Øyfjellet Wind Investment AS
Tveråvegen 370, 8658 Mosjøen, Norway
Business Registration No. 927 378 779

Interim consolidated financial statements 30 June 2024

Contents

Parent Company Details

Parent Company
Øyfjellet Wind Investment AS
Tveråvegen 370
8658 Mosjøen
Norway

Business Registration No.: 927 378 779
Registered office: Tveråvegen 370, 8658 Mosjøen, 0154 Oslo, Norway

Date of incorporation: 01.06.2021
Financial year: 01.01.2024 – 31.12.2024

Board of Directors:
Christian Heidfeld, Chair
Roman Zervas
Yannick Koch

Executive Board
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Auditors
PricewaterhouseCoopers AS
Dronning Eufemias gate 71
0194 Oslo
Norway

Responsibility Statement

Today, the Board of Directors reviewed and approved the Øyfjellet Wind Investment AS interim consolidated report as of June 2024.

To the best of our knowledge, we confirm that:

- The Øyfjellet Wind Investment AS interim consolidated report as of June 2024 has been prepared in accordance with IAS 34 Interim Financial Reporting as adopted by the European Union (EU), and additional Norwegian disclosure requirements in the Norwegian Accounting Act, and that
- The report has been prepared in accordance with applicable financial reporting standards, and that
- The information presented in the financial statements gives a true and fair view of the Group's assets, liabilities, financial position and results for the period viewed, and that
- The report, together with the yearly report, gives a true and fair view of the development, performance, financial position, principle risks and uncertainties of the Group.

The interim financial consolidated report has not been audited or reviewed by auditors.

Oslo, 29 August 2024

Executive Board

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Board of Directors

Christian Heidfeld Chair	Roman Zervas	Yannick Koch
Christian Heidfeld	Roman Zervas	Yannick Koch

Management Report

Major events in 2024

As of August 2024, the construction of a storage hall and an administration building is ongoing and will be completed within 2024. Nordex has been responsible for the supply and installation of wind turbines, as well as service and maintenance, and continues to be a long-term part of the local business community. The turbines have the latest wind turbine technology and provide renewable energy with no CO2 emissions and the least possible impact on the surrounding natural environment. During 2024, Nordex has been working on completion of the rectification of the Anti-icing system, which was not fully operational during the last winter period. One turbine was severely damaged during the repair works and Nordex only expects this turbine to become operational again during the year. A new turbine has been delivered to the site but the verification of the foundation is still ongoing. It depends on the status of the foundation if this turbine can be erected in 2024. The wind park has a capacity of 400MW with an expected production volume of 1,300 GWh. As the production during the first 6 months of 2024 was negatively affected by the aforementioned events, the company expects to receive a substantial compensation according to the availability warranty in the O&M agreement with Nordex. The entity has agreed on a compensation of EUR 5.7 million connected to the first-year production. This was already recognised as of year end 2023.

Risk factors

The Group and its wind farm is exposed to in several risk factors. Without limitation, this may include risks with respect to weather variations, changing tax regime, the performance of suppliers and/or contractors who are engaged to operate assets held by the Group, credit risk with respect to the sole off taker under the PPA for the Øyfjellet Wind Farm, future prices of power, origin guarantees and wind farm operations. The group is also exposed to litigation risk in relation to ongoing appraisal case for the compensation connected to the expropriation of certain land rights, including a motion for invalidity of the facility license and in relation to an ongoing arbitration case against the Turbine Supplier regarding Liquidated damages for the construction period.

Power price uncertainty

91.22% of the electricity generated by the wind park is sold to a local off-taker through a power purchase agreement at a fixed price until 2036. However, as the risk management strategy foresees to only hedge 70% of the total volume, the Group has entered into a swap agreement to reduce the hedged amount by 21.22%. Short-term fluctuations in the electricity spot market can therefore indirectly impact 30% of the generated volume.

Currency fluctuations

There can be a difference in currency regarding revenues, loans, procurement and construction invoices. The main currency exposure relates to fluctuations between NOK, and EUR. Based on the currency hedging policy, the Group mitigates this risk by strictly controlling and monitoring currency exposure, as well as balancing revenues and costs in the same currency.

