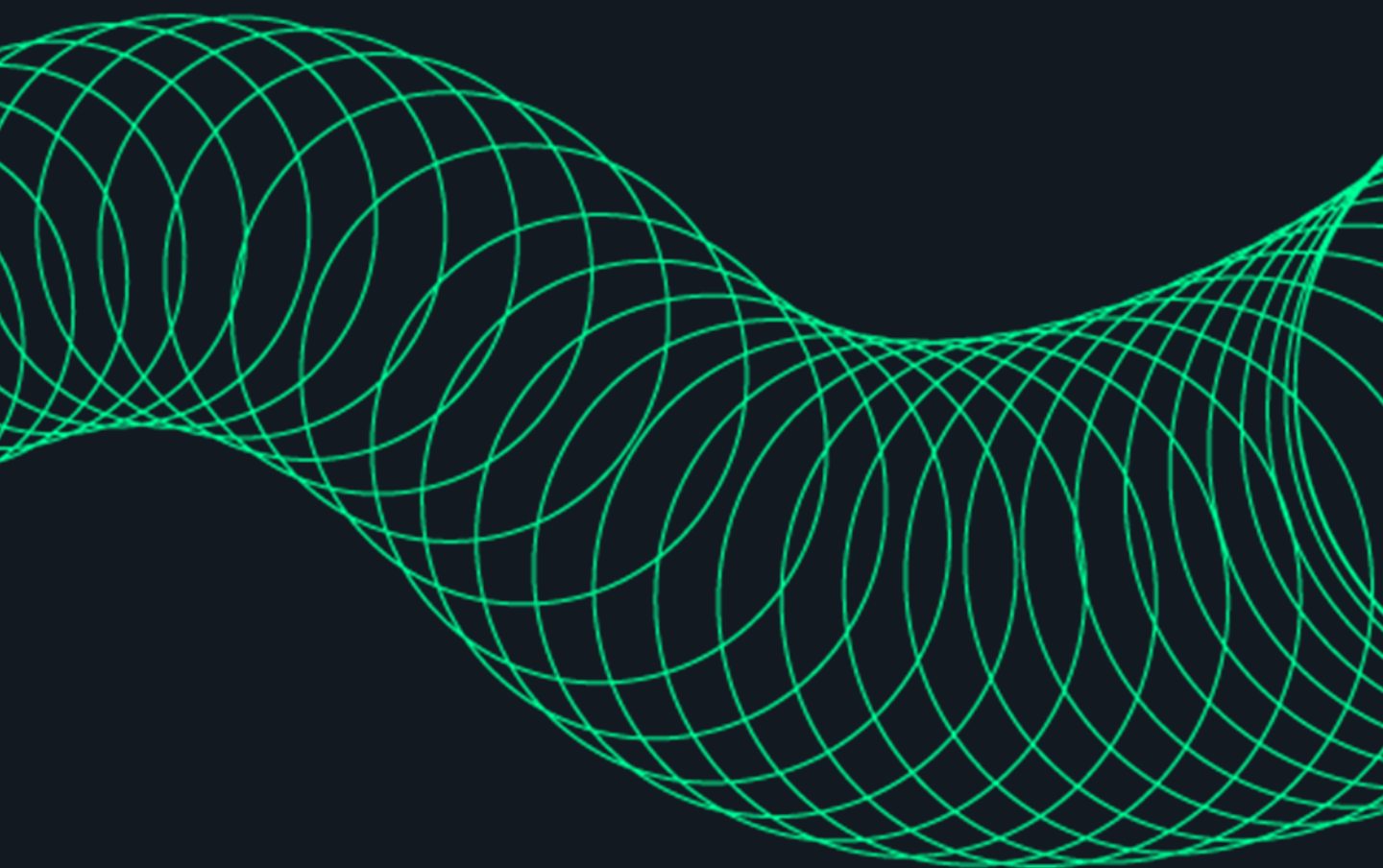


CHIP BIDCO AS

A Cegal Group company

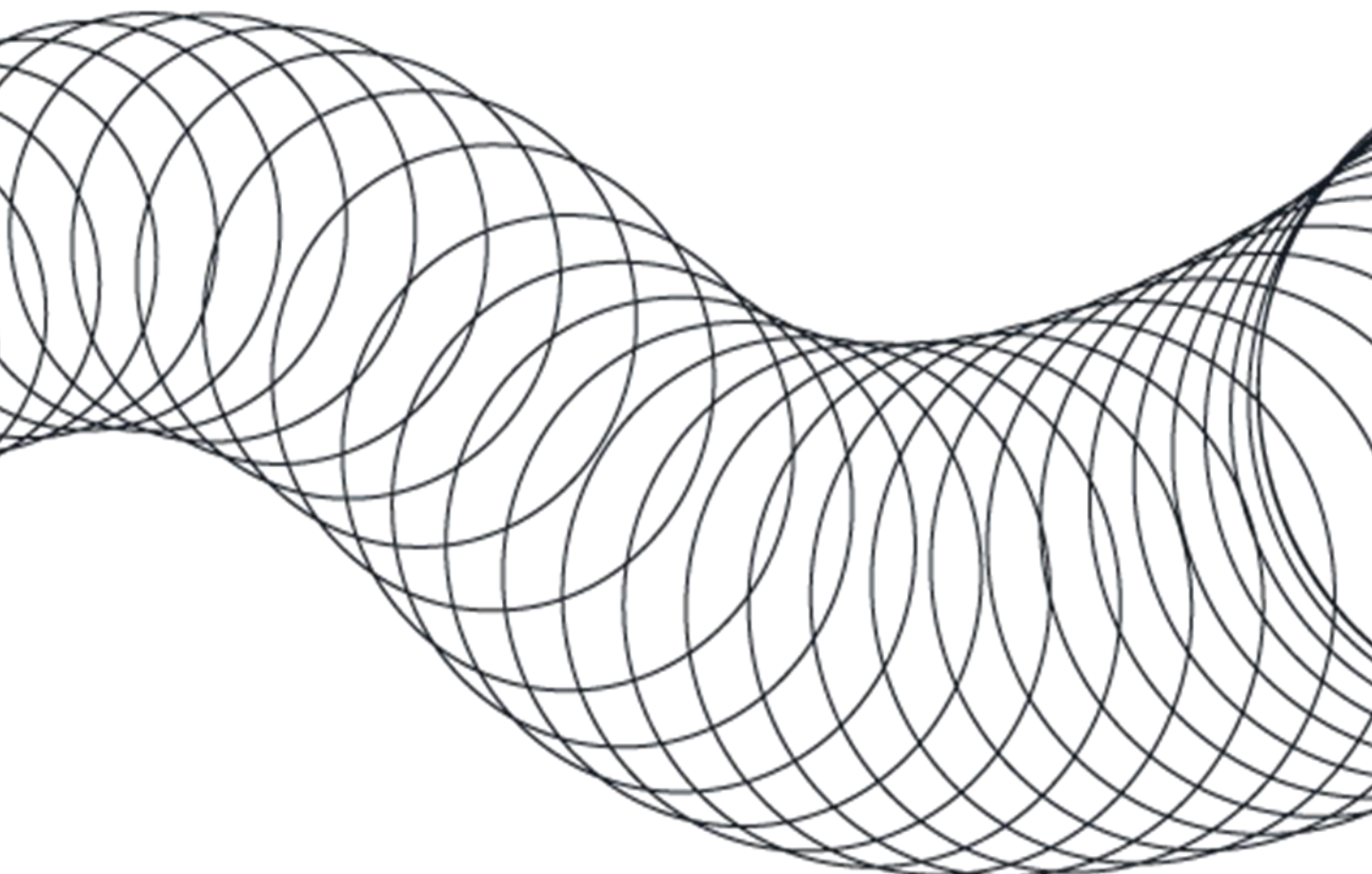
INTERIM REPORT Q3 2022



CEGAL

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Q3 2022 HIGHLIGHTS

KEY FINANCIAL METRICS

Figures in NOKm

| | Q3 2022 | Q3 2021 | LTM Q3 2022 | LTM Q3 2021 |
|--|---------|---------|-------------|-------------|
| Operating revenue (pro forma) | 384.8 | 311.1 | 1 539.8 | 1 397.1 |
| Revenue growth QoQ, % | 23.7 % | | 10.2 % | |
| EBITDA (pro forma) | 58.9 | 45.9 | 210.4 | 213.7 |
| EBITDA (pro forma adjusted post IFRS16)* | 67.0 | 66.1 | 285.9 | 293.9 |
| EBITDA (pro forma adjusted pre IFRS16)* | 57.2 | 55.6 | 243.9 | 253.9 |
