EGENKAPITAL OG GJELD		454 970 375	0



Brønnøysundregistrene

ÅRSREGNSKAP FOR REGNSKAPSÅRET 2022 - GENERELL INFORMASJON

Journalnummer: 2023 691402

Enheten

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Organisasjonsform: Aksjeselskap
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Forretningsadresse: Kjøita 37
4630 KRISTIANSAND S

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årsregnskapet til selskapet: Regnskapslovens alminnelige regler

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet: Rune Løbersli
Dato for fastsettelse av årsregnskapet: 30.06.2023

Revisjon

Årsregnskapet er utarbeidet av ekstern
autorisert regnskapsfører: Ja
Ekstern autorisert regnskapsfører har i
løpet av regnskapsåret bistått ved den
løpende regnskapsføringen eller utført
andre tjenester for selskapet enn å
utarbeide årsregnskapet: Ja

Grunnlag for avgivelse

År 2022: Årsregnskap er elektronisk innlevert.
År 2021: Tall er hentet fra elektronisk innlevert årsregnskap fra 2022.

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Brønnøysundregistrene, 15.08.2023

Brønnøysundregistrene
Postadresse: Postboks 900, 8910 Brønnøysund
Telefon: 75 00 75 00
E-post: firmapost@brreg.no Internett: www.brreg.no
Organisasjonsnummer: 974 760 673



Organisasjonsnr: 929 047 907
PANTHER MIDCO AS

RESULTATREGNSKAP

Beløp i: NOK	Note	2022	2021
RESULTATREGNSKAP			
Kostnader			
Other expenses		5 570	
Sum kostnader		5 570	
Driftsresultat		-5 570	
Finansinntekter og finanskostnader			
Income from subsidiaries		430 515	
Sum finansinntekter		430 515	
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Ordinært resultat før skattekostnad		424 945	0
Income tax expense	2	93 488	
Ordinært resultat etter skattekostnad		331 457	0
Årsresultat	3	331 457	0
Årsresultat etter minoritetsinteresser		331 457	
Totalresultat		331 457	
Overføringer og disponeringer			
Konsernbidrag		331 457	
Sum overføringer og disponeringer		331 457	



Organisasjonsnr: 929 047 907
PANTHER MIDCO AS

BALANSE

Beløp i: NOK **Note** **2022** **2021**

BALANSE - EIENDELER

Anleggsmidler

Immaterielle eiendeler

Utsatt skattefordel 2

Finansielle anleggsmidler

Investering i datterselskap 4 454 539 860

Investering i annet

foretak i samme konsern 4

Sum finansielle anleggsmidler 454 539 860

Sum anleggsmidler 454 539 860

0

Omløpsmidler

Varer

Fordringer

Konsernfordringer 430 515

Sum fordringer 430 515

Investeringer

Aksjer og andeler i foretak i samme konsern 4

Sum omløpsmidler 430 515

0

SUM EIENDELER 454 970 375

0

BALANSE - EGENKAPITAL OG

GJELD

Egenkapital

Innskutt egenkapital

Share capital 5 4 575 150

Beholdning av egne aksjer 5

Overkurs 449 970 280

Sum innskutt egenkapital 454 545 430

Sum egenkapital 454 545 430

0

Gjeld

Langsiktig gjeld

Utsatt skatt 2

Annen langsiktig gjeld

Sum langsiktig gjeld 0

0



Kortsiktig gjeld			
Tax payable	2		
Kortsiktig konserngjeld		424 945	
Sum kortsiktig gjeld		424 945	
Sum gjeld		424 945	0
SUM EGENKAPITAL OG GJELD		454 970 375	0



Organisasjonsnr: 929 047 907
PANTHER MIDCO AS

NOTEOPPLYSNINGER - SELSKAP - alle poster oppgitt i hele tall

Note

Antall årsverk i regnskapsåret
0.00

Sum Beløp

Balanseført verdi 31.12. Varige driftsmidler Immaterielle eiend.

Konsernregnskap

Morselskapet sitt navn

Forretningskontor for morselskapet

Begrunnelse for at datterselskap er utelatt fra konsolideringen

Samlet beløp - tilknyttet selskap Årets Fjorårets

Samlet beløp - foretak i samme konsern Årets Fjorårets

Samlet beløp - foretak i samme konsern Årets Fjorårets

Samlet beløp - felles kontrollert virksomhet Årets Fjorårets

Pantstillelse Beløp

Beholdning av egne aksjer Antall Pålydende Andel av aksjek.



