



ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2022 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer:	921 423 020
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	RIVER GROUP HOLDING AS
Forretningsadresse:	Nydalsveien 33 0484 OSLO

Regnskapsår

Årsregnskapets periode:	01.01.2022 - 31.12.2022
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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:	Grels Karl Henrik Sohlberg
Dato for fastsettelse av årsregnskapet:	02.05.2023

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, 17.07.2024



Resultatregnskap

Beløp i: NOK	Note	2022	2021
RESULTATREGNSKAP			
Kostnader			
Employee benefits expense	2	170 359	
Other expenses	2	259 757	2 122 572
Sum kostnader		430 116	2 122 572
Driftsresultat		-430 116	-2 122 572
Finansinntekter og finanskostnader			
Annen renteinntekt	3	5 809 751	4 736 174
Other financial income	4	1 148 099	142 177
Sum finansinntekter	4	6 957 849	4 878 352
Rentekostnad til foretak i samme konsern	3	336 200	124 489
Annen rentekostnad			12 222
Other financial expenses	4	1 329 422	1 679 864
Sum finanskostnader		1 665 622	1 816 574
Netto finans		5 292 227	3 061 777
Ordinært resultat før skattekostnad		4 862 112	939 205
Tax	5	1 069 664	206 626
Ordinært resultat etter skattekostnad		3 792 448	732 579
Årsresultat		3 792 448	732 579
Årsresultat etter minoritetsinteresser		3 792 448	732 579
Totalresultat		3 792 448	732 579
Overføringer og disponeringer			
Transferred to/-from other equity		3 792 448	732 579
Sum overføringer og disponeringer	6	3 792 448	732 579



Balanse

Beløp i: NOK	Note	2022	2021
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utsatt skattefordel	5	224 712	
Sum immaterielle eiendeler		224 712	
Finansielle anleggsmidler			
Investering i datterselskap	7	148 206 596	145 866 596
Lån til foretak i samme konsern	3, 8	110 278 660	107 752 224
Sum finansielle anleggsmidler		258 485 256	253 618 820
Sum anleggsmidler		258 709 968	253 618 820
Omløpsmidler			
Varer			
Other current receivables	3		
Bankinnskudd, kontanter og lignende			
Bank deposit	10	565 909	191 161
Sum bankinnskudd, kontanter og lignende		565 909	191 161
Sum omløpsmidler		565 909	191 161
SUM EIENDELER		259 275 877	253 809 981
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Share capital	11	21 876 214	21 876 214
Overkurs		213 192 871	213 192 871
Sum innskutt egenkapital		235 069 085	235 069 085
Opptjent egenkapital			
Other equity		11 567 976	7 775 528



Balanse

Beløp i: NOK	Note	2022	2021
Sum opptjent egenkapital		11 567 976	7 775 528
Sum egenkapital	6	246 637 061	242 844 613
Gjeld			
Langsiktig gjeld			
Utsatt skatt	5		424 139
Sum avsetninger for forpliktelser			424 139
Annen langsiktig gjeld			
Langsiktig konserngjeld	8	8 533 984	2 960 959
Sum annen langsiktig gjeld		8 533 984	2 960 959
Sum langsiktig gjeld		8 533 984	3 385 098
Kortsiktig gjeld			
Leverandørgjeld		46 317	169 804
Tax payable	5	1 058 515	9 977
Kortsiktig konserngjeld	8	3 000 000	7 400 000
Other current liabilities			489
Sum kortsiktig gjeld		4 104 832	7 580 270
Sum gjeld		12 638 816	10 965 368
SUM EGENKAPITAL OG GJELD		259 275 877	253 809 981



Financial Statements 2022

Lakers Holding AS

Org.no.: 921 423 020



Annual report 2022 for Lakers Holding AS

The type and location of the business

Lakers Holding AS ("Company") was established in September 2018 and owns 100 % of the shares in Lakers Group AS. The company is located in Oslo and has no employees.

The Lakers Group consists of a dedicated group of people who all have a background in the Water and Wastewater Industry, with a strong commitment to issues concerning the environment and water management characterizes the company. Lakers combine the small entrepreneurial spirit, with structure and professionalism of a larger group, to give its customers even greater services to ensure top quality and customer satisfaction. The Lakers Group specializes in service and sale of pumps. Companies in the Group are also involved in construction and building, infrastructure, industry, and commercial buildings. We provide services to the private and commercial market, and to local authorities.

Analysis of annual accounts and key risks and uncertainties

The result before tax for the year is 4.9MNOK (2021: 0.9MNOK) as the company had operating expenses of NOK 0.4MNOK (2021: 2.1MNOK) and net financials in 2022 was 5.3MNOK (2021: 3.1 MNOK). Change in tax asset (taxable income) recognized in 2022 is 1.1MNOK (2021: 0.2 MNOK).

Total investments in Lakers Holding AS were 148.2 MNOK (2021: 145.9MNOK) and loans to group companies were 110.3MNOK (2021: 107.8 MNOK). Total assets in the company were 259.1MNOK (2021: 253.8NOK) and total equity was 246.6MNOK (2021: 242.8MNOK), equivalent to an equity ratio of 95,2% (2021: 95,7%). The financial situation is good.

The company had a cash flow from operations of 4.9MNOK (2021: -2.2MNOK), while cash flow from investments was -2.7MNOK (2021:1.5MNOK). New borrowings from financial institutions and group companies of -1.8MNOK (2021:0.5MNOK) which increased the total cash flow in 2022 by 0.4MNOK (2021: -0.2 MNOK).