| Order backlog | 2 472.0 | 2 275.8 | 2 472.0 | 2 275.8 |

KEY CREDIT METRICS

Figures in NOKm

| | Q3 2022 | Q3 2021 | LTM Q3 2022 | LTM Q3 2021 |
|---|---------|---------|-------------|-------------|
| NIBD (post IFRS16) | 1 657.8 | 971.2 | 1 657.8 | 971.2 |
| NIBD (pre IFRS16) | 1 574.1 | 811.1 | 1 574.1 | 811.1 |
| Leverage ratio NIBD/EBITDA (adjusted post IFRS16)** | | | 5.8 | n.m |
| Leverage ratio NIBD/EBITDA (adjusted pre IFRS16) | | | 6.5 | n.m |

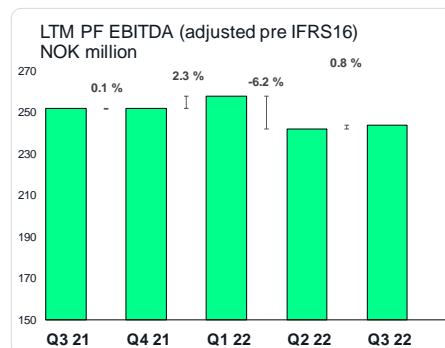
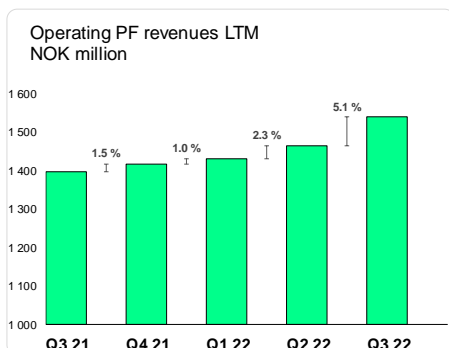
* Adj. EBITDA for Q3 2022 includes NOK 8.2 million in non-recurring items (NRI) costs related to project costs and transaction costs