To the General Meeting of Panther Midco AS

Independent Auditor's Report

Opinion

We have audited the financial statements of Panther Midco AS (the Company), which comprise the balance sheet as at 31 December 2022, 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 2022, 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

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

PricewaterhouseCoopers AS, Dronning Eufemias gate 71, Postboks 748 Sentrum, NO-0106 Oslo
T: 02316, org. no.: 987 009 713 MVA, www.pwc.no
Statsautoriserte revisorer, medlemmer av Den norske Revisorforening og autorisert regnskapsførerselskap



Responsibilities of Management for the Financial Statements

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

Oslo, 29 June 2023

PricewaterhouseCoopers AS

Jone Bauge
State Authorised Public Accountant
(This document is signed electronically)



 Securely signed with Brevio

Revisjonsberetning

Signers:

Name	Method	Date
Bauge, Jone	BANKID	2023-06-29 22:25

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- The original document(s)
- The electronic signatures. These are not visible in the document, but are electronically integrated.



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The seal is a guarantee for the authenticity
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The Board of Directors' report 2022 for Panther Midco AS

Operations and locations

Panther Midco AS (the Company) is a holding company that owns 100% of the shares in Panther Bidco AS.

The Company's office is located at Kjøita 37, 4630 Kristiansand, Norway.

Comments related to the financial statements

The company has no revenue. The net profit for 2022 was KNOK 331.5 and it is relating to income from subsidiaries.

Total cash flow from operating activities was negative KNOK 331.5. The Company was financed through group contribution and capital injection.

Total assets at year-end amounted to MNOK 455.0. The equity ratio was 99.9% as of 31.12.2022. The Company's financial position is sound and adequate to settle short-term debt as of 31.12.2022.

Financial risk

The Company is exposed to financial risk through its ownership in Panther Bidco AS.

Going concern

In accordance with the Accounting Act § 3-3a, we confirm that the financial statements have been prepared under the assumption of going concern. This assumption is based on profit forecasts for the year 2022+1 and the Company's long-term strategic forecasts. The Company's economic and financial position is sound.

The working environment and the employees

The company does not have employees.

Environmental report

The Company has no activity and limited emissions, within regulatory limitations. The investment in Panther Bidco AS and its subsidiary Orbyt AS operate within an industry that causes neither pollution nor significant emissions that could harm the external environment.

Post-closing events

The board believes that the annual accounts give a true and fair view of the Company's assets and liabilities, financial position and result.

There are no subsequent events to report which would have an impact on the results and disclosures.

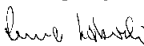
Allocation of net income

The Board of Directors has proposed the net income of Panther Midco AS to be attributed to:

Group contributions	331 457
Net profit allocated	331 457

Kristiansand, 27.6.2023

Rune Løbersli, Chairman of the board

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Annual Report 2022

Panther Midco AS

Board of Directors' Report
Income statement
Balance sheet
Cash flow
Notes

Org.no.: 929 047 907



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Income statement

Panther Midco AS

Operating income and operating expenses	Note	01.03.2022-31.12.2022
Other expenses		5 570
Total expenses		5 570
Operating profit/loss		-5 570
Income from subsidiaries		430 515
Net financial items		430 515
Profit before Income tax		424 945
Income tax expense	2	93 488
Net profit	3	331 457
Attributable to		
Group contributions		331 457
Total		331 457

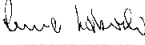


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Balance sheet Panther Midco AS

Assets	Note	2022
Non-current financial assets		
Investments in subsidiaries	4	454 539 860
Total non-current financial assets		454 539 860
Total non-current assets		454 539 860
Current assets		
Receivables		
Receivables from group companies		430 515
Total receivables		430 515
Total current assets		430 515
Total assets		454 970 375
Equity and liabilities		
Equity		
Paid in equity		
Share capital	5	4 575 150
Share premium reserve		449 970 280
Total paid-up equity		454 545 430
Total equity	3	454 545 430
Liabilities		
Current liabilities		
Liabilities to group companies		424 945
Total current liabilities		424 945
Total liabilities		424 945
Total equity and liabilities		454 970 375

