

Horizon56 A/S

Lyngby Hovedgade 85
DK-2800 Kongens Lyngby

CVR no. 42 74 31 27

Annual report 2023

The annual report was presented and approved at the
Company's annual general meeting on

25 July 2024

DocuSigned by:

Blake Denton

Blake Andrew Denton

Chairman of the annual general meeting

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Statement by the Board of Directors and the Executive Board

The Board of Directors and the Executive Board have today discussed and approved the annual report of Horizon56 A/S for the financial year 1 January – 31 December 2023.


The annual report has been prepared in accordance with the Danish Financial Statements Act.

In our opinion, the financial statements give a true and fair view of the Company's assets, liabilities and financial position at 31 December 2023 and of the results of the Company's operations for the financial year 1 January – 31 December 2023.

Further, in our opinion, the Management's review gives a fair review of the matters discussed in the Management's review.

We recommend that the annual report be approved at the annual general meeting.


Lyngby, 25 July 2024
Executive Board:

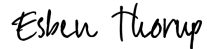
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Esben Ehrenreich Thorup
CEO

Board of Directors:

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Blake Andrew Denton
Chairperson

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Peter Asboe

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Esben Ehrenreich Thorup

Independent auditor's report

To the shareholder of Horizon56 A/S

Opinion

In our opinion, the Financial Statements give a true and fair view of the financial position of the Company at 31 December 2023, and of the results of the Company's operations for the financial year 1 January – 31 December 2023 in accordance with the Danish Financial Statements Act.

We have audited the Financial Statements of Horizon56 A/S for the financial year 1 January – 31 December 2023, which comprise income statement, balance sheet, statement of changes in equity and notes, including a summary of significant accounting policies ("financial statements").

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements 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 in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) and the additional ethical requirements applicable in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Statement on Management's Review

Management is responsible for Management's Review.

Our opinion on the financial statements does not cover Management's Review, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read Management's Review and, in doing so, consider whether Management's Review is materially inconsistent with the financial statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.

Moreover, it is our responsibility to consider whether Management's Review provides the information required under the Danish Financial Statements Act.

Based on the work we have performed, in our view, Management's Review is in accordance with the Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement in Management's Review.

Management's responsibilities for the Financial Statements

Management is responsible for the preparation of Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act, 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 in preparing the financial statements unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Independent auditor's report

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 and the additional requirements applicable in Denmark 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 financial statement users taken on the basis of these financial statements.

As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, 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 in preparing the financial statements 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 contents of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that gives a true and fair view.

We communicate with those charged with governance 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.

Copenhagen, 25 July 2024

PricewaterhouseCoopers

Statsautoriseret Revisionspartnerselskab

CVR no. 33 77 12 31

DocuSigned by:

Thomas Wraae Holm

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Thomas Wraae Holm
State Authorised
Public Accountant
mne30141

DocuSigned by:

Kim Danstrup

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Kim Danstrup
State Authorised
Public Accountant
mne32201

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Management's review

Company details

Horizon56 A/S
Lyngby Hovedgade 85
DK-2800 Kongens Lyngby

CVR no.:	42 74 31 27
Established:	1 October 2021
Registered office:	Lyngby
Financial year:	1 January – 31 December

Board of Directors

Blake Andrew Denton, Chairperson
Peter Asboe
Esben Ehrenreich Thorup

Executive Board

Esben Ehrenreich Thorup, CEO

Auditor

PricewaterhouseCoopers
Statsautoriseret Revisionspartnerselskab
Strandvejen 44
DK-2900 Hellerup
CVR no. 33 77 12 31

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Management's review

Operating review

Principal activities

The Company's principal activities are the development and delivery of software and services for the oil and gas industry, including but not limited to software, software as a service (SaaS), software integration service, procedural and technical support, service technicians, implementation services and all other supplementary services associated with the operation of drilling rigs.

On 30 September 2022, Noble Corporation plc became the ultimate Parent Company of the Maersk Drilling Group and its subsidiaries.

Uncertainty regarding recognition and measurement

When preparing the annual report, Management undertakes a number of accounting estimates and judgements to recognise, measure and classify the assets and liabilities.

Management evaluates impairment indicators for intangible assets and development projects, determining the recoverable amount based on assumptions outlined in note 1 of the financial statements. No new impairment indicators were identified during the year, and no change in the circumstances to justify a reversal of impairment.

Development in activities and financial position

The Company's income statement for 2023 shows a loss of USD 145 thousand as against a loss of USD 7,116 thousand for the period 1 October 2021 - 31 December 2022. As a result of continuous development, the Company achieved a better financial result by acquiring new customers, which increased revenues. During 2023, there was no impairment on development projects. Equity in the Company's balance sheet at 31 December 2023 stood at a negative of USD 2,199 thousand as against a negative of USD 2,054 thousand at 31 December 2022.

