Brønnøysundregistrene

ÅRSREGNSKAP FOR REGNSKAPSÅRET 2024 - GENERELL INFORMASJON

Journalnummer:	2026 310512

Enheten

Organisasjonsnummer:	922 723 052
Organisasjonsform:	Aksjeselskap
Foretaksnavn:	CLAXTON ENGINEERING SERVICES AS
Forretningsadresse:	Koppholen 20 4313 SANDNES

Regnskapsår

Årsregnskapets periode:	01.01.2024 - 31.12.2024

Konsern

Morselskap i konsern:	Nei

Regnskapsregler

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

Årsregnskapet fastsatt av kompetent organ

Bekreftet av representant for selskapet:	Bric Bouffard
Dato for fastsettelse av årsregnskapet:	13.02.2026

Grunnlag for avgivelse

År 2024: Årsregnskap er elektronisk innlevert.
År 2023: Tall er hentet fra elektronisk innlevert årsregnskap fra 2024.

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

Brønnøysundregistrene, 16.02.2026

Organisasjonsnr: 922 723 052
CLAXTON ENGINEERING SERVICES AS

RESULTATREGNSKAP

Beløp i: NOK	Note	2024	2023
RESULTATREGNSKAP			
Inntekter			
Revenue	3	130 307 492	60 933 377
Sum inntekter		**130 307 492**	**60 933 377**
Kostnader			
Raw materials and consumables used		40 910 909	17 327 951
Payroll expenses	4	48 009 584	41 764 999
Depreciation and amortisation expenses	5, 6	3 621 512	9 105 616
Nedskrivning av varige driftsmidler og immaterielle eiendeler	5	0	3 762 461
Other expenses	3	45 251 669	24 781 941
Sum kostnader		**137 793 674**	**96 742 968**
Driftsresultat		**-7 486 182**	**-35 809 591**
Finansinntekter og finanskostnader			
Annen renteinntekt		131 631	283 222
Other financial income		589 294	503 691
Sum finansinntekter		**720 925**	**786 913**
Annen rentekostnad	3	4 921 043	283 319
Other financial expenses		2 669 607	11 574 687
Sum finanskostnader		**7 590 650**	**11 858 006**
Netto finans		**-6 869 725**	**-11 071 093**
Resultat før skattekostnad		**-14 355 907**	**-46 880 684**
Income tax expense	7	0	-9 199 362
Årsresultat		**-14 355 907**	**-37 681 322**
Overføringer og disponeringer			
Udekket tap		-14 355 907	-37 681 322
Sum overføringer og disponeringer		**-14 355 907**	**-37 681 322**

BALANSE

Beløp i: NOK	Note	2024	2023
BALANSE - EIENDELER			
Anleggsmidler			
Immaterielle eiendeler			
Concessions, patents, licences, trademarks, and similar rights		643 083	928 898
Goodwill/(negative goodwill)		0	-199 733
Sum immaterielle eiendeler		**643 083**	**729 165**
Varige driftsmidler			
Equipment and other movables	5	16 270 280	13 131 583
Sum varige driftsmidler		**16 270 280**	**13 131 583**
Sum anleggsmidler		**16 913 363**	**13 860 748**
Omløpsmidler			
Varer			
Inventories	8	737 868	701 750
Sum varer		**737 868**	**701 750**
Fordringer			
Accounts receivables	9	39 000 304	14 721 057
Other short-term receivables		11 103 746	13 299 746
Konsernfordringer	9	41 851 604	41 851 604
Sum fordringer		**91 955 654**	**69 872 407**
Bankinnskudd, kontanter og lignende			
Cash and cash equivalents	10	13 125 285	6 185 525
Sum bankinnskudd, kontanter og lignende		**13 125 285**	**6 185 525**
Sum omløpsmidler		**105 818 807**	**76 759 682**
SUM EIENDELER		**122 732 170**	**90 620 430**
BALANSE - EGENKAPITAL OG GJELD			
Egenkapital			
Innskutt egenkapital			
Share capital	11	24 765 440	24 765 440
Sum innskutt egenkapital		**24 765 440**	**24 765 440**
Opptjent egenkapital			