Financing and interest rates

The construction of large energy projects is capital intensive. Corporate funding and guarantee lines make interest payments a significant expense and an important factor in the cost of energy projects. The Group has secured the long-term financing through the issuance of bonds and receiving shareholder loans. There are no significant fluctuations expected as the interest rate for bonds and the shareholder loans are fixed. The utilized bonds include options which allow for a repayment of previously drawn down amounts including compensation for the net present value of underlying hedges. The Group currently does not intend to exercise such options.

Environment

Revenues of the Group will depend on wind resources. The effects of climate change might affect the wind conditions at the wind farm location.

Social

Wind farm operations could affect local communities. Failure to maintain a good relationship and constructive dialogue with local stakeholders could result in impaired operations or additional costs during the lifetime of the project.

Delay and construction costs overrun

The wind farm is operational, and the construction contracts are declared completed. Remaining works, which are not expected to impair operations, were agreed in a “snag list” and are expected to be completed in the year 2024. The risk for further cost overruns related to construction works is low.

Operations

The total production in 1H of 2024 was recorded at 510 GWh, which is below the expected budget of 1.300 annually. The main factors which have impaired performance are low wind, repair works on gearboxes and rectification of the anti-icing-system and corresponding maintenance works.

The wind farm is located close to the polar circle, severe weather conditions might continue to affect works on site. As a mitigation, Øyfjellet Wind AS has prepared a winter operation concept, comprising an additional garage, 11 winter units such as groomers, traction vehicles, snow mobiles, agreements to utilize a helicopter, and increased the budget for operating expenses.

Shareholders' Equity

Following the negative total comprehensive income of EUR -11.3 million for the first half of 2024, the total equity of the group decreased and amounted to EUR -29.2 million as of 30.06.2024. The reduction in equity is mainly caused by financial expenses in relation to shareholder loans which were provided by the shareholders per rata share as a project financing. These equity-like instruments are to be converted into equity in 2024.

Interim consolidated financial statements

Interim financial statements

Notes to the interim consolidated financial statements

Interim consolidated statement of comprehensive income

TEUR	Note	30 June 2024	30 June 2023
Revenue	2	15,353	14,334
Other income	2	(385)	(122)
Other operating expenses		(9,472)	(8,655)
Depreciation and amortization expenses	3,4	(9,542)	(10,266)
Operating profit/(loss) before tax		**(4,047)**	**(4,709)**
Financial income	6	5,596	1,722
Financial expenses	6	(12,889)	(17,226)
Profit/(loss) before tax		**(11,340)**	**(20,213)**
Income tax expense	5	767	3,530
Profit/(loss) after tax		**(10,573)**	**(16,683)**
Other comprehensive income		-	
Profit/(loss) and total comprehensive income for the financial year		**(10,573)**	**(16,683)**

Interim consolidated statement of financial position

ASSETS

TEUR	Note	**30 June 2024**	**31 December 2023**
Intangible assets		26,248	26,743
Property, plant and equipment	3	449,695	453,915
Right-of-use asset	4	7,733	7,869
Prepayments		3,975	3,755
Deferred tax asset	5	4,094	3,327
Other non-current financial assets	6	24,166	20,700
Total non-current assets		**515,909**	**516,309**
Trade receivables	6	11,355	12,352
Prepayments		10,123	9,063
Other current receivables		4,229	1,372
Cash and cash equivalents		25,054	28,584
Total current assets		**50,762**	51,373
Total assets		**566,671**	**567,682**

EQUITY AND LIABILITIES

TEUR	Note	30 June 2024	31 December 2023
Share capital	7	2,958	2,958
Share premium		27,522	27,521
Accumulated losses		(59,702)	(49,127)
Total equity		**(29,222)**	**(18,648)**
Loans and borrowings	6	532,947	530,887
Lease liabilities	4	7,336	7,316
Provision for decommissioning		5,520	5,431
Total non-current liabilities		**545,803**	**543,634**
Trade and other payables	6	9,935	5,483
Loans and borrowings	6	37,885	34,712
Lease liabilities	4	415	420
Other current liabilities		1,856	2,081
Total current liabilities		**50,091**	**42,696**
Total liabilities		**595,893**	**586,330**
Total equity and liabilities		**566,671**	**567,682**