Results for the year before tax represented a loss of USD 145 thousand, which in line with Management's forecast.

Capital resources

The Company has lost more than 50% of its contributed capital as of 31 December 2023 and is thereby covered by the rules on capital loss laid down in the Danish Companies Act. Action plans have therefore been prepared to ensure the re-establishment of the Company's capital base.

The Noble Corporation plc has issued a letter of support stating it will cause our affiliates to, support Horizon56 A/S financially in the form of loans to the extent necessary to finance its operating activities and to settle its financial obligations. The loan extended and additional future loans that will be extended to Horizon56 A/S will not be called unless the liquidity position of Horizon56 A/S is adequate to justify such repayment. The Parent Company will cause its affiliate to, subordinate their cash pooling receivables from Horizon56 A/S in favour of other creditors of Horizon56 A/S.

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Income statement

USD'000	Note	2023	1/10 2021 - 31/12 2022
Gross profit/loss		260	-165
Amortisation and impairment losses		-47	-8,727
Profit/loss before financial income and expenses		213	-8,892
Financial income		50	114
Financial expenses	4	-453	-246
Loss before tax		-190	-9,024
Tax on loss for the year		45	1,908
Loss for the year		-145	-7,116
Distribution of loss			
Retained earnings		-145	-7,116

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Balance sheet

USD'000	Note	31/12 2023	31/12 2022
ASSETS			
Fixed assets			
Intangible assets			
Completed development projects		2,807	188
Total fixed assets		2,807	188
Current assets			
Receivables			
Trade receivables		972	767
Receivables from group entities		668	167
Other receivables		299	1,116
Deferred tax asset		1,930	1,920
Corporation tax		23	0
		3,892	3,970
Total current assets		3,892	3,970
TOTAL ASSETS		6,699	4,158

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Balance sheet

USD'000	Note	31/12 2023	31/12 2022
EQUITY AND LIABILITIES			
Equity			
Contributed capital		62	62
Retained earnings		-2,261	-2,116
Total equity		<u>-2,199</u>	<u>-2,054</u>
Liabilities			
Current liabilities			
Trade payables		270	241
Payables to group entities		8,208	5,106
Corporation tax		0	12
Other payables		420	853
		<u>8,898</u>	<u>6,212</u>
Total liabilities		<u>8,898</u>	<u>6,212</u>
TOTAL EQUITY AND LIABILITIES		<u>6,699</u>	<u>4,158</u>
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Statement of changes in equity

USD'000	Contributed capital	Retained earnings	Total
Equity at 1 January 2023	62	-2,116	-2,054
Transferred over the distribution of loss	0	-145	-145
Equity at 31 December 2023	62	-2,261	-2,199

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1 Accounting policies

The annual report of Horizon56 A/S for 2023 has been prepared in accordance with the provisions applying to reporting class B entities under the Danish Financial Statements Act with opt-in from higher reporting classes.

The accounting policies used in the preparation of the financial statements are consistent with those of last year.

Foreign currency translation

On initial recognition, transactions denominated in foreign currencies are translated at the exchange rates at the transaction date. Foreign exchange differences arising between the exchange rates at the transaction date and the date of payment are recognised in the income statement as financial income or financial expenses.

Receivables, payables and other monetary items denominated in foreign currencies are translated at the exchange rates at the balance sheet date. The difference between the exchange rates at the balance sheet date and the date at which the receivable or payable arose or was recognised in the latest financial statements is recognised in the income statement as financial income or financial expenses.

Fixed assets acquired in foreign currencies are measured at the exchange rates at the transaction day.

USD is used as functional currency and as presentation currency because the majority of transactions are in USD. At 31 December 2023, the DKK/USD exchange rate was 6.74. (2022: 6.95).

Income statement

Gross profit

Pursuant to section 32 of the Danish Financial Statements Act, the Company has decided only to disclose gross profit.

Revenue

Income from the sale of services, is recognised in revenue when delivery and transfer of risk to the buyer have taken place, and the income may be measured reliably and is expected to be received.

Other external costs

Other external costs comprise distribution costs and costs related to sales, sales campaigns, administration, allocated personal costs and office premises.

Financial income and expenses

Financial income and expenses are recognised in the income statement at the amounts relating to the financial year.

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1 Accounting policies (continued)

Tax on loss for the year

Tax for the year comprises current corporation tax for the year and changes in deferred tax, including changes in tax rates. The tax expense relating to the profit/loss for the year is recognised in the income statement, and the tax expense relating to amounts directly recognised in equity is recognised directly in equity. For the period 1 October 2021 - 3 October 2022, the Company was part of A.P. Møller Holding A/S' joint taxation, and for the period 4 October 2022 and onwards, the Company was jointly taxed with The Drilling Company of 1972 A/S. Current Danish income tax is allocated among the jointly taxed companies in proportion to their taxable income (full allocation with refund for tax losses).