* Adj. EBITDA for Q3 2021 includes NOK 11.3 million in non-recurring items related to strategy & branding, Sysco merger, Sysco R&D and project costs

* Adj. EBITDA for LTM Q3 2022 includes NOK 75.5 million in NRI costs related to strategy & branding, Sysco R&D, bond listing, Sysco merger and project costs

* Adj. EBITDA for LTM Q3 2021 includes NOK 64.1 million in NRI costs related to strategy & branding, Sysco R&D and integration, transaction costs and projects

** Includes NOK 117.6 million in leasing liabilities, w hereof NOK 83.7 million is IFRS16 leasing debt and NOK 33.9 million is HW/SW leasing debt



- Pro forma revenues¹ in Q3 2022 were NOK 384.8 million compared to NOK 311.1 million in Q3 2021, representing a growth of 23.7% YoY on a Group level. The revenue growth YoY was 17.3% in Cloud operations, 15.3% in Services and 66.5% in Products, respectively
- Pro forma LTM Q3 2022 revenues were NOK 1 539.8 million compared to NOK 1 397.1 million for LTM Q3 2021, representing an increase of 10.2% YoY
- Pro forma adjusted Q3 2022 EBITDA was NOK 67.0 million compared to NOK 66.1 million (1.4% increase) in the same period last year. Pro forma LTM Q3 2022 EBITDA was NOK 243.9 million, compared to NOK 253.9 million in the same period last year. The post-merger higher net personnel and other costs are still visible in the EBITDA levels, but the cost saving program implemented in Q2 2022 together with the revenue growth are expected to increase also EBITDA levels going forward
- The Group has acquired Systemtech A/S, improving its services capabilities in Denmark. Systemtech A/S had revenues of NOK 12.6 million and adjusted EBITDA of NOK 1.5 million LTM Q3 2022.

¹ Profit and loss figures in highlights section are pro forma for Sysco, Envision, Sql Services and Systemtech completed in October 2021, June 2021, April 2021 and September 2022, respectively.

CEO STATEMENT



Strong growth acceleration and margins improving

In H1 Cegal really started to pick up sales momentum after the merger with Sysco. At the same time, we faced challenges with falling margins as a result of merger cost and too low service utilization. In Q3 we continued to accelerate revenue growth (23.7% vs. Q3 2021), while delivering significant EBITDA improvement and return back to margins above 20% in August and September. Going into the quarter our focus was to maintain high employee engagement, increase service utilization and prices, deliver strong project execution and slow down our costs. We are very happy to see that this is, not

only resulting in strong growth, but also margins back on track at a solid level.

All three business divisions contributed to the strong growth in Q3. Cloud Operations grew 17.3%, driven by both new contracts and upsell on existing customers. Services grew 15.3%, driven by increased utilization, database managed services and project deliveries at Okea. Software products grew 66.5%, driven by strong momentum in both our EnergyX and BlueBack portfolios.

We made a small but strategically important breakthrough win at Lyse for monitoring and maintaining their mission critical Oracle data platform. Further, we made a groundbreaking SEK 30 million Oracle Cloud win on Arbetsförmedlingen in Sweden, representing Oracle's first significant cloud win in the Swedish public sector.

Keeping momentum, protecting margins and delivering successful projects

For Q4, our main focus will be to continue to develop our people and culture, keep our strong sales momentum, maintain hyper attention on service utilization, deliver excellent projects and protect our margins.

Our Cloud Operations business unit will continue to focus on delivering World class service in order to drive up overall net retention and sales to existing customers, while executing successful onboarding projects on Petronas and Skagerak Energi. In Services, we will assist Okea in their takeover of the Brage field from Wintershall DEA and maintain our focus on getting all consultants utilized in engaging and meaningful projects. Our Products division, will continue to build on the great growth momentum we see with our EnergyX solutions. Cegal EnergyX is a new and modern cloud software that gives customers full control of the collection and validation of energy data (from production to sales, irrespectively of energy source) and help to plan and carry out the purchase, sale, and transport of energy.

Two years after the software was released, we are happy to say that the response from customers operating on the Norwegian Continental shelf has been remarkable.

Mixed macro picture with both challenges and opportunities ahead

When looking beyond the quarter and into 2023 we see a mixed picture. On one hand, overall macro trends, potential general slow down in IT spend and continuous hard fights for tech talents (with coherent accelerating salary pressure) is a concern. On the other hand, we see more tech spend optimism across the Energy vertical, where companies expect that high energy demand and prices will translate into continuous high investments in equipment, renewables, technology and digitalization. We also see higher growth expectations in the core value pockets where Cegal operates, cloud, data management and technology integration. Hence, we believe that Cegal is well positioned to continue to grow and protect our margins, also in potentially “rougher waters.”

To remain competitive and win, everything in Cegal starts and stops with our people. Post Covid, many tech companies struggle with higher turnover, significantly increased salary pressure (at times outgrowing the ability to increase prices) and a general challenge around building strong company cultures, when large amounts of employees still work from home. Year to date we have recruited 111 new employees organically to Cegal, showing that the vision, values, purpose and positioning of our company are very attractive. We have employee engagement scores higher than industry benchmarks and employee churn rates lower than industry average (at approx. 10%).