Interim consolidated statement of changes in equity

TEUR	Share capital	Share premium	Accumulated losses	Total equity
Equity at 1 January 2024	2,958	27,521	(49,128)	(18,649)
Net profit/(loss) for the period	-	-	(10,573)	(10,573)
Total comprehensive income	-	-	-	-
Balance at 30 June 2024	**2,958**	**27,521**	**(59,701)**	**(29,222)**

TEUR	Share capital	Share premium	Accumulated losses	Total equity
Equity at 1 January 2023	**2,958**	**27,521**	**(21,698)**	**8,781**
Net profit/(loss) for the period	-	-	(27,430)	(27,430)
Balance at 31 December 2023	**2,958**	**27,521**	**(49,128)**	**(18,649)**

Interim consolidated statement of cash flows

TEUR	Note	30 June 2024	30 June 2023
Operating profit/loss		(4,047)	4,709
Depreciation	3,4	9,542	10,265
Fair value adjustments on derivatives		5,269	122
Change in provisions		(89)	(1,542)
Change in operating receivables		(2,920)	103
Change in trade payables and other payables		4,222	(2,040)
Interest received		1,155	1,183
Interest paid		(4,608)	(5,031)
Income taxes, received/(paid)		0	0
Cash flow from operating activities		**(8,701)**	**(1,649)**
Acquisition of financial assets		(3,466)	(1,516)
Acquisition of plant, property and equipment	3	(4,690)	(386)

Net cash flows from investing activities		**(8,156)**	**(1,902)**
Proceeds from loans		0	0
Repayment of loans		(2,000)	(2,000)
Repayment Shareholder Loan		(1,100)	0
Payment of principal portion of lease liabilities	4	0	0
Cash flow from financing activities		**(3,100)**	**(2,000)**
Cash and cash equivalents, beginning of the period		28,586	52,873
Net (decrease)/increase in cash and cash equivalents		(2,555)	(5,551)
Foreign exchange differences on cash		(976)	(1,630)
Cash and cash equivalents at 31 December		**25,054**	**45,693**
Cash and cash equivalents in the cash flow statement comprise:			
Cash and cash equivalents		25,054	45,693

The figures in the cash flow statement cannot be directly derived from the figures in the balance sheet.

Notes to the interim consolidated financial statements

Note 1 Basis of reporting

Basis of preparation

The interim consolidated financial statements for the six months ended 30 June 2024 have been prepared in accordance with IAS 34 (Interim Financial Reporting) and additional Norwegian disclosure requirements in the Norwegian Accounting Act. The accounting policies implemented are consistent with those of the annual financial statements for the group for the year end 31 December, 2023.

Øyfjellet Wind Investment AS is a financing entity with the sole purpose to own shares in Øyfjellet Wind AS. Øyfjellet Wind AS is a wholly owned subsidiary established to construct and operate the Øyfjellet Wind Farm.

The interim consolidated financial statements are presented in Euros thousands (TEUR). Euros is the functional currency of both Øyfjellet Wind Investment AS and Øyfjellet Wind AS.

Materiality in financial reporting

For the preparation of the interim consolidated financial statements, Management aims to focus on the information considered to be material and relevant for the understanding of the Group's performance for the reporting period.

If a financial statement line item is not individually material, it is aggregated with other financial statement items of a similar nature in interim consolidated financial statements or in the disclosure notes.

Management provides specific disclosures required by IFRS unless the information is not applicable or considered immaterial to the economic decision-making of the users of these interim consolidated financial statements.

