Brønnøysundregistrene

ÅRSREGNSKAPET FOR REGNSKAPSÅRET 2022 - GENERELL INFORMASJON

Enheten

Organisasjonsnummer:	921 773 749
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	AGR ENERGY SERVICES AS
Forretningsadresse:	Karenslyst allé 4 0278 OSLO

Regnskapsår

Årsregnskapets periode:	01.01.2022 - 31.12.2022

Konsern

Morselskap i konsern:	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:	Martha Korneliussen
Dato for fastsettelse av årsregnskapet:	08.06.2023

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, 30.07.2024

Resultatregnskap

Beløp i: NOK	Note	2022	2021
RESULTATREGNSKAP			
Inntekter			
Salgsinntekt	2	116 369 313	134 575 331
Annen driftsinntekt			22 800
Sum inntekter		**116 369 313**	**134 598 131**
Kostnader			
Varekostnad		24 824 961	28 182 319
Lønnskostnad	3,4	71 897 059	82 958 364
Avskrivning på varige driftsmidler og immaterielle eiendeler	5,6	4 073 278	4 052 339
Annen driftskostnad	3,7	17 495 176	14 517 808
Sum kostnader		**118 290 474**	**129 710 830**
Driftsresultat		**-1 921 161**	**4 887 301**
Finansinntekter og finanskostnader			
Annen finansinntekt	8	644 424	160 797
Sum finansinntekter		**644 424**	**160 797**
Annen finanskostnad	8	1 765 940	653 573
Sum finanskostnader		**1 765 940**	**653 573**
Netto finans		**-1 121 516**	**-492 776**
Ordinært resultat før skattekostnad		**-3 042 677**	**4 394 525**
Skattekostnad på ordinært resultat	9	-655 094	1 009 913
Ordinært resultat etter skattekostnad		**-2 387 583**	**3 384 612**
Årsresultat		**-2 387 583**	**3 384 612**
Overføringer og disponeringer			
Konsernbidrag			4 530 115
Overføringer til/fra annen egenkapital		-2 387 583	-1 145 503
Sum overføringer og disponeringer		**-2 387 583**	**3 384 612**

Balanse

Beløp i: NOK	Note	2022	2021
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Utvikling	5	885 903	1 145 189
Konsesjoner, patenter, lisenser, varemerker og lignende rettigheter	5	0	6 415
Utsatt skattefordel	9	2 177 427	1 885 095
Goodwill	5	4 025 670	7 282 392
Sum immaterielle eiendeler		**7 089 000**	**10 319 091**
Varige driftsmidler			
Driftsløsøre, inventar, verktøy, kontormaskiner og lignende	6	2 226 997	2 262 497
Sum varige driftsmidler		**2 226 997**	**2 262 497**
Finansielle anleggsmidler			
Investeringer i aksjer og andeler	10	156	156
Sum finansielle anleggsmidler		**156**	**156**
Sum anleggsmidler		**9 316 153**	**12 581 744**
Omløpsmidler			
Varer			
Sum varer		**0**	**0**
Fordringer			
Kundefordringer	11	5 823 762	10 382 113
Accrued revenue	11	9 859 240	
Andre fordringer		2 680 924	7 786 309
Konsernfordringer	12	15 107 703	27 340 959
Sum fordringer		**33 471 629**	**45 509 381**
Investeringer			
Sum investeringer		**0**	**0**
Bankinnskudd, kontanter og lignende			
Bankinnskudd, kontanter og lignende	13	175	

Balanse

Beløp i: NOK	Note	2022	2021
Sum bankinnskudd, kontanter og lignende		**175**	
Sum omløpsmidler		**33 471 804**	**45 509 381**
SUM EIENDELER		**42 787 957**	**58 091 125**
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Selskapskapital	14,15	30 300	30 300
Annen innskutt egenkapital	15	36 951 054	35 664 898
Sum innskutt egenkapital		**36 981 354**	**35 695 198**
Opptjent egenkapital			
Annen egenkapital	15	-32 944 822	-30 174 235
Sum opptjent egenkapital		**-32 944 822**	**-30 174 235**
Sum egenkapital		**4 036 532**	**5 520 963**
Gjeld			
Langsiktig gjeld			
Pensjonsforpliktelser	4	7 498 666	7 896 968
Sum avsetninger for forpliktelser		**7 498 666**	**7 896 968**
Annen langsiktig gjeld			
Langsiktig konserngjeld	16	10 504 270	10 136 431
Sum annen langsiktig gjeld		**10 504 270**	**10 136 431**
Sum langsiktig gjeld		**18 002 936**	**18 033 399**
Kortsiktig gjeld			
Leverandørgjeld		3 745 817	6 329 742
Betalbar skatt	9	0	0
Skyldige offentlige avgifter		5 704 335	8 929 303
Kortsiktig konserngjeld	12	1 154 637	6 176 205
Annen kortsiktig gjeld		10 143 700	13 101 513
Sum kortsiktig gjeld		**20 748 489**	**34 536 763**