The company has no activities and is not engaged in any research or development of its own.

Business outlook

We operate in an attractive market that is growing more than GDP driven by aging infrastructure, urbanization and regulations. We are well positioned as a reliable and independent company, with loyal customers, that can offer products and service independent of brand.

Going concern

In accordance with § 3-3a of the Accounting Act it is confirmed that the going concern assumption is satisfied and this assumption has been applied in the preparation of the accounts.

Report on the annual accounts

The board is not aware of any matters that are important for an assessment of the company's position and result that are not set out in the annual accounts. Similarly, no matters have occurred after the end of the financial year that in the opinion of the board are material to an assessment of the accounts.

Financial risk

The financial risk primarily related to exchange rate fluctuations and interest rates. There is no identified credit risk in the company as all debtors are group companies. Furthermore, the liquidity risk of the company is limited as there are financially sound operations in subsidiaries and the fact that the company has available credit lines. Lakers Group AB (owner of Lakers Holding) issued in 2021 a bond of 950 MNOK which increase the interest payments per year. The company are well positioned with strong EBITA in all countries, so it doesn't see any problems meeting its interest obligation.

Working environment, equal opportunity, and discrimination

The company has no employees nor activities of its own. The Board of Directors and General Manager are all men.



Events after balance sheet date

On April 3rd, 2023, Vestum (ultimate owner of Lakers Holding) signed a sales purchase agreement agreeing to sell Lakers holding. The agreement hasn't been closed yet but it is expected it will be in June 2023.

Insurance for board and general manager

The management and board have a Directors' and Officers' Liability Insurance that covers The insurance pays, on behalf of the Insured, pure financial loss, including personal liability for the debts of the Company, which are based on or which are a consequence of a claim presented during the term of the insurance against the Insured for an alleged act or omission to act by an Insured in her/his capacity as an Insured person. The policy covers both the liability to pay damages and defence costs.

Moreover, the reasonable costs of the Insured for counsel, evidence, or other investigation necessary to protect the rights of the Insured are paid. The insurance also pays litigation costs that the Insured has been ordered to pay to the other party. These costs are paid on behalf of the Insured in advance.

When applicable, the insurance indemnifies a Company for a sum it has been compelled to pay to Insured person in the form of what is designated according to Anglo-Saxon usage as 'company reimbursement'. 'Company reimbursement' means that a company pays out personal damages or defence costs to one or several of its corporate managers. The company can also in such situations according to law or contract be liable to compensate corporate managers.

The insurance also covers claims presented against the insured entity but only for claims made by or on behalf of third parties or shareholders for Loss arising from a Securities claim. The insurance is placed at AIG Europe S.A.

Environment reporting

Lakers is committed to responsible business practices and to combat climate change. We do business ethically and our purpose is Making Water Work, which indicates that our core focus is on UNs Sustainability Goal number 6 "Clean Water and Sanitation". We work with everything from improving the infrastructure (SDG goal number 9) to supply water and wastewater, to flood prevention and emergency callouts to mitigate catastrophes when they occur. Everyone who works at lakers are dedicated people who care about our customers, the environment and are agile in our market approach.

Some of our niche companies works with treatment of water in different forms, and our product range covers everything from private households to cruise ships.

At Lakers we also strive to be CO2 neutral. Our people are repairing and optimising pumps, and other mechanical components, which reduces waste and optimizes energy consumption for our customers. A lot of resources are being saved thanks to our ability to increase the lifetime of installations and products.

Overall, we believe in reuse and repair rather than installing something new (leading to waste and scrap) and this is also true for our rental business. However, when a new product is much more energy efficient this will be the proposed solution. We always look at the big picture and strive to find the best solution for both the customer and the environment.



Oslo, 02.05.2023
The board of Lakers Holding AS

Lars Conny Ryk
Chairman of the board

Gunnar Carl Johan Callenholm
General Manager



Lakers Holding AS

Cash flow statement

	2022	2021
Cash flow from operations		
Profit before income taxes	4 862 112	939 205
Taxes paid in the period	- 9 977	- 14 466
Interest without cash effect		- 4 590 339
Gain/loss from sale of fixed assets		58 942
Change in accounts payable	- 123 487	
Change in other accrual items	- 489	- 191 845
Unrealised currency gain / loss	181 324	1 608 423
Net cash flow from operations	4 909 482	- 2 190 080
Cash flow from investments		
Loans to Group companies	- 2 707 759	1 478 454
Net cash flow from investments	- 2 707 759	1 478 454
Cash flow from financing		
Issue of shares		515 989
Proceeds from long term loans	5 573 025	
Payment of dividend	- 3 000 000	
Group contribution paid	- 4 400 000	
Net cash flow from financing	- 1 826 975	515 989
Exchange gains / (losses) on cash and cash equivalents		
Net change in cash and cash equivalents	374 748	- 195 637
Cash and cash equivalents at the beginning of the period	191 161	386 798
Cash and cash equivalents at the end of the period	565 909	191 161



Lakers Holding AS

Profit and loss account for the period 1.1. - 31.12.