Key accounting estimates and judgements

As part of the preparation of the interim consolidated financial statements, Management makes a number of accounting estimates and assumptions as a basis for recognising and measuring the Company's assets, liabilities, income and expenses as well as judgements made in applying the Group's accounting policies. The estimates, judgements and assumptions made are based on experience gained and other factors that are considered prudent by Management in the circumstances, but which are inherently subject to uncertainty and volatility.

Evaluation of power purchase agreement

To secure cash flows from the wind farm the Group has entered into a power purchase agreement (PPA) with Alcoa Norway. The PPA is guaranteed by the Norwegian state through GIEK (”Garantiinstituttet for Eksportkreditt”). GIEK guarantees that if Alcoa defaults under the PPA, a portion of the payment obligations will still be fulfilled. The Group has analysed the agreements and concluded that the PPA agreement is not in scope of IFRS 16, as it is a predetermined asset and customer does not operate the asset nor has the customer designed it. However, the PPA is in scope of IFRS 15 due to the physical delivery to a balancing party.

Fair value of long-term power swap agreement

The Group has entered into a counter-hedging plan whereby the Group purchases up to 21.22% of annual production at spot reducing the effective hedge position. Assumptions used for measuring fair value were replacement price for the PPA amounting to 30,00 EUR/MWh (31 December 2023: 30,00 EUR/MWh), PPA volume of 275,86 GWh/a and a discount rate of 3,76%. Refer to note 5 for further information.

Assessment of embedded derivatives and valuation of put option

In 2021, the Group issued EUR 235 million bonds primarily to US investors. The contract has an embedded prepayment option. If the Group chooses to prepay a portion or the full notional of the loan the Group should compensate the investor(s) in terms of the discounted remaining payments including a potential net gain/loss from designated hedging instruments (e.g. FX swaps). It is not within the Group's business plan to exercise the prepayment option.

A derivative embedded in a loan contract (i.e. a host) is separated and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the loan contract is not measured at fair value through profit or loss.

Embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

Assumptions used for measuring the fair value include the hedge ratio of the investors (0%, 50%, 75%, 100%), foreign currency rate changes by 5% up and down and the rating of the Group. Based on these main assumptions the fair value was calculated by the likelihood of the option being exercised multiplied with the payoff (prepayment of loan plus/minus net settlement of one or more swaps in dollars).

Provision for decommissioning

The Group has recognised a provision for decommissioning obligations associated with the wind turbines erected on leased land. In determining the best estimate of the provision, assumptions and estimates are made in relation to discount rates, the expected cost to dismantle and remove the wind farm from the site and the expected timing of those costs. Additional assumptions used for the calculation were long-term inflation rate of 2%, a risk-free interest rate and the useful life of the underlying assets. The carrying amount of the provision as at 30 June 2024 was TEUR 55.

Taxation

The group recognises regulatory fees such as property tax, high price contribution as operating expenses as these are not based on taxable profits. These fees are assessed to not be a part of revenue reduction as they do not impact the cash flows, performance obligation or other elements of contracts with the customer. The new Norwegian resource rent tax (RRT) on landbased windpark of 25% are recognised as tax expense and connecting tax payable and deferred tax has also been recognised.

Note 2 Revenue

Set out below is the disaggregation of the Group's revenue:

TEUR	30 June 2024	30 June 2023
Revenue		
Revenue from customers		
Fixed price	13,825	11,752
Variable price	1,528	2,582
Variable price of which:		
Certificates	161	1,558
Spot	1,367	1,024
Total revenue from customers	**15,353**	**14,334**

Other income	**(385)**	**(121)**

Other income includes the changes in fair value relating to the power swap agreement, for further information refer to note 5.

Seasonality of operations

According to historical measurements, the changing meteorological conditions of the area where the wind farm is located expose operations to seasonality. This entails variability of the net energy yields generated by the wind farm, which may lead to revenue fluctuations across the year. Specifically, higher revenues can be expected in the autumn and winter months, as most of the annual energy yield is expected to be generated between September and March. Conversely, revenues are expected to trend downwards in spring and summer, between March and September, due to a lower expected energy yield contribution. This information provides more granularity into the aggregate results and confers a more holistic view on the wind farm´s expected future performance. However, Management has concluded that this is not 'highly seasonal' in accordance with IAS 34.