Balanse

Beløp i: NOK	Note	2022	2021
Sum gjeld		**38 751 425**	**52 570 162**
SUM EGENKAPITAL OG GJELD		**42 787 957**	**58 091 125**

AGR Energy Services AS

Board of Directors report 2022

Company overview
AGR Energy Services AS (the "Company") is a supplier of services, consultants and software to the oil and gas industry. The Company has offices in Oslo, Stavanger and Tromsø.

Operations
The Company's revenue decreased by 13,5% from NOK 135 million in 2021 to NOK 116 million in 2022. The operating profit margin is -1,6%, a decrease from last year's level at 3,6%. The Company has an equity ratio of 9,4%, and the liquidity is considered satisfactory. The development in revenue, profit margin and equity ratio are somewhat below expectations.

The Board is of the opinion that the annual accounts give a true and fair view of the Company's assets and liabilities, financial position, and results.

Risks and uncertainties

Market risk
Activity on the NCS is expected to increase in the coming years which will positively affect demand for the Company's services. The outlook is therefore considered satisfactory.

Financial risk
The Company is only to a limited degree exposed to changes in currency rates as only a smaller part of the costs and revenue are in foreign currencies. Therefore, the Company has not signed any forward contracts or other hedge contracts.

The Company has long-term debt to its parent Company and as such is exposed to changing interest rates.

Credit risk
The risk that the Company's clients fail to stand by their financial liabilities is considered low. This is partly because the largest clients represent financially strong businesses and partly based on payment history.

Liquidity risk
The Company has access to funding from its parent company AGR AS through its participation in the Group Account System. The Board considers the liquidity of the Company to be satisfactory. No measures have been taken that will change the liquidity risk.

Continued operations

The Company's revenue decreased from 2021 to 2022 which is partly due to a reduction in offshore drilling activity amongst the Company's largest clients. Activity on the NCS is expected to increase in the coming years which will positively affect demand for the Company's services. The outlook is therefore considered satisfactory.

On 20 March 2023 AGR's sole shareholder Akastor entered into a share purchase agreement with ABL Group ASA ("ABL Group") for the sale of all shares in AGR AS against a combination of shares in ABL Group and cash. The transaction was completed on 18 April 2023.

The annual accounts for 2022 have been prepared on the assumption of a going concern as the Company has positive equity and cash and cash equivalents available through the group account system.

Working environment
The illness related absence in 2022 was a total of 3,551 hours which corresponds to 4% % of the total working hours. The Board considers this to be satisfactory but continues its work to decrease the number of sick days.

No serious personnel injuries or incidents have happened or have been reported leading to great material damages or personnel injuries.

The working environment is good and continuous improvement is undertaken.

Gender equality
As of 31 December 2022, the Company had 63 employees of which 24 were women (38%).

The Company aspires to be an attractive employer for people with different backgrounds, regardless of their ethnicity, gender, religion, or age. In its policy, the Company has implemented conditions to ensure equal opportunities in areas such as salary, promotion, and recruitment. The competence principle is decisive in all appointment processes. In a department where one gender is heavily under-represented, this is considered during the appointment process if other qualifications are otherwise equal. In connection with the yearly salary evaluation, attention is shown to possible inequality regarding average level of pay for men and women. The Group provides equal pay for equal work and rewards good results.

The company's parent company ABL will publish a statement of due diligence assessments in accordance with the Transparency Act on www.ABL.com before June 30, 2023.

Environmental reporting
The Company's activities that effect the environment are managed by means of well-established systems and processes in order to identify and eliminate or reduce any negative impact, and to ensure, as a minimum, compliance with legislation and regulations set out by the authorities. The environmental aspects of our activities are identified and managed. Please refer to the 2022 Akastor Environmental, Social and Governance Report for further information

Annual Result and Allocations
The Board has considered the factors above, in particular the section on continued operations and concluded that in accordance with the Accounting Act §3-3a, we confirm that the financial statements have been prepared under the assumption of a going concern.