Balance sheet

Intangible assets

Development projects

Development costs comprise costs, wages, salaries and amortisation directly and indirectly attributable to development activities.

Development projects that are clearly defined and identifiable, where the technical feasibility, sufficient resources and a potential future market or development opportunities are evidenced, and where the Company intends to produce, market or use the project, are recognised as intangible assets provided that the cost can be measured reliably and that there is sufficient assurance that future earnings can cover production costs, selling costs and administrative expenses as well development costs. Other development costs are recognised in the income statement as incurred.

Development costs recognised in the balance sheet are measured at cost less accumulated amortisation and impairment losses.

Upon completion of development work, development costs are amortised on a straight-line basis over the estimated useful lives. The amortisation period is usually 3 years.

Impairment of assets

The carrying amount of intangible is subject to an annual test for indications of impairment other than the decrease in value reflected by depreciation or amortisation.

Impairment tests are conducted of individual assets or groups of assets when there is an indication that they may be impaired. Write-down is made to the recoverable amount if this is lower than the carrying amount.

Receivables

Receivables are measured in the balance sheet at the lower of amortised cost and net realisable value, which corresponds to nominal value less write-down for bad debts. Write-down for bad debts is determined on the basis of an individual assessment of each receivable.

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1 Accounting policies (continued)

Corporation tax and deferred tax

Current tax payable and receivable is recognised in the balance sheet as tax computed on the taxable income for the year, adjusted for tax on the taxable income of prior years and for tax paid on account.

Deferred tax is measured using the balance sheet liability method on all temporary differences between the carrying amount and the tax value of assets and liabilities based on the planned use of the asset or settlement of the liability. However, deferred tax is not recognised on temporary differences relating to goodwill non-deductible for tax purposes and on office premises and other items where the temporary differences arise at the date of acquisition without affecting either profit/loss or taxable income.

Deferred tax assets, including the tax value of tax loss carryforwards, are recognised at the expected value of their utilisation within the foreseeable future; either as a set-off against tax on future income or as a set-off against deferred tax liabilities in the same legal tax entity. Any deferred net assets are measured at net realisable value.

Deferred tax is measured in accordance with the tax rules and at the tax rates applicable at the balance sheet date when the deferred tax is expected to crystallise as current tax. Changes in deferred tax as a result of changes in tax rates are recognised in the income statement or equity, respectively.

Liabilities other than provisions

Other liabilities are measured at amortised cost, which essentially corresponds to nominal value.

2 Going concern

The Company has lost more than 50% of its contributed capital as of 31 December 2023 and is thereby covered by the rules on capital loss laid down in the Danish Companies Act. Action plans have therefore been prepared to ensure the re-establishment of the Company's capital base.

Noble Corporation plc – ultimate Parent Company has issued a letter of support stating its intention to provide necessary liquidity to ensure the Company's continued operations. Accordingly, the financial statements are presented on a going concern basis.

3 Uncertainty regarding recognition and measurement

When preparing the annual report, Management undertakes a number of accounting estimates and judgements to recognise, measure and classify the assets and liabilities. The only significant accounting estimate and judgement relates to the assessment of impairment of intangible assets.

Management evaluates impairment indicators for intangible assets and development projects, determining the recoverable amount based on assumptions outlined in note 1 of the financial statements. No new impairment indicators were identified during the year, and no change in the circumstances to justify a reversal of impairment.

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4 Financial expenses

USD'000	2023	1/10 2021 - 31/12 2022
Interest expense to group entities	373	94
Other financial costs	4	152
Exchange rate adjustments costs	76	0
	<u>453</u>	<u>246</u>

5 Contractual obligations, contingencies, etc.

Contingent liabilities

The Company is jointly taxed with all other Danish companies in the Drilling Company of 1972 Group. As a fully owned subsidiary, the Company has unlimited and joint liability together with the other companies under joint taxation for Danish company tax, withholding taxes on dividends, interest and royalties within the jointly taxed companies.

6 Related party disclosures

Horizon56 A/S' related parties comprise the following:

Control

Noble Drilling A/S, Lyngby Hovedgade 85, DK-2800 Kgs. Lyngby, holds the majority of the contributed capital in the Company.

Horizon56 A/S is part of the consolidated statements of Noble Corporation plc, 1 Ashley Road, 3rd Floor, Altrincham, Cheshire WA14 2 DT, UK, which is the smallest group in which the Company is included as subsidiary.

The consolidated financial statements of Noble Corporation plc can be obtained by contacting this company or at <https://noblecorp.com/investors/reports-and-filings>.

Related party transactions

Transactions with related parties are carried out on an arm's length basis and are therefore not separately disclosed pursuant to section 98 C (7) of the Danish Financial Statements Act.