	Note	2022	2021
Operating income and operating expenses			
Employee benefits expense	2	170 359	0
Other expenses	2	259 757	2 122 572
Total expenses		430 116	2 122 572
Net operating profit / loss		-430 116	-2 122 572
Financial income and expenses			
Interest income from group companies	3	5 809 742	4 736 174
Other interest income		9	0
Other financial income	4	1 148 099	142 177
Total financial income	4	6 957 849	4 878 352
Interest expenses to group companies	3	-336 200	-124 489
Other interest expenses		0	-12 222
Other financial expenses	4	-1 329 422	-1 679 864
Total financial expenses		-1 665 622	-1 816 574
Net financial profit / loss		5 292 227	3 061 777
Result before tax		4 862 112	939 205
Tax	5	-1 069 664	-206 626
Net profit after tax		3 792 448	732 579
Result for the period		3 792 448	732 579
Allocations			
Transferred to/-from other equity		3 792 448	732 579
Total	6	3 792 448	732 579



Lakers Holding AS

Balance sheet as of 31.12.

	Note	2022	2021
Assets			
Non-current assets			
Intangible assets			
Deferred tax assets	5	224 712	0
Total intangible assets		224 712	0
Financial fixed assets			
Investments in subsidiaries	7	148 206 596	145 866 596
Loans to group companies	3, 8	110 278 660	107 752 224
Total financial fixed assets		258 485 256	253 618 820
Total non-current assets		258 709 968	253 618 820
Current assets			
Bank deposit			
Bank deposit	10	565 909	191 161
Total bank deposit		565 909	191 161
Total current assets		565 909	191 161
Total assets		259 275 877	253 809 981



Lakers Holding AS

Balance sheet as of 31.12.

	Note	2022	2021
Equity and liabilities			
Equity			
Paid-in equity			
Share capital	11	21 876 214	21 876 214
Share premium		213 192 871	213 192 871
Total paid-in equity		235 069 085	235 069 085
Retained earnings			
Other equity		11 567 976	7 775 528
Total retained earnings		11 567 976	7 775 528
Total equity	6	246 637 061	242 844 613
Liabilities			
Provisions			
Deferred tax liabilities	5	0	424 139
Total provisions		0	424 139
Other non-current liabilities			
Debt to group companies	8	8 533 984	2 960 959
Total other non-current liabilities		8 533 984	2 960 959
Current liabilities			
Liabilities to group companies	8	3 000 000	7 400 000
Accounts payable		46 317	169 804
Tax payable	5	1 058 515	9 977
Other current liabilities		0	489
Total current liabilities		4 104 832	7 580 270
Total liabilities		12 638 816	10 965 368
Total equity and liabilities		259 275 877	253 809 981

Oslo, 02.05.2023

The board of Lakers Holding AS

Lars Conny Ryk
Chairman of the board

Gunnar Carl Johan Callenholm
General Manager



Accounting principles

The annual accounts have been prepared in conformity with the provisions of the Accounting Act and good accounting practice.

Use of estimates

In the preparation of the annual accounts estimates and assumptions have been made that have affected the profit and loss account and the valuation of assets and liabilities, and uncertain assets and liabilities on the balance sheet date in accordance with generally accepted accounting practice. Areas which to a large extent contain such subjective evaluations, a high degree of complexity, or areas where the assumptions and estimates are material for the annual accounts, are described in the notes.

Foreign currency

Foreign currency transactions are valued at the exchange rate on the date of the transaction. Monetary foreign currency items are valued to NOK at the exchange rate on the balance sheet date. Non-monetary items that are measured at historical cost in a foreign currency are translated to NOK using the exchange rate on the transaction date. Non-monetary items that are measured at fair value in a foreign currency are translated to NOK using the exchange rate on the measurement date. Exchange rate fluctuations are posted to the profit and loss account as they arise under other financial items. Exchange gains and losses are recognised as financial income and expenses.

Tax

The tax charge in the profit and loss account consists of tax payable for the period and the change in deferred tax. Deferred tax is calculated at the tax rate at 22 % on the basis of tax-reducing and tax-increasing temporary differences that exist between accounting and tax values, and the tax loss carried forward at the end of the accounting year. Tax-increasing and tax-reducing temporary differences that reverse or may reverse in the same period are set off and entered net. The net deferred tax receivable is entered on the balance sheet to the extent that it is likely that it can be utilised.

Classification and valuation of balance sheet items

Current assets and short-term liabilities consist normally of items that fall due for payment within one year of the balance sheet date, as well as items related to the stock cycle. Current assets are valued at the lower of acquisition cost and fair value. Short-term liabilities are entered on the balance sheet at the nominal amount at the time of the transaction. Assets intended for long term ownership or use have been classified as fixed assets. Assets relating to the trading cycle have been classified as current assets. Other receivables are classified as current assets if they are to be repaid within one year after the transaction date. Similar criteria apply to liabilities. First year's instalment on long term liabilities and long term receivables are, however, not classified as short term liabilities and current assets.

Assets are valued at the lower of acquisition cost and fair value. Liabilities are entered on the balance sheet at the nominal amount at the time of the transaction.



Subsidiaries

Subsidiaries are valued using the cost method in the company accounts. The investment is valued at acquisition cost for the shares unless a write-down has been necessary. A write-down to fair value is made when a fall in value is due to reasons that cannot be expected to be temporary and such write-down must be considered as necessary in accordance with good accounting practice. Write-downs are reversed when the basis for the write-down is no longer present.