The Board proposes the following allocations of the net profit for the financial year:

Profit attributable to equity holders	NOK	-2 750 345
Total allocation	NOK	-2 750 345

Oslo, 26.05.2023

Svein Sollund
Chairman of the Board

Snorre Woll
Board member

AGR Energy Services AS

NOTES TO THE ACCOUNTS

Note 1 - Accounting principles

AGR Energy Services AS (former AGR Petroleum Services AS) is a supplier of services and software to the oil and gas offshore industry. The company provides operations- and wellsite geology services, reservoir management services and software tools. The company is located in Oslo and Stavanger.

The company is a limited liability company incorporated and domiciled in Norway on 16 November 2018. The address of its registered office is Karenslyst allé 4, 0278 Oslo.

The Company is part of the AGR AS Group which again was a part of the Akastor ASA Group per 31 December 2022.Please refer to section Subsequent events in the Annual Report. The AGR Group's registered address is Karenslyst allé 4, 0278 Oslo. The Company's corporate head is Akastor ASA. The consolidated financial statements are available through the company's website: Akastor.com. Ticket: AKAST

The Company purchased assets and liabilities from LS Petroleum 4 AS in March 2019. The transaction related to the asset deal resulted in goodwill amounting to TNOK 16 237 being recognised on March 26, 2019. The business activities from the acquired company has been continued in AGR Energy Services AS.

On January 1, 2020 Akastor subsidiary First Geo AS was merged with AGR Energy Services AS. The merger was carried out with full tax continuity according to Chapter 11 of the Tax Act. The merger entails a reorganisation with unchanged ownership and has been accounted for under the contiuity principle in accordance with the Companies Act § 10-12 (1) last sentence and NRS 9 Merger section 6.2. The book values of assets and liabilities from First Geo AS are as such transferred to AGR Energy Services AS.

The main business activities from First Geo AS have been continued in the merged conpany.

The financial year follows the calendar year. Income statement items are classified by nature. The financial statements have been prepared in accordance with the Norwegian Accounting Act and generally accepted accounting principles in Norway. The management has applied estimates and assumptions which have affected assets, liabilities, income and expenses, as well as the disclosures regarding potential obligations.

Changes in accounting policies
Changes in accounting principles and disclosures are recognised directly in equity. Basis of comparison is changed correspondingly.

Balance sheet classification
Assets intended for permanent ownership or long-term use are classified as non-current assets.
Assets which are a part of the company's service cycle and are expected to be realised or used during the course of the company's normal production period are classified as current assets. Receivables are classified as current if they are expected to be realised within 12 months of the balance sheet date. Liabilities which fall due more than a year after the balance sheet date are classified as non-current. All other liabilities are classified as current. Liabilities which are part of the service cycle, however, are always classified as current.

Current assets are recognised at the lower of cost and fair value. Current liabilities are carried at nominal value at the time they are incurred. Non-current assets are valued at cost. Tangible fixed assets which deteriorate in value over time are depreciated applying a straight line method over their expected economic lifetime. Tangible fixed assets are impaired to actual value if the drop in value is not expected to be temporary.

Intangible assets
Research and development
Expenditure on research activities undertaken with the prospect of obtaining new scientific or technical knowledge and understanding is recognized in the income statement as incurred.

Development activities involve a plan or design for the production of new or substantially improved products or processes. Development expenditure is capitalized only if development cots can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the company intends to and has sufficient resources to complete development and to use or sell the asset.

INCOME STATEMENT

AGR Energy Services AS

OPERATING REVENUE AND OPERATING EXPENSES	Note	2022	2021
Operating revenue			
Sales revenue	2	116,369,313	134,575,331
Other operating revenue		-	22,800
Total operating revenue		**116,369,313**	**134,598,131**
Operating expenses			
Purchases from subcontractors		24,824,961	28,182,319
Payroll expenses	3.4	71,897,059	82,958,364
Depreciation and amortisation	5.6	4,073,278	4,052,339
Other operating expenses	3.7	17,495,176	14,517,808
Total operating expenses		**118,290,474**	**129,710,830**
Operating profit		**-1,921,161**	**4,887,301**
Financial income and expenses			
Financial income	8	644,424	160,797
Financial expenses	8	1,765,940	653,573
Net financial items		**-1,121,516**	**-492,776**
Ordinary profit before income tax		**-3,042,677**	**4,394,525**
Income tax expense	9	-655,094	1,009,913
Profit for the year		**-2,387,583**	**3,384,612**
Attributable to			
Group contribution		-	4,530,115
Retained earnings		2,387,583	-1,145,503
Total appropiation		**2,387,583**	**3,384,612**