Note 3 Property, plant and equipment

TEUR	Plant and machinery	Construction in progress
2024		
Cost at 1 January	495,450	816
Additions	3,321	1,369
Adjustment		
Cost at 30 June	**498,771**	**2,185**
Depreciation at 1 January	(42,351)	
Depreciation during the period	(8,911)	
Depreciation at 30 June	**(51,262)**	**0**
Carrying amount at 30 June	**447,509**	**2,185**

TEUR	Plant and machinery	Construction in progress
2023		
Cost at 1 January	495,498	0
Additions	1,853	2,400
Adjustment	2,329	
Disposals	(5,814)	
Transfer	1,583	(1,583)
Cost at 30 June	**498,771**	**816**
Depreciation at 1 January	(22,539)	
Depreciation during the period	(19,812)	
Depreciation at 31 December	**(42,351)**	**0**
Carrying amount at 31 December	**453,099**	**816**

Øyfjellet Wind AS has 72 wind turbines located in the Vefsn municipality. All 72 wind turbines (towers and wind turbines) were finished and have been put in operation as per 31 December 2022. After the mechanical milestone was reached, management concluded that the construction phase was finalised. Depreciation started according to Group accounting policies. The amount of borrowing costs capitalised during the year ended 31 December 2023 was TEUR 668 (2022: TEUR 13,749).

Management identified volatile power prices as indicators of impairment during 2022, and consequently performed an impairment test of PP&E at the balance-sheet date. No impairment was recognised in 2022 based on management's impairment assessment.

Accounting policies

Property, plant and equipment are measured at cost less accumulated depreciation and impairment. Cost comprises the acquisition price and other directly attributable costs until the date on which the wind turbines were installed and started being depreciated. No significant components were identified by management, so no assets are broken down into components.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. The purpose of the notes and shareholder loans are specifically to fund the construction of the wind farm, interest has been capitalised in full. The purpose of the bonds was partly related to the construction, the rate used to determine the amount of borrowing costs eligible for capitalisation was 95%.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer to significant accounting judgements, estimates and assumptions (note 2) for further information about the recognised decommissioning provision.

Depreciation is recognised on a straight-line basis from the time of acquisition, or when the asset is available for use, over the expected useful life. The expected useful lives are assessed individually for every class of assets. A reassessment is made once a year to ascertain that the depreciation basis reflects the expected useful lives and future residual values of the assets. Land is not depreciated.

The expected useful lives are as follows:

Machinery & Equipment	5 years
Plant (Windfarm)	30 years

The windfarm is depreciated over the period of the concession, which is 30 years. In addition, the company started a construction of an operational building, which is under construction as of 30.06.2024 and is due to be completed in 2024. Concessions period has been set to 30 years as per 30.06.2024.

Note 4 Leases

TEUR	**Land**
2024	
Cost at 1 January	8,514
Additions	-
Disposals	-
Adjustments and revaluations	-
Cost at 30 June	**8,514**
Depreciation at 1 January	(645)
Reversals regarding disposals	-
Depreciation during the year	(136)
Depreciation at 30 June	**(781)**
Carrying amount at 30 June	**7,733**

TEUR	**Land**
2023	
Cost at 1 January	7,310
Additions	-
Disposals	-
Adjustments and revaluations	1,204
Cost at 31 December	**8,514**
Depreciation at 1 January	(341)
Reversals regarding disposals	-
Depreciation during the year	(304)
Depreciation at 31 December	**(645)**
Carrying amount at 31 December	**7,869**

Carrying amounts of lease liabilities and movements during the period:

TEUR	30 June 2024	31 December 2023
At 1 January	7,736	7,240
Additions	-	-
Accrual of interest	119	215
Payments	-	(403)
FX gain / loss	(105)	(520)
Adjustments	-	1,204
At reporting date	**7,750**	**7,736**
Non-current	**7,336**	**7,316**
Current	**415**	**420**

The following amount have been recognised in the statement of profit and loss:

TEUR	2024	2023
Depreciation expense of right-of-use assets	136	304
Interest expense on lease liabilities	119	215
Variable lease payments (included in other operating expenses)	-	-
Adjustments	-	1,485
Total amount recognised in the statement of profit and loss	**255**	**2,004**

The group had a total cash outflow for leases of TEUR 0 (2023: TEUR 403).