Dividends, group contributions and other distributions from subsidiaries are posted to income in the same year as provided for in the distributor's accounts. To the extent that dividends/ group contributions exceed the share of profits earned after the date of acquisition, the excess amounts represents a repayment of invested capital, and distributions are deducted from the investment's value in the balance sheet of the parent company.

Receivables

Receivables from other receivables are entered at par value after deducting a provision for expected losses. The provision for losses is made on the basis of an individual assessment of the respective receivables.

Cash flow statement

The cash flow statement has been prepared using the indirect method. Cash and cash equivalents consist of cash, bank deposits and other short-term, liquid investments.



Lakers Holding AS

Notes 2022

Note 2 Number of employees, remuneration, loans to employees etc.

In 2022 the company employed 0 employees.

	2022	2021
Remuneration		
Board remuneration	160 313	150 000
Accrued board remuneration	0	-171 150
Employment tax	10 046	21 150
Sum	170 359	0

Pension liabilities

The company is not liable to maintain an occupational pension scheme under the Mandatory Occupational Pensions Act. The company's pension schemes satisfy the requirements of this Act.

Auditor

Fees paid to the Auditor and associated companies for audit work amounted in 2022 to NOK 147 819 included VAT. Of this, fees for other assurance services included VAT is amounted to NOK 0.

Audit fee	147 819	
Other assistance	0	
Tax advice, confirmation from auditor	0	
Sum	147 819	

Note 3 Receivables and liabilities

	2022	2021
Receivables with a maturity later than one year		
Other long-term receivables	110 278 660	107 752 224
Total	110 278 660	107 752 224

The loans between the Lakers intercompanies has been calculated with an interest of 5.5 %. The total net interest for 2022 is NOK 5 473 542.

Note 4 Currency gains / losses

	2022	2021
Currency gains	1 148 099	39 693
Currency losses	-1 329 422	-1 679 864
Total Currency gains / losses	-181 323	-1 640 171



Lakers Holding AS

Notes 2022

Note 5 Tax

This year's tax expense	2022	2021
Entered tax on ordinary profit/loss:		
Payable tax	1 718 515	537 978
Changes in deferred tax	-648 851	-331 352
Tax expense on ordinary profit/loss	1 069 664	206 626
Taxable income:		
Ordinary result before tax	4 862 112	939 205
Permanent differences	0	0
Changes in temporary differences	2 949 322	1 506 145
Provided intra-group contribution	-3 000 000	-2 400 000
Taxable income	4 811 434	45 350
Payable tax in the balance:		
Payable tax on this year's result	1 718 515	537 977
Payable tax on provided Group contribution	-660 000	-528 000
Total payable tax in the balance	1 058 515	9 977

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	2021	Difference
Long-term receivables and liabilities in foreign currency	-1 021 419	1 927 903	2 949 322
Total	-1 021 419	1 927 903	2 949 322
Basis for deferred tax	-1 021 419	1 927 903	2 949 322
Deferred tax (22 %)	-224 712	424 139	648 851

Note 6 Equity capital

	Share capital	Share premium	Other equity capital	Capital increase, not registered	Total equity capital
Equity at 1.1.2022	21 876 214	213 192 871	7 775 528	0	242 844 613
Result for the year			3 792 448		3 792 448
Equity at 31.12.2022	21 876 214	213 192 871	11 567 976	0	246 637 061



Lakers Holding AS

Notes 2022

Note 7 Subsidiaries

	Owner %	Book value	Result of the year	Total Equity
Lakers Group AS, Oslo	100	148 206 596	11 841 717	135 213 895
Total		148 206 596		

Note 8 Inter-company items between companies in the same group

	2022	2021
Receivables		
Loans to companies in the same group	110 278 660	107 752 224
Total	110 278 660	107 752 224
Liabilities		
Loans from companies in the same group	8 533 984	2 960 959
Other short-term liabilities within the group	3 000 000	7 400 000
Total	11 533 984	10 360 959

The loans between the Lakers intercompanies has been calculated with an interest of 5.5 %. The total net interest for 2022 is NOK -5 473 542.

Note 9 Collateral security - Group companies

Lakers Holding AS is a part of the collateral security of the loans from Lakers Group AB equivalent to NOK 687 921 993 at 31.12.2022. The following subsidiaries are guarantors to the sustainability linked bond in Lakers Group AB:

Guarantor

A&J Pump Service Lakers OY
OY Pumppulohja AB
Lakers GmbH
Alther Pumpen GmbH
Lakers Group Holding AS
Lakers Holding AS
Lakers Group AS
Lakers Norway AS
AS Kafra
Pumpeteknikk AS
Norsk Pumpeservice AS
Lakers Sweden AB
Ahlström & Persson AB
MIVA Montage AB
Filtrena AB
Pump Supplies Ltd



Lakers Holding AS

Notes 2022

Note 10 Bank deposits

Funds standing on the tax deduction account (restricted funds) are NOK 18.

Note 11 Total shares, shareholders etc

	Number of shares	Par value	Capitalised
Share capital			
Ordinary shares	21 876 214	1	21 876 214
Total	21 876 214		21 876 214

	Ordinary shares	Total	Owner %
Shareholders:			
Lakers Group AB	21 876 214	21 876 214	100,00%
Total	21 876 214	21 876 214	100,00%

Lars Conny Ryk holds shares through his ownership in Vestum AB. Lakers Holding AS is included in the Vestum AB group consolidation and the consolidated accounts can be obtained from Lakers Group Holding AS's headoffice at Sandakerveien 114, 0484 Oslo.