STATEMENT OF FINANCIAL POSITION

AGR Energy Services AS

ASSETS	Note	31/12/2022	31/12/2021
Non current assets			
Intangible assets			
Deferred tax asset	9	2,177,427	1,885,095
Research and development	5	885,903	1,145,189
Goodwill	5	4,025,670	7,282,392
Intangible assets	5	-	6,415
Total intangible assets		**7,089,000**	**10,319,091**
Tangible assets			
Property, plant and equipment	6	2,226,997	2,262,497
Total tangible assets		**2,226,997**	**2,262,497**
Financial fixed assets			
Investments in subsidiaries	10	156	156
Total financial fixed assets		**156**	**156**
Total non current assets		**9,316,153**	**12,581,744**
Current assets			
Receivables			
Trade receivables	11	5,823,762	10,382,113
Accrued revenue	11	9,859,240	-
Group receivables	12	15,107,703	27,340,959
Other receivables		2,680,924	7,786,309
Total receivables		**33,471,629**	**45,509,381**
Cash and cash equivalents	13	175	-
Total cash and cash equivalents		**175**	**-**
Total current assets		**33,471,804**	**45,509,381**
TOTAL ASSETS		**42,787,957**	**58,091,125**

STATEMENT OF FINANCIAL POSITION

AGR Energy Services AS

EQUITY AND LIABILITIES	Noter	31/12/2022	31/12/2021
Equity			
Paid-in equity			
Share capital	14.15	30,300	30,300
Other paid-in capital	15	36,951,054	35,664,898
Total paid-in equity		**36,981,354**	**35,695,198**
Retained earnings			
Other equity	15	-32,944,822	-30,174,235
Total retained earnings		**-32,944,822**	**-30,174,235**
Total equity		**4,036,532**	**5,520,963**
Liabilities			
Non-current liabilities			
Net pension liability	4	7,498,666	7,896,968
Group loan	16	10,504,270	10,136,431
Total non-current liabilities		**18,002,936**	**18,033,399**
Current liabilities			
Trade payables		3,745,817	6,329,742
Group payables	12	1,154,637	6,176,205
Tax payable	9	-	-
VAT and other taxes payable		5,704,335	8,929,303
Other current liabilities		10,143,700	13,101,513
Total current liabilities		**20,748,489**	**34,536,763**
Total liabilities		**38,751,425**	**52,570,162**
TOTAL EQUITY AND LIABILITIES		**42,787,957**	**58,091,125**

Oslo, 26.05.2023

Svein Sollund
Chairman of the Board

Snorre Woll
Board member

CASH FLOW STATEMENT

AGR Energy Services AS

	2022	2021
Cash flow from operational activities		
Profit (-loss) before taxes	-3,042,677	4,394,525
Depreciation and amortization	4,073,278	4,052,339
Difference between pension costs and payments in the period	-27,299	316,011
Changes to accounts receivable	26,326,473	5,072,926
Changes to trade creditors	-7,054,285	-2,085,900
Changes to other working capital posts	-31,238	18,010
Net cash flow from operational activities	**20,244,252**	**11,767,911**
Cash flow from investing activities		
Aquisitions of long term assets	-515,355	-2,221,187
Net cash flow from investing activities	**-515,355**	**-2,221,187**
Cash flow from financing activities		
Dividends paid	-	-35,000,000
Change in group loans	367,839	10,136,431
Change in cash pool receivable	-14,288,721	21,124,685
Change in group contribution	-	-15,992,068
Payment of intra group contributions	-5,807,840	10,184,228
Net cash flow from financing activities	**-19,728,722**	**-9,546,724**
Net changes in cash	**175**	**-**
Cash at beginning of the year	**-**	**-**
Cash at end of the year	**175**	**-**

AGR Energy Services AS

NOTES TO THE ACCOUNTS

Note 1 - Accounting principles, continued

Intangible assets, cont'd
The capitalized expenditure includes cost of materials, direct labour and overhead costs that are directly attributable to preparing the asset for its intended use and capitalized interest on qualifying assets. Other development expenditure are recognized in the income statemnt as an expense as incurred.

Capitalized development expenditure is measured at cost less accumulated amortization and accumulated impairment losses.

Property, plant and equipment
Property, plant and equipment are valued at cost less accumulated depreciation and write-downs. The cost of property, plant and equipment comprises the purchase price, including direct acquisition costs linked to bringing the asset to the proper location and making it fit for use.