Accounting policies

The Group leases the land where the wind farm is built on.

The right-of-use asset is depreciated on a straight-line basis over the shorter of the lease term and the useful life of the asset which is 30 years.

The lease term is defined as the non-cancellable period of a lease together with periods covered by options to extend the lease if it is reasonably certain that the options will be exercised, and periods covered by options to terminate the lease if it is reasonably certain that the options will not be exercised. The leases contain extension and termination options in order to guarantee operational flexibility in managing the leases.

The lease obligation, which is recognised in “Lease liabilities”, is measured at the present value of the remaining lease payments, discounted by the Group’s incremental loan interest rate, if the implicit interest rate is not stated in the lease agreement or cannot reasonably be determined.

The lease obligation is subsequently adjusted if:

• There is a change in the exercise of options to extend or shorten the lease period due to a material event or material

change in circumstances which are within the control of the lessee.

• The lease term is changed as a result of exercising an option to extend or shorten the lease term.

Subsequent adjustments of the lease obligation are recognised as a correction to the right-of-use asset. However, if the right-of-use asset has a value of EUR 0, a negative reassessment of the right-of-use asset is recognised in the statement of profit or loss.

The lease contracts include variable lease payments based on the gross turnover of the production. Lease payments have been calculated with the minimum lease which was set at NOK 10,000/year per contract until concession has been granted and NOK 10,000 per MW installed after commissioning of the wind park. Variable lease payments will be accounted directly through profit or loss.

Short leases with a maximum lease term of 12 months and leases where the underlying asset has a low value are not recognised in the statement of financial position.

Note 5 Tax

TEUR	30 June 2024	30 June 2023	31 December 2023
Profit/loss before tax	(11,340)	(20,213)	(29,389)
Nominal tax rate in Norway	22 %	22 %	22 %
Tax calculated at nominal Norwegian tax rate	2,495	4,447	6,466
Tax on share of proft/loss in equity accounted investments			
Resource rent tax payable			
Resource rent tax deferred	(2,427)		(10,061)
Other differences from the nominal Norwegian tax rate	699	(917)	5,554
Tax expense	**699**	**3,530**	**1,959**
Effective tax rate	**(6,8%)**	**17,5%**	**6,7%**

Note 6 Financial assets and financial liabilities

Set out below is an overview of financial assets and liabilities held by the Group as at 30 June 2024 and 31 December 2023 including a comparison of the carrying amounts and fair values. Carrying amounts of financial assets and liabilities measured at amortised costs are a reasonable approximation of fair values:

	30 June 2024		31 December 2023	
TEUR	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets measured at amortized cost:				
Trade receivables	13,060	13,060	12,352	12,352
Deposits	2,353	2,353	2,353	2,353
Financial assets at fair value through profit or loss:				
Interest rate derivatives	13,918	13,918	9,477	9,477
Power swap derivatives	7,840	7,840	8,668	8,668
Embedded derivatives	55	55	202	202
Total financial assets	**37,225**	**37,225**	**33,052**	**33,052**

	30 June 2024	31 December 2023

TEUR	Carrying amount	Fair value	Carrying amount	Fair Value
Financial liabilities measured at amortized cost:				
Trade and other payables	9,935	9,935	5,483	5,483
Loans and borrowings				
Notes	224,154	171,315	226,085	181,061
Bonds	79,937	74,969	79,829	76,754
Shareholder loans	266,848	192,352	259,685	199,055
Lease liabilities	7,750	7,750	7,736	7,736
Financial liabilities at fair value through profit or loss:				
Power swap derivatives	-	-	-	-
Total financial liabilities	**588,625**	**456,321**	**578,818**	**470,089**