To remain successful, we must continue to invest in the competencies, skillsets and mindsets of our people as well as doing a better job in getting people back to the office. Only then can we build the unstoppable culture we strive for that fuels our business.

The Cegal quest to build a stellar nextgen tech company that contributes to a more sustainable future continues, and it gives us tremendous energy to see that the “Cegal Sysco formula” is winning in the market, that our growth is accelerating, that our pipeline and backlog remains solid and that our margins are getting back on track. We, as all companies, will have to handle small and large challenges on a weekly basis, but almost 1 000 “Cegaliens” are now experiencing a strong momentum, and we are ready and capable of taking them on.

ABOUT THE GROUP

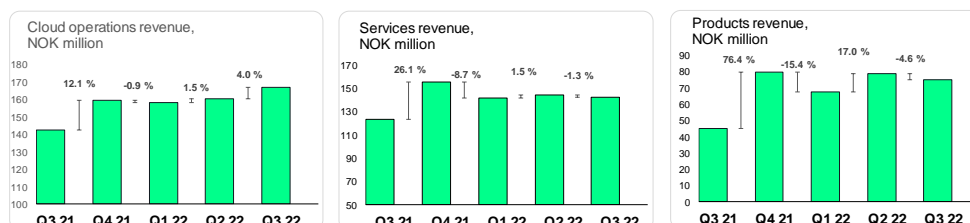
Chip Bidco, a Cegal Group company, is a trusted global technology powerhouse specialized in the energy sector, providing hybrid cloud solutions, software and consultancy within IT, business, geoscience, and data management. The Group provides broad and deep domain competencies across the whole energy vertical, including renewables.

Our employees are working from offices in Stavanger (HQ), Oslo, Trondheim, Bergen, Haugesund, Stord, Hamar, London, Stockholm, Copenhagen, Aberdeen, Dubai, Houston, Calgary and Kuala Lumpur, enabling a strong geographical presence.

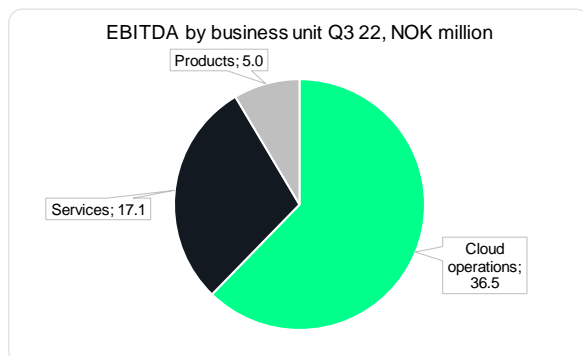
The Group's vision is to build a stellar nextgen tech company that enables a more sustainable future.

BUSINESS UNIT SUMMARY (pro forma figures)

REVENUE DEVELOPMENT BY BUSINESS UNIT



REPORTED EBITDA DISTRIBUTION BY BUSINESS UNIT, QUARTER



CLOUD OPERATIONS

The Group's cloud-based solutions provide high performance IT systems and customized software solutions that boost speed and productivity for our customers, enabling them to securely collaborate in the cloud. We have customized our offering for the broader energy sector, covering the full value chain with our cloud offering and customized applications.

In Q3 2022, Cloud Operations revenue, which is almost entirely long-term recurring revenue, represented 43.4% of the Group's total revenues. Through onboarding of new clients and upselling of existing customers, we have achieved 17.3% growth YoY from Q3 2021 to Q3 2022 for Cloud operations.

SERVICES

The Group offers highly experienced on-site consultants and expert geomodelers, primarily to the broader energy industry. Our technical expertise adds real value in key areas, such as integrating and monitoring technologies, turning data into insights and driving professional IT processes as a service.

In Q3 2022, Consulting & Business services revenue represented 37.0 % of the Group's total revenues and has achieved a growth of 15.3% YoY from Q3 2021 to Q3 2022. The Group is actively and purposefully working on improving utilization for Services to increase revenue and EBITDA contribution, gaining strong momentum in August and September that we believe will continue going forward.

PRODUCTS

The Group develops and sells software to extend, improve and speed up workflows within renewable energy, geology, geophysics, reservoir engineering and data management as well as providing energy solutions and third-party resale.

In Q3 2022, Products revenue represented 19.6 % of the Group's total revenues and has achieved a growth of 66.5% YoY from Q3 2021 to Q3 2022 due to a combination of both more long-term recurring software sales and higher third-party resale revenue.

SUMMARY – REPORTED FIGURES

Q3 2022

(Figures in brackets refer to the corresponding period of 2021)

Reported revenues for the third quarter of 2022 amounted to NOK 384.8 million (200.7) with recurring Cloud operations increasing by NOK 35.9 million, Services by NOK 104.1 million and Products by NOK 44.1 million, respectively. The revenue increase is dominated by the merger between Cegal and Sysco for all business units. Reported EBITDA amounted to NOK 58.9 million (31.0) for the third quarter, in which the increase is again dominated by the merger between Cegal and Sysco. Reported EBITDA margin in Q3 2022 was 17.4% (21.1%).

Non-recurring items amounted to NOK 8.2 million (11.3) in Q3 2022 due to project costs and transaction costs.

Cegal has a solid estimated order backlog of NOK 2.5 billion fueled by a steady order intake on a monthly basis.