Depreciation is calculated applying the straight-line method over the asset's expected economic life. Major additions and improvements are capitalised and depreciated along with the asset. Additions include expenses that have a positive effect on the asset's remaining cash flows in comparison to what was originally assumed at the time of acquisition. Other expenses are classified as maintenance and expensed as they incur.

Gains on disposals of fixed assets are classified as other operating income and losses are classified as other operating expenses.

Write-down of fixed assets and intangible assets is assessed when there are indications of impairment. A calculation is then made of discounted future cash flows for assets that will remain in use by the company and estimated sales price less sales costs for assets for sale. If the calculation shows a lower value than the carrying amount, the asset is written down to fair value or to sales price less sales cost for assets which are for sale.

Revenue recognition
The company's operations mainly consist of services related to personell hire. Consequently, the revenue recogition is based on daily/monthly rates and actual registered hours. Revenues from sales of services are recognised in the income statement according to the level of completion. The Company recognises revenue when it is probable that the transaction will generate future economic benefits that will accrue to the company and the value of such benefits can be estimated reliably. Revenue is shown net of value-added tax, returns, rebates and discounts.

Work in progress related to long-term fixed-price contracts is assessed according to the current settlement methos. The percentage of completion is calaculated based on costs incurred in relation to estimated total costs. The total cost is assessed on an ongoing basis. For projects that are assumed to result in losses, the entire estimated loss is expensed immediately.

Matching principle
Revenues are matched with expenses in accordance with the matching principle. Unrealised losses which are considered both likely to incur and quantifiable, as well as unconditional obligations and orders, are expensed in accordance with generally accepted accounting principles.

Foreign exchange
Foreign currency transactions are translated at the exchange rate at the time of the transaction. Monetary items in foreign currency are translated to NOK using the exchange rates at the balance sheet date. Foreign exchange gains/losses are presented as finance income/expenses in the income statement.

Provisions, contingent liabilities and conditional assets
Contingent liabilities are recognised in the financial statements if there is more than a 50% probability that the liability will be settled. Best estimate is applied when calculating the settlement value. Provisions for contingent liabilities arising from the movement of goods or which are expected to be settled within a year from the balanse sheet date are classified as short-term liabilities. Other provisions are classified as provision for liabilities under long-term debt.

Accounts receivables and other receivables
Accounts receivable and other current receivables are recorded in the balance sheet at nominal value less confirmed losses and provisions for doubtful accounts. Provisions for doubtful accounts are based on specific assessments of

AGR Energy Services AS

NOTES TO THE ACCOUNTS

Note 1 – Accounting principles, continued

Accrued revenue/Prepayments from customers
Earned, non-invoiced income relates to production which is carried out according to contract, but inot invoiced on the balance sheet date. Completed, non-invoiced production is included in the line of accounts receivable. For projects where invoicing exceeds revenue from completed production, the net amount is included in other current liabilities.

Employee benefits
Defined contribution plans
The Company has defined contribution plans for it's employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Company has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due.

Defined benefit plans
The Company's net obligation in respect of defined pension plans is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods; discouting that amount and deductiong the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method, The doscout rate is the yiels at the reporting date on government bonds or high-quality corprate bonds with maturities consistent with the terms of the obligations.

Remeasurement of the net defined benefit liability, which comprises actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are regognized immediately in other comprehensive income. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payaments. Net interrest expense and other expenses related to defined benefit plans are recognized in the income statement.

When the benefits of a plan are changed or when a plan is curtailed,the resuting change in benefit that relates to past service or the gain or loss on curtailment is recognized immediately in the income statement. The Company recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Cash and cash equivalents
Cash and cash equivalents consist of cash and bank deposits.
The Company is a participant in the Group`s cash pool system, and all of the bank accounts which are part of the system are presented as intercompany receivables/debt in the balance sheet.

Use of estimates
When there is uncertainty regarding the measurement of an item in the accounts, the best estimate is applied. Changes in estimates are accounted for in the period that the change is made. Estimates are subject to uncertainty and may deviate from the final outcome.

Income Tax
The tax expense in the financial statements consists of tax payable and changes in deferred tax. Deferred tax/tax asset is calculated using the relevant tax rate and on all temporary differences that exist between the tax bases of assets and liabilities and their carrying amounts in the financial statements, as well as any tax losses carried forward at year-end.

Tax increasing and tax reducing temporary differences that are reversed, or can be reversed in the same period are recorded net. Deferred tax assets are recorded in the balance sheet when it is more likely than not that the tax assets will be utilized.