Udekket tap	12	34 221 968	19 866 061
Sum opptjent egenkapital		**-34 221 968**	**-19 866 061**
Sum egenkapital		**-9 456 528**	**4 899 379**
Gjeld			
Langsiktig gjeld			
Annen langsiktig gjeld			
Langsiktig konserngjeld	9	0	11 871 566
Sum annen langsiktig gjeld		**0**	**11 871 566**
Sum langsiktig gjeld		**0**	**11 871 566**
Kortsiktig gjeld			
Leverandørgjeld	9	83 778 470	8 765 748
Tax payable	7	7 991	7 991
Public duties payable		1 188 260	1 400 871
Kortsiktig konserngjeld	9	37 430 221	50 000 001
Other current liabilities		9 783 755	13 674 874
Sum kortsiktig gjeld		**132 188 697**	**73 849 485**
Sum gjeld		**132 188 697**	**85 721 051**
SUM EGENKAPITAL OG GJELD		**122 732 169**	**90 620 430**

Organisasjonsnr: 922 723 052
CLAXTON ENGINEERING SERVICES AS

NOTEOPPLYSNINGER - SELSKAP - alle poster oppgitt i hele tall

Note
4

Antall årsverk i regnskapsåret
27.00

Sum	Beløp

Balanseført verdi 31.12.	Varige driftsmidler	Immaterielle eiend.

Konsernregnskap

Morselskapet sitt navn

Forretningskontor for morselskapet

Begrunnelse for at datterselskap er utelatt fra konsolideringen

Samlet beløp - tilknyttet selskap	Årets	Fjorårets

Samlet beløp - foretak i samme konsern	Årets	Fjorårets

Samlet beløp - foretak i samme konsern	Årets	Fjorårets

Samlet beløp - felles kontrollert virksomhet	Årets	Fjorårets

Pantstillelse	Beløp

Beholdning av egne aksjer	Antall	Pålydende	Andel av aksjek.

Annual Report 2024
Claxton Engineering Services AS

Revenue statement
Balance sheet
Notes to the Accounts

Org.no.: 922 723 052

Revenue statement

Claxton Engineering Services AS

Operating income and operating expenses	**Note**	**2024**	**2023**
Revenue	3	130 307 492	60 933 377
Total income		**130 307 492**	**60 933 377**
Raw materials and consumables used		40 910 909	17 327 951
Payroll expenses	4	48 009 584	41 764 999
Depreciation and amortisation expenses	5, 6	3 621 512	9 105 616
Impairment loss	5	0	3 762 461
Other expenses	3	45 251 669	24 781 941
Total expenses		**137 793 673**	**96 742 968**
Operating profit/Loss(-)		**-7 486 182**	**-35 809 591**
Financial income and expenses			
Other interest income		131 631	283 222
Other financial income		589 294	503 691
Other interest expenses	3	4 921 043	283 319
Other financial expenses		2 669 607	11 574 687
Net financial items		**-6 869 725**	**-11 071 093**
Net profit before tax		**-14 355 907**	**-46 880 683**
Income tax expense	7	0	-9 199 362
Net profit after tax		**-14 355 907**	**-37 681 321**
Net Profit/Loss (-) for the period		**-14 355 907**	**-37 681 321**
Net Profit/Loss for the period is distributed as follows			
Distribution to/from loss brought forward		-14 355 907	-37 681 322
Total distributed		**-14 355 907**	**-37 681 322**

Balance sheet

Claxton Engineering Services AS

Assets	Note	2024	2023
Non-current assets			
Intangible assets			
Concessions, patents, licences, trademarks, and similar rights		643 083	928 898
Goodwill/(negative goodwill)		0	-199 733
Total intangible assets	**6**	**643 083**	**729 165**
Property, plant and equipment			
Equipment and other movables	5	16 270 280	13 131 583
Total property, plant and equipment		**16 270 280**	**13 131 583**
Total non-current assets		**16 913 363**	**13 860 748**
Current assets			
Inventories	8	737 868	701 750
Debtors			
Accounts receivables	9	39 000 304	14 721 057
Other short-term receivables		11 103 746	13 299 746
Receivables from group companies	9	41 851 604	41 851 604
Total receivables		**91 955 654**	**69 872 407**
Cash and cash equivalents	10	13 125 285	6 185 525
Total current assets		**105 818 806**	**76 759 682**
Total assets		**122 732 169**	**90 620 430**