The Group invested NOK 16.7 million (10.5) in tangible IT equipment, primarily related to tech refresh investments in our data centers in the third quarter. In addition, we invested NOK 4.1 million (4.2) in development of new Software products and Cloud solutions.

By the end of the quarter, the number of FTE's were 770.

BALANCE SHEET AND LIQUIDITY

Total reported assets (unaudited) as at 30 September 2022 was NOK 3 304.7 million compared to NOK 1 899.5 million last year, an increase being primarily related to the Group's acquisition of Sysco, EnergyX, Envision, SQL Services and Systemtech. Consolidated equity as at 30 September 2022 was NOK 999.1 million compared to NOK 567.3 million last year following the purchase price allocation and the Sysco merger.

Net cash flow from operating activities in Q3 2022 was NOK 30.6 million compared to NOK 49.4 million in Q3 2021. The lower cash flow generated is due to temporarily extended timelines and challenges in collection of trade receivables, partly due to transition effects following the merger. Moreover, the Group's factoring agreement was ended 30 June, temporarily increasing the Group's net working capital position. However, as the date of this report, we see an improvement in the Group's cash balance since 30 September 2022.

As at 30 September 2022, the Group had bank deposits of NOK 35.4 and NOK 53.0 million of undrawn RCF¹, resulting in NOK 88.4 million in available liquidity.

¹ Revolving Credit Facility

STATEMENT BY THE BOARD OF DIRECTORS AND EXECUTIVE MANAGEMENT

The Board of Directors and the Executive Management have today reviewed and approved the interim report for the period 1 January to 30 September 2022 of Chip Bidco AS. We believe, to the best of our knowledge, that the financial statements presented in this report, gives a fair representation of the Group's financial position of assets and liabilities and the profits earned for this quarter. Furthermore, in our opinion, the Management's review gives a fair representation of the Group's activities as well as a fair description of the material risks and uncertainties which the Group is currently facing.