AGR Energy Services AS

NOTES TO THE ACCOUNTS

Note 2 - Operating revenue

The majority of the Company's revenue is within Norway (97%). The remaing revenue is to UK and Australia. Total sales consist of the following:

	2022	2021
Sale of services	104,781,502	126,192,883
Other sales	-	22,800
Distribution of group cost	11,587,811	8,382,448
Total operating revenue	**116,369,313**	**134,598,131**

Note 3 - Wage, fees, number of employees etc.

The following salary related expenses are registered:

	2022	2021
Wages	56,817,541	67,332,845
Employers' social security contributions	9,198,600	9,752,678
Pension costs	3,984,270	4,172,449
Other remunerations	1,896,648	1,700,392
Total	**71,897,059**	**82,958,364**
Average number of man-labour years	65	68

The managing director is employed by AGR AS. Please refer to note 3 in the annual accounts of AGR AS for further specifications of salary and other remunerations. There was no remuneration to the board in 2022.

Included in Consultancy services below, are auditor's fees excl. VAT amounting to NOK 107 400 for 2022 and NOK 215 633 for 2021.

Other operating expenses can be specified as follows:

	2022	2021
Rental of premises and related costs	5,512,858	5,077,195
Rental of office equipment	40,770	31,193
IT costs and other office expenses	6,393,500	2,834,522
Consultancy services	3,710,540	4,600,063
Telephone, postage and broadband	178,648	239,870
Travelling expenses	252,305	237,194
Marketing and advertising expenses	1,238,976	1,197,336
Insurance	94,144	125,710
Other costs	73,435	174,725
Total	**17,495,176**	**14,517,808**

AGR Energy Services AS

NOTES TO THE ACCOUNTS

Note 4 - Pension

The Company's pension costs represent the future pension entitlement earned by employees in the financial year. In a defined contribution plan the company is responsible for paying an agreed contribution to the employee's pension asset. In such a plan, this annual contribution is also the cost. In a defined benefit plan, it is the company's responsibility to provide a certain pension. The measurement of the cost and pension liability for such arrangements is subject to actuarial valuations.

Norwegian employers are obliged to provide an employment pension plan, which can be organised as a defined benefit plan or as a defined contribution plan. Earlier defined benefit plans have been closed and the Company is now providing defined contribution plans for all employees.

Employees from the merged company First Geo AS who were 58 years or older in 2008, when the change took place, are still in the defined benefit plan, which is a funded plan. There are no longer any active employees in this plan. To ensure that the employees were treated fairly on the change over to the contribution plan in 2008, the company introduced a compensation plan. The basis for deciding the compensation amount is the difference between calculated pension capital in the defined benefit plan and the value of the defined benefit plan at the age of 67 years. The compensation amount will be adjusted anually in accordance with the adjustment of the employees' pensionable income, and accrued interest according to market interest. If the employee leaves the company voluntarily before the age of 67 years, the compensation amount will be reduced.

The Company takes use of the possibility in NRS 6 to apply IAS 19 for accounting for pensions.

Pension cost:

	2022	2021
Service costs	427,195	607,795
Interest cost/-income	53,178	80,821
Defined contribution plans	3,557,075	3,564,654
Pension costs	**4,037,448**	**4,253,270**

Change in net pension liabilty for defined benefit plans

	2022	2021
Defined Benefit Obligation (DBO) at end of prior year	12,782,641	12,683,374
Service cost	427,195	587,795
Interest expense	124,226	152,731
Taxes included in the DBO	-169,263	-38,869
Benefit payments	-1,384,499	-629,943
Remeasurements	244,825	27,553
Defined Benefit Obligation at the end of year	**12,025,125**	**12,782,641**

Fair value of plan assets at end of prior year	4,885,673	4,986,220
Interest income	71,048	72,027
Benefit payments	1,369,707	205,282
Taxes included in benefit payments	-169,263	-38,869
Benefit payments from plan assets	-1,384,499	-520,691
Return on plan assets booked to OCI	-226,672	181,704
Administrative services	-19,535	-
Fair value of plan assets at end of year	**4,526,459**	**4,885,673**
Change in asset ceiling/onerous liability	-	-
Net defined benefit liability/-asset	**7,498,666**	**7,896,968**

AGR Energy Services AS

NOTES TO THE ACCOUNTS

Note 4 - Pensions, cont'd

Number of employees included in the defined benefit plan as of 31.12.22:

	Compensation based	Funds based
Number of retired empoyees	2	4
Average age of retired employees	69,15 years	76,29 years
Number of employees	7	-
Average age of employees	58,07 years	