Skatteetaten

Vår dato 21.03.2019	Din/Deres dato 20.12.2018	Saksbehandler Henning Stokke
800 80 000 Skatteetaten.no	Din/Deres referanse Hallvard Helgetun	Telefon 800 80 000
Org.nr 974761076	Vår referanse 2019/5205481	Postadresse Postboks 9200 Grønland 0134 OSLO

PRICEWATERHOUSECOOPERS AS
Postboks 748 Sentrum
0106 OSLO

Tillatelse til å utarbeide årsberetning og årsregnskap på engelsk språk

Vi viser til deres brev av 20. desember 2018 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk språk for følgende selskaper:

- Lakers Holding AS org.nr. 921 423 020
- Lakers Group AS org.nr. 921 336 152

Skattedirektoratet gir på bakgrunn av en konkret helhetsvurdering selskapene nevnt ovenfor 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

Fra søknaden gjengis:

Lakers er et norsk konsern som oppstod ved oppkjøp av Lakers Holding AB høsten 2018. Lakers Holding AS og Lakers Group AS er nye norske holding-selskap som etter oppkjøpet har investeringer i datterselskap med drift i Norge, Sverige og Danmark. Aksjonærene i selskapene er norske, svenske og danske.

Det søkes om at engelsk språk benyttes ved utarbeidelsen av årsregnskap og årsberetning for både selskapene og konsernet fra og med regnskapsåret som slutter 31.12.2018. Bakgrunnen for dette er at Lakers er et internasjonalt konsern. Engelsk språk er arbeidsspråket og benyttes i all hovedsak både ved intern og eksternt kommunikasjon. Det er ingen forhold rundt selskapets finansiering som skulle tilsi behov for regnskap på norsk.

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 er særlig hensynet til brukerne av regnskapsinformasjon som skal vurderes ved en dispensasjonssøknad. I denne vurderingen har Skattedirektoratet lagt vekt på at selskapene er eid av utenlandske aksjonærer. I tillegg opererer selskapet i en internasjonal bransje, 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

Torstein Kinden Helleland
seniorrådgiver
Juridisk avdeling
Skattedirektoratet

Henning Stokke

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.



To the General Meeting of Lakers Holding AS

Independent Auditor's Report

Opinion

We have audited the financial statements of Lakers Holding 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 and the Managing Director (management) are responsible for the information in the Board of Directors' report. The other information comprises information in the annual report, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the information in the Board of Directors' report.

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

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

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

Responsibilities of Management for the Financial Statements

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



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, 2 May 2023

PricewaterhouseCoopers AS

Petter Walstad
State Authorised Public Accountant
(This document is signed electronically)



 Securely signed with Brevio

Revisjonsberetning

Signers:

Name	Method	Date
Walstad, Nils Petter	BANKID	2023-05-12 15:03

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Financial Statements 2022

Lakers Holding AS

Org.no.: 921 423 020





Annual report 2022 for Lakers Holding AS

The type and location of the business

Lakers Holding AS ("Company") was established in September 2018 and owns 100 % of the shares in Lakers Group AS. The company is located in Oslo and has no employees.

The Lakers Group consists of a dedicated group of people who all have a background in the Water and Wastewater Industry, with a strong commitment to issues concerning the environment and water management characterizes the company. Lakers combine the small entrepreneurial spirit, with structure and professionalism of a larger group, to give its customers even greater services to ensure top quality and customer satisfaction. The Lakers Group specializes in service and sale of pumps. Companies in the Group are also involved in construction and building, infrastructure, industry, and commercial buildings. We provide services to the private and commercial market, and to local authorities.

Analysis of annual accounts and key risks and uncertainties

The result before tax for the year is 4.9MNOK (2021: 0.9MNOK) as the company had operating expenses of NOK 0.4MNOK (2021: 2.1MNOK) and net financials in 2022 was 5.3MNOK (2021: 3.1 MNOK). Change in tax asset (taxable income) recognized in 2022 is 1.1MNOK (2021: 0.2 MNOK).

Total investments in Lakers Holding AS were 148.2 MNOK (2021: 145.9MNOK) and loans to group companies were 110.3MNOK (2021: 107.8 MNOK). Total assets in the company were 259.1MNOK (2021: 253.8NOK) and total equity was 246.6MNOK (2021: 242.8MNOK), equivalent to an equity ratio of 95,2% (2021: 95,7%). The financial situation is good.

The company had a cash flow from operations of 4.9MNOK (2021: -2.2MNOK), while cash flow from investments was -2.7MNOK (2021:1.5MNOK). New borrowings from financial institutions and group companies of -1.8MNOK (2021:0.5MNOK) which increased the total cash flow in 2022 by 0.4MNOK (2021: -0.2 MNOK).

The company has no activities and is not engaged in any research or development of its own.

Business outlook

We operate in an attractive market that is growing more than GDP driven by aging infrastructure, urbanization and regulations. We are well positioned as a reliable and independent company, with loyal customers, that can offer products and service independent of brand.

Going concern

In accordance with § 3-3a of the Accounting Act it is confirmed that the going concern assumption is satisfied and this assumption has been applied in the preparation of the accounts.

Report on the annual accounts

The board is not aware of any matters that are important for an assessment of the company's position and result that are not set out in the annual accounts. Similarly, no matters have occurred after the end of the financial year that in the opinion of the board are material to an assessment of the accounts.