Sandnes, 15.11.2022

Executive Management

Dagfinn Ringås, Group CEO

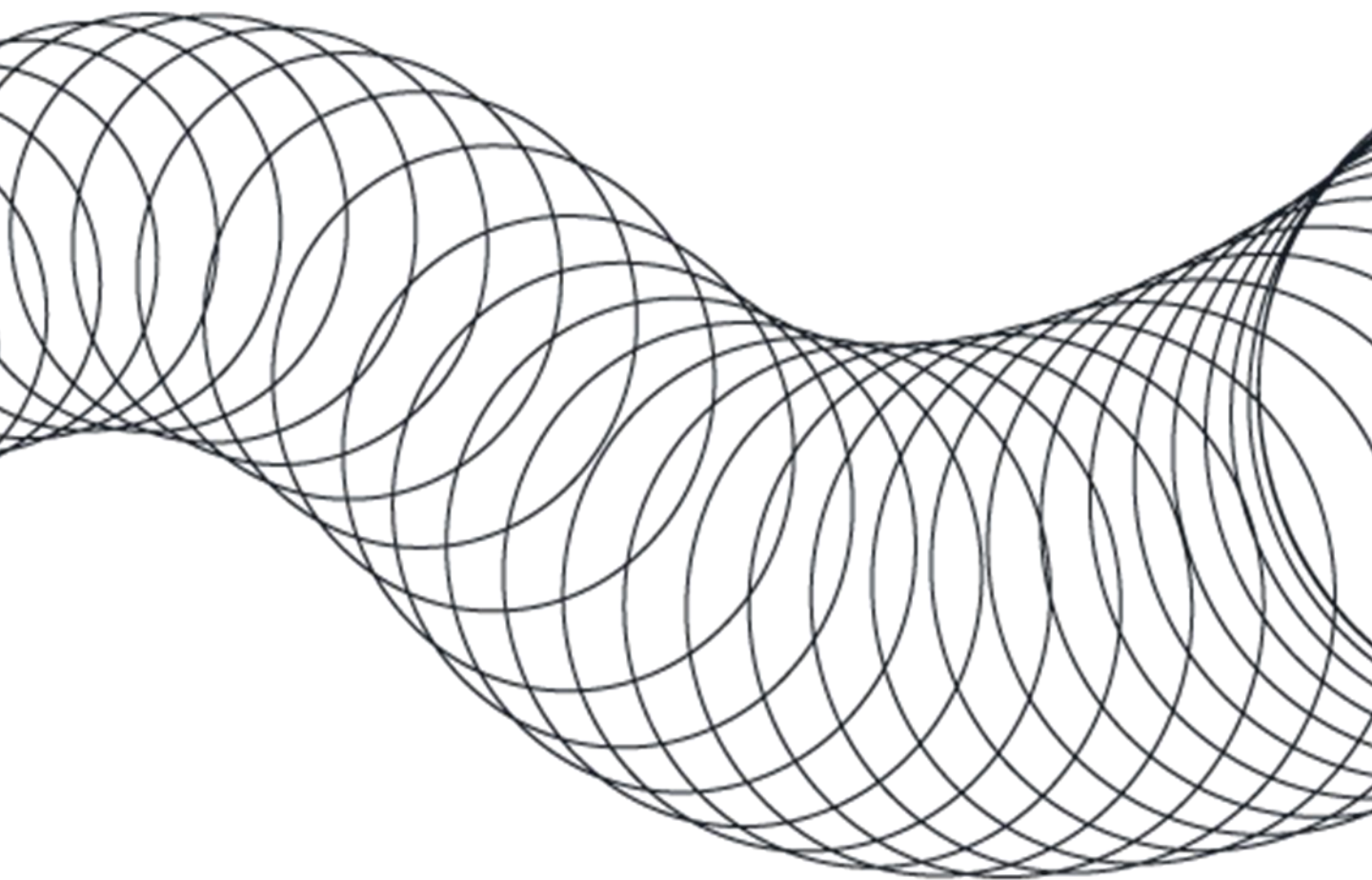
Trym Gudmundsen, Group CFO

Board of Directors

Fredrik Gyllenhammar Raaum, Chairman of the Board

INTERIM CONSOLIDATED FINANCIAL INFORMATION

- Profit & loss statement
- Balance sheet statement
- Cash flow statement
- General accounting principles and notes



| PROFIT & LOSS | Unaudited Q3 | Unaudited Q3 | Unaudited YTD | Unaudited YTD | Unaudited LTM Q3 | Unaudited LTM Q3 |
|--|-----------------|-----------------|------------------|------------------|---------------------|---------------------|
| <i>Figures in NOKm</i> | 2022 | 2021 | 2022 | 2021 | 2022 | 2021 |
| Operating revenue | 384.8 | 200.7 | 1 136.7 | 603.7 | 1 528.2 | 803.7 |
| Cost of goods sold | 100.8 | 54.7 | 308.5 | 166.3 | 433.6 | 222.4 |
| Salaries | 193.8 | 101.5 | 558.3 | 276.2 | 749.3 | 360.2 |
| Other operating costs | 31.3 | 13.5 | 84.2 | 40.3 | 137.0 | 49.2 |
| EBITDA | 58.9 | 31.0 | 185.8 | 120.9 | 208.3 | 171.9 |
| Depreciations | 19.0 | 20.0 | 58.8 | 61.6 | 79.2 | 84.9 |
| Amortisations | 35.7 | 24.6 | 106.3 | 77.0 | 131.0 | 103.0 |
| EBIT | 4.2 | (13.5) | 20.7 | (17.6) | (1.9) | (16.0) |
| Net financial items | (32.3) | (18.3) | (90.3) | (57.0) | (123.6) | (14.0) |
| EBT (profit before tax) | (28.2) | (31.8) | (69.6) | (74.6) | (125.5) | (30.0) |
| Estimated tax | 6.2 | 7.0 | 15.3 | 21.3 | 27.6 | 6.6 |
| Net profit | (22.0) | (24.8) | (54.3) | (53.3) | (97.9) | (23.4) |
| EBITDA margin % | 15.3 % | 15.5 % | 16.3 % | 20.0 % | 13.6 % | 21.4 % |
| EBITDA adjustments and IFRS16 | | | | | | |
| Non-recurring items | 8.2 | 11.3 | 22.1 | 23.2 | 75.5 | 28.0 |
| Adjusted EBITDA post IFRS16 | 67.0 | 42.3 | 207.8 | 144.1 | 283.8 | 199.9 |
| IFRS16 lease adjustments | (9.8) | (7.4) | (30.6) | (22.4) | (40.6) | (29.5) |
| Adjusted EBITDA pre IFRS16 | 57.2 | 34.9 | 177.2 | 121.7 | 243.2 | 170.4 |
| EBITDA margin % post IFRS16 (adjusted) | 17.4 % | 21.1 % | 18.3 % | 23.9 % | 18.6 % | 24.9 % |
| EBITDA margin % pre IFRS16 (adjusted) | 14.9 % | 17.4 % | 15.6 % | 20.2 % | 15.9 % | 21.2 % |

| BALANCE SHEET (reported) | Unaudited | Unaudited |
|--|-------------------|-------------------|
| <i>Figures in NOKm</i> | 30.09.2022 | 30.09.2021 |
| Assets | | |
| Goodwill | 1 805.2 | 977.7 |
| Intangible assets | 890.8 | 552.3 |
| Tangible fixed assets | 140.8 | 142.7 |
| Other assets | 36.9 | 5.8 |
| Total non-current assets | 2 873.6 | 1 678.5 |
| Trade receivables | 333.5 | 118.8 |
| Prepayments | 30.1 | 23.1 |
| Other receivables | 32.1 | 19.1 |
| Bank deposits, cash and similar | 35.4 | 59.9 |
| Total current assets | 431.1 | 220.9 |
| Total assets | 3 304.7 | 1 899.5 |
| Equity and liabilities | | |
| Share capital | 0.2 | 0.1 |
| Share premium reserve | 690.0 | 565.0 |
| Retained earnings | 308.9 | 2.3 |
| Total equity | 999.1 | 567.3 |
| Deferred tax | 171.4 | 114.3 |
| Interest-bearing long-term liabilities | 1 500.0 | 878.8 |
| Interest-bearing lease liabilities | 73.3 | 92.2 |
| Other long-term liabilities | 56.7 | 9.6 |
| Total non-current liabilities | 1 801.4 | 1 094.9 |
| Interest-bearing current lease liabilities | 44.3 | 38.9 |
| Accounts payable | 96.8 | 61.0 |
| Income taxes payable | 3.3 | 0.9 |
| VAT & social security payable | 71.8 | 34.6 |
| Revolving credit facility | 75.6 | 31.0 |
| Other current liabilities | 212.3 | 70.9 |
| Total current liabilities | 504.1 | 237.3 |
| Total liabilities | 2 305.5 | 1 332.2 |
| Total equity and liabilities | 3 304.7 | 1 899.5 |