Balance sheet

Claxton Engineering Services AS

Equity and liabilities	**Note**	**2024**	**2023**
Equity			
Paid-in capital			
Share capital	11	24 765 440	24 765 440
Total paid-up equity		**24 765 440**	**24 765 440**
Retained earnings			
Uncovered loss	12	-34 221 968	-19 866 061
Total retained earnings		**-34 221 968**	**-19 866 061**
Total equity		**-9 456 528**	**4 899 379**
Liabilities			
Non-current liabilities to group companies	9	0	11 871 566
Total non-current liabilities		**0**	**11 871 566**
Current liabilities			
Trade payables	9	83 778 470	8 765 748
Tax payable	7	7 991	7 991
Public duties payable		1 188 260	1 400 871
Liabilities to group companies	9	37 430 221	50 000 001
Other current liabilities		9 783 755	13 674 874
Total current liabilities		**132 188 697**	**73 849 485**
Total liabilities		**132 188 697**	**85 721 051**
Total equity and liabilities		**122 732 169**	**90 620 430**

13.02.2026
The board of Claxton Engineering Services AS

Brice Marc Rene Bouffard	Roger Sandanger
chairman of the board	general Manager

Note 1 Accounting principles

The annual accounts have been prepared in conformity with the Accounting Act and NRS 8 - Good accounting practice for small companies.

FOREIGN CURRENCY
Monetary foreign currency items are valued at the exchange rate on the balance sheet date.

OPERATING REVENUES
Income from the sale of goods is recognised on the date of delivery. Services are posted to income as they are delivered.

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.

CLASSIFICATION AND VALUATION OF FIXED ASSETS
Fixed assets include assets included for long-term ownership and use. Fixed assets are valued at acquisition cost. Property, plant and equipment are entered in the balance sheet and depreciated over the asset's economic lifetime. The depreciation period for real property acquired is divided into the part that represents the building and the part that represents fixed technical installations. Property, plant and equipment are written down to a recoverable amount in the case of fall in value which is expected not to be temporary. The recoverable amount is the higher of the net sale value and value in use. Value in use is the present value of future cash flows related to the asset. Write-downs are reversed when the basis for the write-down is no longer present.

CLASSIFICATION AND VALUATION OF CURRENT ASSETS
Current assets and short-term liabilities normally include items that fall due for payment within one year of the balance sheet date, as well as items that relate to the stock cycle. Current assets are valued at the lower of acquisition cost and fair value.

INVENTORIES
Inventories are valued at the lower of acquisition cost and net sale value.

RECEIVABLES
Receivables from customers and 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.

Note 2 Going concern

The company recorded a loss after tax of NOK 14,335,907 for the year ending 31 December 2024, and net current liabilities of NOK 9,456,528. Included within net liabilities is a loan with its intermediary parent company, Project Santis Omega Bidco Limited of NOK 37,430,221.

Project Santis Omega Bidco Limited has agreed to provide financial support to enable the company to meet its liabilities, and not recall the above loan for a period of at least 12 months from the date of approval of the statutory financial statements for the period ended 31 December 2024, or to the date of divestment if earlier.

The directors have assessed the groups' ability to continue as a going concern and have considered all relevant information over the going concern period, of at least 12 months from the date of signing this report. Based on their forecasts and evaluation thereof, the directors believe that it is appropriate to prepare the company's financial statements on a going concern basis and is confident the company will have sufficient funds to continue to meet its liabilities as they fall due for at least twelve months from the date of approval of the financial statements.

Despite this, a material uncertainty still exists however that may cast doubt on the company's ability to continue as a going concern should this entity's ownership change within the foreseeable future. The financial statements do not contain any adjustments that would arise from the basis of preparation as a going concern being inappropriate.

Note 3 Intercompany transactions

Financial statement caption	Related party	2024	2023
Revenue	Intermoor AS	0	1 158 253
Revenue	Claxton Engineering Services Ltd	22 443 534	13 238 592
Revenue	Claxton Engineering Services PTE	4 419 882	1 111 588
Revenue	Claxton Engineering Services Inc	0	288 850
Revenue	Acteon Middle Est FZE	0	452 646
Revenue	Probe Oil Tools Ltd	0	450 172
Operating Expenses	Intermoor AS	1 364 645	1 141 186
Operating Expenses	Claxton Engineering Services Ltd	42 342 000	14 976 260
Operating Expenses	Acteon Group Ltd	19 527	2 201 273
Operating Expenses	Probe Manufacturing and fabrication Ltd	0	4 430 587
Operating Expenses	Probe Oil Tools Ltd	26 233 734	0
Interest Expenses	Acteon Group (Operations) UK	1 261 010	0
Operating Expenses	Preject Santis Omega Bidco Ltd*	3 907 109	0
Interest expenses	Acteon Group Ltd	210 694	204 530

*Operating Expenses from relate to Mgmt Fees (2 119 328)

Intercompany transactions are conducted based on the arms length principle.