Note 5 - Intangible assets

	Goodwill	Development work	Licenses	Total
Historical cost 01.01	16,236,966	1,295,494	43,360	17,575,820
Additions	-	-	-	0
Accum. depreciation and impairment 31.12	12,211,296	409,591	43,360	12,664,247
Net book value 31.12	**4,025,670**	**885,903**	**-**	**4,911,573**
Amortization of the year	3,256,722	259,285	6,415	3,522,422
Impairments of the year	-	-	-	-
Depreciation rate in %	20%	-	14.8 %	71.7 %
Economic life	5 år	5 år	3	3-5 år
Depreciation method	Linear	Linear	Linear	Linear

On 26 March 2019, the Company purchased assets and liabilities from LS Petroleum 4 AS (former AGR Petroleum Services AS). Excess values at the time of acquisition, compared with the carrying amount, have been allocated to goodwill by the amount of NOK 16 236 966.

The Company is developing a cloud based database named reStore, for storing reserves and resource data and for keeping track of profiles and revisions. The 2021 addition of NOK 564 962 are development costs. All development costs are capitalized. Management expect future earnings to exceed future accumulated development cost.

Self developed assets start amortisation when fully developed.

Note 6 - Tangible assets

	Property, plant and equipment	Total
Historical cost 01.01	3,868,522	3,868,522
Additions	515,355	515,355
Disposals	-	-
Accumulated depreciation and impairment 31.12	2,156,880	2,156,880
Net book value 31.12	**2,226,997**	**2,226,997**
Amortization of the year	550,855	550,855
Depreciation rate in %	12.6 %	12.6 %
Economic life	3-5 år	3-5 år
Depreciation method	Linear	Linear

AGR Energy Services AS

NOTES TO THE ACCOUNTS

Note 7 - Leasing costs

The company has the following operating lease agreements for tangible assets not recognised in the balance sheet, but expensed as incurred:

	2022	2021
Land, buidings and permanent property	3,713,834	3,546,095
Machinery and operating equipment	40,656	31,193
Total	**3,754,490**	**3,577,288**

The Company has entered into lease agreements for premises in Oslo and Stavanger. Annual rental cost for 2022 in Oslo amounts to NOK 2 458 624 and in Stavanger to NOK 1 255 210, including rental of parkingplaces. The expiry dates are 31.07.2025 and 31.07.2027 for Oslo and Stavanger respectively.

Note 8 - Financial income and expenses

	2022	2021
Other financial income	-	1,888
Currency gain	644,424	158,909
Interest expense	-718	-848
Interest expense pension	-53,178	-80,821
Interest expense group loans	-666,487	-136,431
Currency loss	-	-65
Other financial expenses	-1,045,557	-435,408
Net financial items	**-1,121,516**	**-492,776**

Note 9 – Tax

Income tax	2022	2021
Tax payable	-	1,277,725
Change in deferred tax	-655,094	-267,812
Income tax expense	**-655,094**	**1,009,913**

Tax base calculation		
Profit before income tax	-3,042,677	4,394,525
Group contribution	1,648,918	-5,807,840
Permanent differences	64,974	195,987
Change in temporary differences	1,328,785	1,217,329
Tax base	**-**	**1**

Temporary differences:

	31.12.2022	31.12.2021	Change
Fixed assets	-2,398,732	-965,137	1,433,595
Receivables	-	293,492	293,492
Net pension liability	-7,498,666	-7,896,968	-398,302
Total basis for deferred tax	**-9,897,398**	**-8,568,613**	**1,328,785**
Deferred tax asset	**-2,177,427**	**-1,885,095**	**292,332**
Tax rates	22%	22%	

AGR Energy Services AS

NOTES TO THE ACCOUNTS

Note 10 - Group entities

Subsidiaries and investments in associates are valued at historical cost in the company accounts. The Company has shares in the following companies at 31.12.22:

Navn	Equity/Voting share	Equity 31.12.22	Net profit 31.12.22	Book value 31.12.22
AGR Mexico Well Management	1%	-547,000	-90,000	156

Note 11 - Trade receivables

	2022	2021
Trade debtors at nominal value	5,823,762	9,988,213
Revenues not invoiced	9,859,240	393,900
Provisions for bad debt	-	-
Total receivables 31.12	**15,683,002**	**10,382,113**

Note 12 - Group receivables and payables

Short term group receivables	2022	2021
AGR AS	8,712,674	21,979,560
AGR Consultancy Services AS	5,987,821	5,124,517
AGR Software AS	297,511	236,882
AGR Consultancy Solutions AS	109,697	-
Total short term group receivables	**15,107,703**	**27,340,959**