| CASH FLOW STATEMENT (reported) | Unaudited | Unaudited | Unaudited | Unaudited |
|---|---------------|---------------|---------------|---------------|
| <i>Figures in NOKm</i> | Q3 | Q3 | YTD | YTD |
| | 2022 | 2021 | 2022 | 2021 |
| Profit before tax | (28.2) | (31.8) | (69.6) | (74.6) |
| Group contribution | - | - | - | - |
| Add-back of IFRS16 operational leases | (9.8) | (7.4) | (30.6) | (22.4) |
| Taxes paid | - | 0.2 | - | -0.1 |
| Depreciations and write-downs | 54.7 | 44.6 | 165.1 | 138.6 |
| Interest payments to financial institutions | 27.2 | 19.0 | 76.9 | 52.1 |
| Change in net working capital | (13.3) | 24.8 | (21.2) | 59.4 |
| Net cash flow from operations | 30.6 | 49.4 | 120.5 | 152.9 |
| Acquisition of tangible assets | (16.7) | (10.5) | (35.6) | (20.7) |
| Acquisition of intangible assets | (4.1) | (4.2) | (18.9) | (16.1) |
| Other investment activities/issuance of capital | (6.4) | - | (45.0) | (27.9) |
| Net cash flow from investment activities | (27.2) | (14.7) | (99.5) | (64.7) |
| Net repayment of debt to financial institutions | (8.5) | - | (28.0) | (18.4) |
| Interest payments to financial institutions | (27.2) | (19.0) | (76.9) | (52.1) |
| Add-back of IFRS16 interest costs | 1.8 | 1.9 | 5.8 | 5.9 |
| Change in revolving credit facility | 14.2 | 0.0 | 51.4 | 0.0 |
| Net cash flow from financing activities | (19.7) | (17.2) | (47.7) | (64.6) |
| Net change in cash and cash equivalents | (16.3) | 17.5 | (26.7) | 23.7 |
| Cash and cash equivalents at start of period | 51.7 | 42.4 | 62.1 | 36.3 |
| Cash and cash equivalents at end of period | 35.4 | 59.9 | 35.4 | 59.9 |

GENERAL ACCOUNTING PRINCIPLES

The Group consists of the parent company Chip Bidco AS and its subsidiaries in Cegal Group AS. The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the Group's annual financial statements for 2021 which was published on 30 April 2022.

The company's financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS), and IFRS as adopted by the EU, and are mandatory for financial year beginning on or after 1 January 2020. The accounting principles used for this interim report are consistent with accounting principles in the Group's financial statements for 2021.

In preparing these interim financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty are in all material respect the same as those that applied in the annual financial statements for 2021.

NOTE 1 INTANGIBLE ASSETS

| <i>(Figures in NOKm)</i> | GOODWILL | CUSTOMER RELATIONSHIPS | SOFTWARE | ORDER BACKLOG | TOTAL |
|---|----------------|---------------------------|--------------|------------------|--------------|
| Aquisition cost 01.01 | 976.8 | 208.9 | 252.4 | 247.5 | 708.8 |
| Additions | 828.4 | 350.9 | 154.8 | 0.0 | 505.7 |
| Disposals | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| Aquisition cost 30.09.2022 | 1 805.2 | 559.8 | 407.2 | 247.5 | 1 214.5 |
| Accumulated impairments at 30.09.2022 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| Accumulated amortizations at 30.09.2022 | 0.0 | 91.0 | 112.4 | 120.3 | 323.7 |
| Carrying amount 30.09.2022 | 1 805.2 | 468.8 | 294.8 | 127.2 | 890.8 |
| Impairment charges YTD 2022 | 0.0 | 0.0 | 0.0 | 0.0 | 0.0 |
| Amortization YTD 2022 | 0.0 | 41.6 | 31.2 | 37.8 | 110.6 |
| Useful economic life | Indefinite | 4-11 years | 3-10 years | 6 years | |
| Amortization plan | | Linear | Linear | Linear | |

NOTE 2 TANGIBLE ASSETS

| <i>(Figures in NOKm)</i> | RIGHT-OF-USE ASSET IT- EQUIPMENT | RIGHT-OF- USE ASSET OFFICE LEASES | TANGIBLE ASSETS | TOTAL |
|---------------------------------------|--|--|--------------------|--------------|
| Aquisition cost 01.01 | 113.7 | 115.1 | 45.1 | 273.9 |
| Additions | 30.2 | 28.0 | 41.6 | 99.8 |
| Disposals | 0.0 | 0.0 | 0.0 | 0.0 |
| Aquisition cost 30.09.22 | 143.9 | 143.1 | 86.8 | 373.7 |
| Accumulated impairments at 30.09.22 | 0.0 | 0.0 | 0.0 | 0.0 |
| Accumulated depreciations at 30.09.22 | 109.4 | 71.5 | 52.1 | 233.0 |
| Carrying amount 30.09.22 | 34.5 | 71.6 | 34.7 | 140.8 |
| Impairment charges YTD 2022 | 0.0 | 0.0 | 0.0 | 0.0 |
| Depreciation YTD 2022 | 18.2 | 24.1 | 16.4 | 58.7 |
| Useful economic life | 2-5 years | 2-5 years | 2-5 years | |
| Depreciation plan | Linear | Linear | Linear | |