Financial risk

The financial risk primarily related to exchange rate fluctuations and interest rates. There is no identified credit risk in the company as all debtors are group companies. Furthermore, the liquidity risk of the company is limited as there are financially sound operations in subsidiaries and the fact that the company has available credit lines. Lakers Group AB (owner of Lakers Holding) issued in 2021 a bond of 950 MNOK which increase the interest payments per year. The company are well positioned with strong EBITA in all countries, so it doesn't see any problems meeting its interest obligation.

Working environment, equal opportunity, and discrimination

The company has no employees nor activities of its own. The Board of Directors and General Manager are all men.





Events after balance sheet date

On April 3rd, 2023, Vestum (ultimate owner of Lakers Holding) signed a sales purchase agreement agreeing to sell Lakers holding. The agreement hasn't been closed yet but it is expected it will be in June 2023.

Insurance for board and general manager

The management and board have a Directors' and Officers' Liability Insurance that covers The insurance pays, on behalf of the Insured, pure financial loss, including personal liability for the debts of the Company, which are based on or which are a consequence of a claim presented during the term of the insurance against the Insured for an alleged act or omission to act by an Insured in her/his capacity as an Insured person. The policy covers both the liability to pay damages and defence costs.

Moreover, the reasonable costs of the Insured for counsel, evidence, or other investigation necessary to protect the rights of the Insured are paid. The insurance also pays litigation costs that the Insured has been ordered to pay to the other party. These costs are paid on behalf of the Insured in advance.

When applicable, the insurance indemnifies a Company for a sum it has been compelled to pay to Insured person in the form of what is designated according to Anglo-Saxon usage as 'company reimbursement'. 'Company reimbursement' means that a company pays out personal damages or defence costs to one or several of its corporate managers. The company can also in such situations according to law or contract be liable to compensate corporate managers.

The insurance also covers claims presented against the insured entity but only for claims made by or on behalf of third parties or shareholders for Loss arising from a Securities claim. The insurance is placed at AIG Europe S.A.

Environment reporting

Lakers is committed to responsible business practices and to combat climate change. We do business ethically and our purpose is Making Water Work, which indicates that our core focus is on UNs Sustainability Goal number 6 "Clean Water and Sanitation". We work with everything from improving the infrastructure (SDG goal number 9) to supply water and wastewater, to flood prevention and emergency callouts to mitigate catastrophes when they occur. Everyone who works at lakers are dedicated people who care about our customers, the environment and are agile in our market approach.

Some of our niche companies works with treatment of water in different forms, and our product range covers everything from private households to cruise ships.

At Lakers we also strive to be CO2 neutral. Our people are repairing and optimising pumps, and other mechanical components, which reduces waste and optimizes energy consumption for our customers. A lot of resources are being saved thanks to our ability to increase the lifetime of installations and products.

Overall, we believe in reuse and repair rather than installing something new (leading to waste and scrap) and this is also true for our rental business. However, when a new product is much more energy efficient this will be the proposed solution. We always look at the big picture and strive to find the best solution for both the customer and the environment.





Oslo, 02.05.2023
The board of Lakers Holding AS

Lars Conny Ryk
Chairman of the board

Gunnar Carl Johan Callenholm
General Manager





Lakers Holding AS

Profit and loss account for the period 1.1. - 31.12.

	Note	2022	2021
Operating income and operating expenses			
Employee benefits expense	2	170 359	0
Other expenses	2	259 757	2 122 572
Total expenses		430 116	2 122 572
Net operating profit / loss		-430 116	-2 122 572
Financial income and expenses			
Interest income from group companies	3	5 809 742	4 736 174
Other interest income		9	0
Other financial income	4	1 148 099	142 177
Total financial income	4	6 957 849	4 878 352
Interest expenses to group companies	3	-336 200	-124 489
Other interest expenses		0	-12 222
Other financial expenses	4	-1 329 422	-1 679 864
Total financial expenses		-1 665 622	-1 816 574
Net financial profit / loss		5 292 227	3 061 777
Result before tax		4 862 112	939 205
Tax	5	-1 069 664	-206 626
Net profit after tax		3 792 448	732 579
Result for the period		3 792 448	732 579
Allocations			
Transferred to/-from other equity		3 792 448	732 579
Total	6	3 792 448	732 579





Lakers Holding AS

Balance sheet as of 31.12.

	Note	2022	2021
Assets			
Non-current assets			
Intangible assets			
Deferred tax assets	5	224 712	0
Total intangible assets		224 712	0
Financial fixed assets			
Investments in subsidiaries	7	148 206 596	145 866 596
Loans to group companies	3, 8	110 278 660	107 752 224
Total financial fixed assets		258 485 256	253 618 820
Total non-current assets		258 709 968	253 618 820
Current assets			
Bank deposit			
Bank deposit	10	565 909	191 161
Total bank deposit		565 909	191 161
Total current assets		565 909	191 161
Total assets		259 275 877	253 809 981





Lakers Holding AS

Balance sheet as of 31.12.