Note 4 Payroll expenses / Number of employees / Pensions

Salary costs	2024	2023
Salaries	33 343 741	28 600 613
Social security costs	4 427 139	3 924 006
Pension costs	3 724 952	3 984 884
Other benefits	6 513 752	5 255 496
Total payroll expenses	**48 009 584**	**41 765 000**
Number of man-years	27	27

Pension liabilities
The company is liable to maintain an occupational pension scheme under the Mandatory Occupational Pensions Act. The company's pension schemes satisfy the requirements of this Act.

There has been no remuneration to the Managing Director in 2024. The board members do not receive any remunerations.

The Managing Director has no agreements of other remunerations like stock options, bonus agreements or similar.

There are no loans or pledges in favor of any managing director, employees, board or shareholders.

Note 5 Tangible assets

	Equipment	Total
Acquisition cost 01.01.2024	56 741 740	56 741 740
Additions	8 095 152	8 095 152
Disposals	3 935 253	3 935 253
Acquisition cost 31.12.2024	**60 901 641**	**60 901 641**
Accumulated depreciation	28 955 597	28 955 597
Accumulated impairment	15 675 664	15 675 664
Book value as at 31.12.2024	**16 270 280**	**16 270 280**
The period depreciation	3 535 430	3 535 430
The period impairment	0	0
Useful economic life	3-5 years	
Depreciation plan	Linear	

0

Note 6 Intangible assets

	Concessions, patents, licences, trademarks, and similar rights	Goodwill	Total
Acquisition cost 01.01.2024	1 433 359	-1 711 982	-278 623
Disposals	0	0	0
Acquisition cost 31.12.2024	**1 433 359**	**-1 711 982**	**-278 623**
Accumulated amortisation	790 275	1 711 982	2 502 257
Book value as at 31.12.2024	**643 084**	**0**	**643 084**
The period amortisation	285 814	-199 733	86 081
Economic lifetime	5 years	5 years	
Amortisation method	Straight line	Straight-line	

Negative goodwill relates to the acquisition from 2019 of equipment and inventory in relation to the purchase of the department from Proserv Norge AS.
Concessions, patents, licences, trademarks, and similar rights relates to an IP related to the purchase of assets from Oceaneering in 2022.

Note 7 Tax

This year's tax expense	**2024**	**2023**
Entered tax on ordinary profit/loss:		
Tax on received group contribution	0	-9 207 353
Tax payable	0	7 991
Changes in deferred tax assets	0	0
Tax expense on ordinary profit/loss	**0**	**-9 199 362**
Taxable income:		
Ordinary result before tax	-14 355 907	-46 880 684
Permanent differences	98 742	0
Changes in temporary differences	-5 567 245	5 065 404

Received intra-group contribution	0	41 851 604
Taxable income	**-19 824 410**	**36 324**
Total payable tax in the balance	**0**	**7 991**

The tax effect of temporary differences and loss for to be carried forward that has formed the basis for deferred tax and deferred tax advantages, specified on type of temporary differences

	2024	2023	Difference
Tangible assets	-13 240 147	-19 312 064	-6 071 916
Stock	-1 143 312	-1 143 312	0
Profit and loss account	448 786	560 982	112 196
Allocations and more	-392 475	0	392 475
Total	**-14 327 149**	**-19 894 394**	**-5 567 245**
Accumulated loss to be brought forward	-19 824 410	0	19 824 410
Not included in the deferred tax calculation	34 151 559	19 894 394	-14 257 165

Deferred tax not included in the balance sheet.
The company was notified of a discretionary tax assessment for FY 2024, and the loss to be carried forward as at December 31, 2024 was set to 0 by the tax administration.
The discretionary tax assessment have been appealed

Note 8 Inventory

	2024	2023
Finished goods	1 641 831	1 775 807
WIP	239 349	69 255
Provision for Obsolescence	-1 143 312	-1 143 312
Book value	**737 868**	**701 750**

Inventory items are valued at the lower of market price and the cost of acquisition.