NOTE 3 REVENUE

| ACTIVITY DISTRIBUTION BY BUSINESS UNIT <i>(figures in NOKm)</i> | Q3 2022 | Q3 2021 | YTD 2022 | YTD 2021 |
|---|--------------|--------------|----------------|--------------|
| Cloud operations | 167.1 | 131.2 | 485.9 | 397.9 |
| Services | 142.3 | 38.2 | 428.6 | 111.1 |
| Products | 75.4 | 31.3 | 222.1 | 94.7 |
| Total | 384.8 | 200.7 | 1 136.7 | 603.7 |

NOTE 4 SUBSEQUENT EVENTS

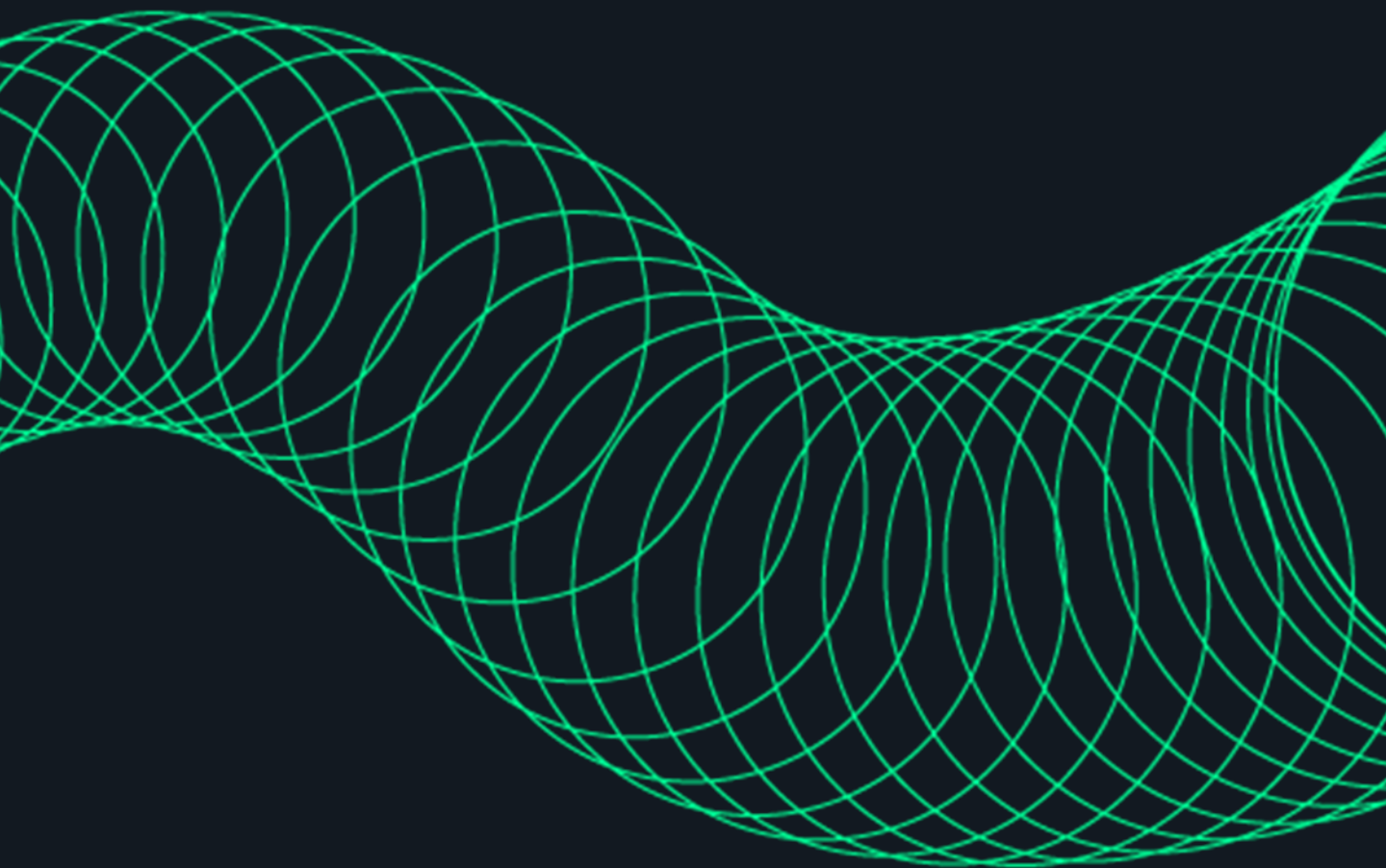
The Group has a non-sanctioned subsidiary established in Russia as part of serving two of its customers in the country. However, the revenues from the Russian entity is very limited, approximately 0.7% of the total, and the assets are only 0.1% of the Group's total assets. Hence, the exposure for the Group is considered limited in terms of the Russian entity.

The Group has also established a group, designated by management, to monitor the Group's exposure to the ongoing situation in Ukraine. Currently the exposure is considered limited, however we are monitoring all relevant aspects of the situation and take appropriate measures whenever appropriate.

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