	Note	2022	2021
Equity and liabilities			
Equity			
Paid-in equity			
Share capital	11	21 876 214	21 876 214
Share premium		213 192 871	213 192 871
Total paid-in equity		235 069 085	235 069 085
Retained earnings			
Other equity		11 567 976	7 775 528
Total retained earnings		11 567 976	7 775 528
Total equity	6	246 637 061	242 844 613
Liabilities			
Provisions			
Deferred tax liabilities	5	0	424 139
Total provisions		0	424 139
Other non-current liabilities			
Debt to group companies	8	8 533 984	2 960 959
Total other non-current liabilities		8 533 984	2 960 959
Current liabilities			
Liabilities to group companies	8	3 000 000	7 400 000
Accounts payable		46 317	169 804
Tax payable	5	1 058 515	9 977
Other current liabilities		0	489
Total current liabilities		4 104 832	7 580 270
Total liabilities		12 638 816	10 965 368
Total equity and liabilities		259 275 877	253 809 981

Oslo, 02.05.2023

The board of Lakers Holding AS

Lars Conny Ryk
Chairman of the board

Gunnar Carl Johan Callenholm
General Manager





Lakers Holding AS

Cash flow statement

	2022	2021
Cash flow from operations		
Profit before income taxes	4 862 112	939 205
Taxes paid in the period	- 9 977	- 14 466
Interest without cash effect		- 4 590 339
Gain/loss from sale of fixed assets		58 942
Change in accounts payable	- 123 487	
Change in other accrual items	- 489	- 191 845
Unrealised currency gain / loss	181 324	1 608 423
Net cash flow from operations	4 909 482	- 2 190 080
Cash flow from investments		
Loans to Group companies	- 2 707 759	1 478 454
Net cash flow from investments	- 2 707 759	1 478 454
Cash flow from financing		
Issue of shares		515 989
Proceeds from long term loans	5 573 025	
Payment of dividend	- 3 000 000	
Group contribution paid	- 4 400 000	
Net cash flow from financing	- 1 826 975	515 989
Exchange gains / (losses) on cash and cash equivalents		
Net change in cash and cash equivalents	374 748	- 195 637
Cash and cash equivalents at the beginning of the period	191 161	386 798
Cash and cash equivalents at the end of the period	565 909	191 161





Accounting principles

The annual accounts have been prepared in conformity with the provisions of the Accounting Act and good accounting practice.

Use of estimates

In the preparation of the annual accounts estimates and assumptions have been made that have affected the profit and loss account and the valuation of assets and liabilities, and uncertain assets and liabilities on the balance sheet date in accordance with generally accepted accounting practice. Areas which to a large extent contain such subjective evaluations, a high degree of complexity, or areas where the assumptions and estimates are material for the annual accounts, are described in the notes.

Foreign currency

Foreign currency transactions are valued at the exchange rate on the date of the transaction. Monetary foreign currency items are valued to NOK at the exchange rate on the balance sheet date. Non-monetary items that are measured at historical cost in a foreign currency are translated to NOK using the exchange rate on the transaction date. Non-monetary items that are measured at fair value in a foreign currency are translated to NOK using the exchange rate on the measurement date. Exchange rate fluctuations are posted to the profit and loss account as they arise under other financial items. Exchange gains and losses are recognised as financial income and expenses.

Tax

The tax charge in the profit and loss account consists of tax payable for the period and the change in deferred tax. Deferred tax is calculated at the tax rate at 22 % on the basis of tax-reducing and tax-increasing temporary differences that exist between accounting and tax values, and the tax loss carried forward at the end of the accounting year. Tax-increasing and tax-reducing temporary differences that reverse or may reverse in the same period are set off and entered net. The net deferred tax receivable is entered on the balance sheet to the extent that it is likely that it can be utilised.

Classification and valuation of balance sheet items

Current assets and short-term liabilities consist normally of items that fall due for payment within one year of the balance sheet date, as well as items related to the stock cycle. Current assets are valued at the lower of acquisition cost and fair value. Short-term liabilities are entered on the balance sheet at the nominal amount at the time of the transaction. Assets intended for long term ownership or use have been classified as fixed assets. Assets relating to the trading cycle have been classified as current assets. Other receivables are classified as current assets if they are to be repaid within one year after the transaction date. Similar criteria apply to liabilities. First year's instalment on long term liabilities and long term receivables are, however, not classified as short term liabilities and current assets. Assets are valued at the lower of acquisition cost and fair value. Liabilities are entered on the balance sheet at the nominal amount at the time of the transaction.





Lakers Holding AS

Notes 2022

Subsidiaries

Subsidiaries are valued using the cost method in the company accounts. The investment is valued at acquisition cost for the shares unless a write-down has been necessary. A write-down to fair value is made when a fall in value is due to reasons that cannot be expected to be temporary and such write-down must be considered as necessary in accordance with good accounting practice. Write-downs are reversed when the basis for the write-down is no longer present.

Dividends, group contributions and other distributions from subsidiaries are posted to income in the same year as provided for in the distributor's accounts. To the extent that dividends/ group contributions exceed the share of profits earned after the date of acquisition, the excess amounts represents a repayment of invested capital, and distributions are deducted from the investment's value in the balance sheet of the parent company.

Receivables

Receivables from other receivables are entered at par value after deducting a provision for expected losses. The provision for losses is made on the basis of an individual assessment of the respective receivables.

Cash flow statement

The cash flow statement has been prepared using the indirect method. Cash and cash equivalents consist of cash, bank deposits and other short-term, liquid investments.





Lakers Holding AS

Notes 2022

Note 2 Number of employees, remuneration, loans to employees etc.

In 2022 the company employed 0 employees.