Short term group payables	2022	2021
AGR AS	552,317	6,041,993
AGR Consultancy Services AS	236,005	102,398
AGR Software AS	3,881	9,840
AGR Consultancy Solutions Ltd	362,434	-
AGR Australia Pty. Ltd	-	21,974
Total short term group payables	**1,154,637**	**6,176,205**

The company is a participant in a cash pool system which AGR AS has entered into with DnB. The participants are jointly liable for the obligations set out in the cash pool agreement. Deposits/overdrafts are classified as short term group receivables/short term group payables respectively.

	Totalt cash pool balance	Deposit/overdraft company
Deposit Cash Pool	50,265,782	7,690,839

Note 13 - Restricted deposits

The Norwegian companies are participants in a cash pool system, see note 12 Group receivables and payables. The company has obtained a guarantee for tax withholdings of NOK 6 000 000.

Payroll withholding taxes per 31.12.2022 amounts to NOK 3 158 539.

AGR Energy Services AS

NOTES TO THE ACCOUNTS

Note 14 - Shareholder information

At 31 December 2022 and 31 December 2021 the company had a share capital of NOK 30 300 distributed in 300 shares, each with a nominal value of NOK 101.

Shareholder:

Name	Number of shares	Nominal value	Equity interest
AGR AS	300	101	100%
Sum	**300**	**101**	**100%**

Note 15 - Equity

	Share capital	Other paid-in capital	Other equity	Total equity
Equity per 31.12.2021	30,300	35,664,898	-30,557,239	5,137,959
Group contribution received		1,286,156	-	1,286,156
Net profit of the year			-2,387,583	-2,387,583
Equity per 31.12.2022	**30,300**	**36,951,054**	**-32,944,822**	**4,036,532**

Note 16 - Group loans interest-bearing

Loan from group companies	2022	2021
AGR AS	10,504,270	10,136,431
Total loan from group companies	**10,504,270**	**10,136,431**

Interest is calculated using 6 months LIBOR + a margin of 5%.

To the General Meeting of AGR Energy Services AS

Independent Auditor's Report

Opinion

We have audited the financial statements of AGR Energy Services 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.

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, 2 June 2023
PricewaterhouseCoopers AS

Anders Ellefsen
State Authorised Public Accountant (Norway)
(This document is signed electronically)

Securely signed with Brevio

Revisjonsberetning AGR ES

Signers:

Name	*Method*	*Date*
Ellefsen, Anders	BANKID	2023-06-07 09:49

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

This file is sealed with a digital signature.
The seal is a guarantee for the authenticity of the document.

Skatteetaten

Vår dato	Din/Deres dato	Saksbehandler
29.01.2020	16.01.2020	Lars Waaltorp
800 80 000	Din/Deres referanse	Telefon
Skatteetaten.no	AR355704023	32212244
Org.nr	Vår referanse	Postadresse
974761076	2020/5058146	Postboks 9200 Grønland
		0134 OSLO

AGR PETROLEUM SERVICES AS
Karenslyst allé 4
0278 OSLO

Att. Snorre Woll

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk for AGR Petroleum Services AS, org.nr. 921 773 749

Vi viser til deres brev av 16. januar 2020 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk for AGR Petroleum Services AS. Søknaden ble sendt til Skattedirektoratet. Skattedirektoratets myndighet til å treffe enkeltvedtak etter regnskapsloven § 3-4 tredje ledd ble delegert til skattekontoret med virkning fra 1. juni 2019.

Skattekontoret gir på bakgrunn av en konkret helhetsvurdering AGR Petroleum Services 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

AGR Petroleum Services AS er eid av et norsk aksjeselskap og er en del av AGR-konsernet. Konsernet er leverandør av tjenester og teknologi til olje- og gassindustrien. Selskapets og konsernets arbeidsspråk er engelsk. Ved levering av anbud er det ofte krav om å legge ved revidert selskapsregnskap på engelsk.

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 har kun en eier og er i et internasjonalt konsern. Videre er det vektlagt at selskapet driver virksomhet i en internasjonal bransje der alle sentrale aktører behersker og benytter engelsk.

Vennligst oppgi vår referanse ved henvendelse i saken.

Med hilsen

Lars Waaltorp
seniorrådgiver
Brukerdialog, brukerkontakt
Skatteetaten

Dokumentet er elektronisk godkjent og har derfor ikke håndskrevne signaturer.