Note 9 Receivables, other receivables, liabilities and other current liabilities

Accounts receivables	**2024**	**2023**
Trade receivables from group companies	26 895 932	2 467 101
3rd party trade receivables	12 104 372	12 253 956
Total accounts receivables	**39 000 304**	**14 721 057**

Receivables from group companies	**2024**	**2023**
Intermoor AS	41 851 604	41 851 604
Total Group contribution receivables	**41 851 604**	**41 851 604**

The company has no receivable balances with a due date later than one year.

Accounts payables	2024	2023
Trade payables to group companies	76 823 322	850 761
3rd party trade payables	6 955 148	7 914 987
Total trade payables	**83 778 470**	**8 765 748**

Short-term liabilities to group companies	2024	2023
Acteon Group Ltd	0	50 000 001
Project Santis Omega Bidco Ltd	37 430 221	0

Long-term liabilities to group companies	2024	2023
Claxton Engineering Services Ltd	0	11 871 566

Note 10 Bank deposits

Funds standing on the tax deduction account (restricted funds) are NOK 1 563 346 which covers all the employee tax liabilities at year end.

Note 11 Shareholders

THE SHARE CAPITAL IN CLAXTON ENGINEERING SERVICES AS AS OF 31.12 CONSISTS OF:

	Total	Face value	Entered
Ordinary shares	24 765 440	1,00	24 765 440
Total			**24 765 440**

OWNERSHIP STRUCTURE
Shareholders in % at period end:

	Ordinary	Owner interest	Share of votes
I O S Offshore Holding AS	24 765 440	100,0	100,0
Total number of shares	**24 765 440**	**100,0**	**100,0**

Project Santis Bidco Limited is the largest group which includes the results of the company and which the group financial statements are prepared. The consolidated annual accounts can be obtained from Project Santis Bidco Limited head office located at Kingfisher House, 1 Gilders Way, Norwich, NR3 1UB.

As at 31 December 2024, the ultimate parent company is Project Santis Topco Limited.

Note 12 Equity capital

	Share capital	Uncovered Loss	Total equity capital
Equity at 01/01/2024	24 765 440	-19 866 061	4 899 379
Result for the year		-14 355 907	-14 355 907
Equity at 31/12/2024	**24 765 440**	**-34 221 968**	**-9 456 528**

Grant Thornton

To the General Meeting of
Claxton Engineering Services AS

Grant Thornton Revisjon AS
Kirkegata 15
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T: +47 22 20 04 00
E: grant@no.gt.com

INDEPENDENT AUDITOR'S REPORT

Opinion

We have audited the financial statements of Claxton Engineering Services AS (the Company), showing a loss of NOK 14,355,907. The financial statements comprise the balance sheet as at 31 December 2024, and the statement of income, for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion

- the financial statements comply with applicable statutory requirements, and
- the financial statements give a true and fair view of the financial position of the Company as at 31 December 2024, and of its financial performance 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' Code of International 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.

Emphasis of matters

We draw the attention to that the booked equity is negative and refer to note 2 in the annual report for further information. A material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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 and using 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 the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Other matters
The Company's financial statements are not filed within the statutory deadline.

Oslo, 13 February 2026
Grant Thornton Revisjon AS

Anne Jorun Oldereid
State Authorized Public Accountant (Norway)
(Electronically signed)

Skatteetaten

Vår dato 03.03.2020	Din/Deres dato 28.01.2020	Saksbehandler Lars Waaltorp
800 80 000 Skatteetaten.no	Din/Deres referanse AR357516047	Telefon 32212244
Org.nr 974761076	Vår referanse 2020/5095345	Postadresse Postboks 9200 Grønlanc 0134 OSLO

KPMG Law Advokatfirma AS
P.O. Box 57
4064 STAVANGER

Att. Torbjørn Dobbe

Tillatelse til å utarbeide årsregnskap og årsberetning på engelsk for Claxton Engineering Services AS, org.nr. 922 723 052

Vi viser til deres brev av 28. januar 2020 der det søkes om dispensasjon fra kravet til å utarbeide årsregnskap og årsberetning på norsk for Claxton Engineering Services AS.

Skattekontoret gir på bakgrunn av en konkret helhetsvurdering Claxton Engineering 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

Claxton Engineering Services AS er eid av et norsk aksjeselskap som inngår i et internasjonalt konsern med hovedkontor i Storbritannia. Selskapet driver virksomhet i oljeservicebransjen, og både långivere, kunder, leverandører mv. vil være vant til å forholde seg til informasjon på engelsk. Selskapets styreleder er utenlandsk.

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 kun har én eier og at det inngår 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.