	2022	2021
Remuneration		
Board remuneration	160 313	150 000
Accrued board remuneration	0	-171 150
Employment tax	10 046	21 150
Sum	170 359	0

Pension liabilities

The company is not liable to maintain an occupational pension scheme under the Mandatory Occupational Pensions Act. The company's pension schemes satisfy the requirements of this Act.

Auditor

Fees paid to the Auditor and associated companies for audit work amounted in 2022 to NOK 147 819 included VAT. Of this, fees for other assurance services included VAT is amounted to NOK 0.

Audit fee	147 819	
Other assistance	0	
Tax advice, confirmation from auditor	0	
Sum	147 819	

Note 3 Receivables and liabilities

	2022	2021
Receivables with a maturity later than one year		
Other long-term receivables	110 278 660	107 752 224
Total	110 278 660	107 752 224

The loans between the Lakers intercompanies has been calculated with an interest of 5.5 %. The total net interest for 2022 is NOK 5 473 542.

Note 4 Currency gains / losses

	2022	2021
Currency gains	1 148 099	39 693
Currency losses	-1 329 422	-1 679 864
Total Currency gains / losses	-181 323	-1 640 171





Lakers Holding AS

Notes 2022

Note 5 Tax

This year's tax expense	2022	2021
Entered tax on ordinary profit/loss:		
Payable tax	1 718 515	537 978
Changes in deferred tax	-648 851	-331 352
Tax expense on ordinary profit/loss	1 069 664	206 626
Taxable income:		
Ordinary result before tax	4 862 112	939 205
Permanent differences	0	0
Changes in temporary differences	2 949 322	1 506 145
Provided intra-group contribution	-3 000 000	-2 400 000
Taxable income	4 811 434	45 350
Payable tax in the balance:		
Payable tax on this year's result	1 718 515	537 977
Payable tax on provided Group contribution	-660 000	-528 000
Total payable tax in the balance	1 058 515	9 977

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	2021	Difference
Long-term receivables and liabilities in foreign currency	-1 021 419	1 927 903	2 949 322
Total	-1 021 419	1 927 903	2 949 322
Basis for deferred tax	-1 021 419	1 927 903	2 949 322
Deferred tax (22 %)	-224 712	424 139	648 851

Note 6 Equity capital

	Share capital	Share premium	Other equity capital	Capital increase, not registered	Total equity capital
Equity at 1.1.2022	21 876 214	213 192 871	7 775 528	0	242 844 613
Result for the year			3 792 448		3 792 448
Equity at 31.12.2022	21 876 214	213 192 871	11 567 976	0	246 637 061





Lakers Holding AS

Notes 2022

Note 7 Subsidiaries

	Owner %	Book value	Result of the year	Total Equity
Lakers Group AS, Oslo	100	148 206 596	11 841 717	135 213 895
Total		148 206 596		

Note 8 Inter-company items between companies in the same group

	2022	2021
Receivables		
Loans to companies in the same group	110 278 660	107 752 224
Total	110 278 660	107 752 224
Liabilities		
Loans from companies in the same group	8 533 984	2 960 959
Other short-term liabilities within the group	3 000 000	7 400 000
Total	11 533 984	10 360 959

The loans between the Lakers intercompanies has been calculated with an interest of 5.5 %. The total net interest for 2022 is NOK -5 473 542.

Note 9 Collateral security - Group companies

Lakers Holding AS is a part of the collateral security of the loans from Lakers Group AB equivalent to NOK 687 921 993 at 31.12.2022. The following subsidiaries are guarantors to the sustainability linked bond in Lakers Group AB:

Guarantor

A&J Pump Service Lakers OY
OY Pumppulohja AB
Lakers GmbH
Alther Pumpen GmbH
Lakers Group Holding AS
Lakers Holding AS
Lakers Group AS
Lakers Norway AS
AS Kafra
Pumpeteknikk AS
Norsk Pumpeservice AS
Lakers Sweden AB
Ahlström & Persson AB
MIVA Montage AB
Filtrena AB
Pump Supplies Ltd





Lakers Holding AS

Notes 2022

Note 10 Bank deposits

Funds standing on the tax deduction account (restricted funds) are NOK 18.

Note 11 Total shares, shareholders etc

	Number of shares	Par value	Capitalised
Share capital			
Ordinary shares	21 876 214	1	21 876 214
Total	21 876 214		21 876 214

	Ordinary shares	Total	Owner %
Shareholders:			
Lakers Group AB	21 876 214	21 876 214	100,00%
Total	21 876 214	21 876 214	100,00%

Lars Conny Ryk holds shares through his ownership in Vestum AB. Lakers Holding AS is included in the Vestum AB group consolidation and the consolidated accounts can be obtained from Lakers Group Holding AS's headoffice at Sandakerveien 114, 0484 Oslo.





Verifikasjon

Transaksjon 09222115557492006640

Dokument

Lakers Holding AS Årsregnskap 2022

Hoveddokument

14 sider

Initiert på 2023-05-02 17:49:32 CEST (+0200) av Håvard

Watten (HW)

Ferdigstilt den 2023-05-02 20:27:09 CEST (+0200)

Initiativtaker

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Navnet svensk BankID oppga var "CONNY RYK"

Signert 2023-05-02 18:53:29 CEST (+0200)



Navnet svensk BankID oppga var "CARL JOHAN CALLENHOLM"

Signert 2023-05-02 20:27:09 CEST (+0200)

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