Kristiansand, 27.06.2023
The board of Panther Midco AS

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Rune Løbersli
chairman of the board



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Indirect cash flow

Panther Midco AS

	Note	01.03.2022-31.12.2022
Cash flows from operating activities		
Profit/loss before tax		424 945
Change in other accrual items		-756 402
Net cash flows from operating activities		-331 457
Cash flows from investment activities		
Payments to buy shares and participations in other companies	4	-454 539 860
Net cash flows from investment activities		-454 539 860
Cash flows from financing activities		
Business registration	3	30 000
Proceeds from equity	3	454 509 860
Payment of Group contributions	3	331 457
Net cash flows from financing activities		454 871 317
Net change in cash and cash equivalents		0
Cash and cash equivalents at the start of the period		0
Cash and cash equivalents at the end of the period		0



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Accounting principles

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

The consolidated group accounts are prepared by Panther Topco AS, Kjølita 6, 4630 Kristiansand AS, 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

Foreign currency

Transactions in foreign currency are translated at the rate applicable on the transaction date. Monetary items in a foreign currency are translated into NOK using the exchange rate applicable on the balance sheet date. Non-monetary items that are measured at their historical price expressed in a foreign currency are translated into NOK using the exchange rate applicable on the transaction date. Non-monetary items that are measured at their fair value expressed in a foreign currency are translated at the exchange rate applicable on the balance sheet date. Changes to exchange rates are recognised in the income statement as they occur during the accounting period.

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 short term liabilities consist of receivables and payables due within one year, and items related to the inventory cycle. Other balance sheet items are classified as fixed assets / long term liabilities.

Current assets are valued at the lower of cost and fair value. Short term liabilities are recognized at nominal value.

Fixed assets are valued at cost, less depreciation and impairment losses. Long term liabilities are recognized 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 as 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 later 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 exceed 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.

Accounts receivable and other receivables

Accounts receivable 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. For the remaining receivables, a general provision is estimated based on expected loss.



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Short term investments

Short term investments (stocks and shares seen as current assets) are valued at the lower of acquisition cost and fair value at the balance sheet date. Dividends and other distributions are recognized as other financial income.

Cash flow statement

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



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Note 1 Personnel expenses, number of employees

The company has no employees, and is therefore not obliged to provide a compulsory service pension. No loans or collateral have been given to the chairman/board members or other related parties.

Expensed audit fee

Expenses paid to the auditor for 2022 amounts to NOK 120 000,- excl. VAT.

Statutory audit fee (incl. technical assistance with financial statements)	0
Other services	120 000
Total audit fees	120 000

Note 2 Tax

This year's tax expense	2022
Entered tax on ordinary profit/loss:	
Payable tax	93 488
Changes in deferred tax assets	0
Tax expense on ordinary profit/loss	93 488

Taxable income:	
Result before tax	424 945
Permanent differences	0
Provided intra-group contribution	-424 945
Taxable income	0

Payable tax in the balance:	
Payable tax on this year's result	-1 225
Payable tax on provided Group contribution	-93 488
Payable tax on received Group contribution	94 713
Total payable tax in the balance	0

The tax effect of temporary differences that has formed the basis for deferred tax and deferred tax advantages, specified on type of temporary differences

	2022
Deferred tax (22 %)	0

Note 3 Equity

	Share capital	Share premium	Other equity	Total equity
Pr. 31.12.2021	0	0	0	0
New registration	30 000	0	0	30 000
Capital increase	4 545 150	449 970 280	0	454 515 430
Net profit	0	0	331 457	331 457
Group contributions made	0	0	-331 457	-331 457
Pr 31.12.2022	4 575 150	449 970 280	0	454 545 430



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Note 4 Subsidiaries, associates, joint ventures

	City	Ownership Share	Acquisition cost	Share of equity	Share of profit
Panther Bidco AS	Kristiansand	100,0%	454 539 860	469 301 916	15 117 858
Total			454 539 860	469 301 916	15 117 858

Note 5 Shareholders

The share capital in Panther Midco AS as of 31.12 consists of:

	Total	Face value	Entered
Ordinary shares	457 515	10,0	4 575 150
Total	457 515		4 575 150

Ownership structure

The largest shareholders in % at year end:

	Ordinary	Owner interest	Share of votes
Panther Topco AS	457 515	100,0	100,0