The following table provides the fair value measurement hierarchy of the Group's financial assets and financial liabilities as at 30 June 2024:

TEUR	Total	Level 1	Level 2	Level 3
Financial assets measured at fair value:				
Interest rate derivatives	13,918	-	13,918	-
Power swap derivatives	7,840	-	-	7,840
Embedded derivatives	55	-	-	55
Total	**21,813**	**-**	**13,918**	**7,895**

The following table provides the fair value measurement hierarchy of the Group's financial assets and financial liabilities as at 31 December 2023:

TEUR	Total	Level 1	Level 2	Level 3
Financial assets measured at fair value:				
Interest rate derivatives	9,477	-	9,477	
Embedded derivatives	202	-		202
Power swap derivatives	8,668	-	-	8,668
Total	**18,347**	**-**	**9,477**	**8,870**

	Interest rate	Maturity	30 June 2024	31 December 2023
EUR				

Loans and borrowings				
Notes	2,12 %	Sep. 2045	220,154	222,085
Bond loan	2,75 %	Sep. 2026	79,937	79,829
Shareholder loans	7,25 %	Sep. 2046	228,963	228,973
Lease liabilities	3,28 %	Nov. 2045	7,750	7,316
Non-current			**538,918**	**538,203**
Notes	2,12 %	Sep. 2045	4,000	4,000
Bond loan	2,75 %	Sep. 2026	-	-
Shareholder loans	7,25 %	Sep. 2046	37,885	30,712
Lease liabilities	3,28 %	Nov. 2045	415	420
Current			**40,399**	**35,132**
Total financial liabilities			**579,317**	**573,335**

Reconciliation of fair value measurement

	Embedded derivatives	Interest rate derivatives	Power swap derivatives
As at 1 January 2024	**201**	**9,476**	**8,668**
Remeasurement recognised in statement of profit and loss during the period	(147)	4,441	(828)
Purchases			
Sales			
As at 30 June 2024	**56**	**13,917**	**7,840**

	Embedded derivatives	Interest rate derivatives	Power swap derivatives
As at 1 January 2023	**194**	**11,144**	**9,280**
Remeasurement recognised in statement of profit and loss during the period	7	(1,668)	(612)
Purchases			
Sales			
As at 31 December 2023	**201**	**9,476**	**8,668**

Management considers that the Group has so far fulfilled all covenants required in the borrowing agreements and expects to fulfil the convenance as well in the next financial year

Accounting policies

Financial assets

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost and fair value through profit or loss. The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

Financial assets at amortised cost (debt instruments)

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.
The Group's financial assets at amortised cost includes trade receivables.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss under financial income and expenses. This category includes derivative instruments.

Financial liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings or payables. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Group's financial liabilities include trade and other payables and loans and borrowings.

Financial liabilities at amortised cost

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

Fair value measurement

The Group measures financial instruments such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

• In the principal market for the asset or liability, or
• In the absence of a principal market, in the most advantageous market for the asset or liability.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

• Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
• Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
• Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy, as explained above.

Fair value of derivatives is mainly within level 2 of the fair value hierarchy and is calculated based on observable market data as of the end of the reporting period. Fair value of level 3 assets and liabilities is primarily based on the present value of expected future cash flows. A reasonably possible change in the discount rate is not estimated to affect the Group's profit or equity significantly. For further information on assumptions used for the valuation refer to note 1.

Note 7 Share capital

The share capital comprises 3,000,000 shares of NOK 10 each (2023: 3,000,000). The shares are all authorised, issued and fully paid. No shares carry any additional special rights. The Group continuously assesses the need for adjustment of the capital structure.

Note 8 Related parties

Shareholders	Registered office	Direct/indirect ownership	Basis of influence
Øyfjellet Wind Holding AS	Norway	Direct	100,0 %
Raven Projects II S.a.r.l.	Luxembourg	Indirect*	32,0 %
Achmea IM Climate Infrastructure Fund HoldCo 1 B.V.	The Netherlands	Indirect*	10,8 %
Tesseract Holdings Limited	United Kingdom	Indirect*	13,7 %
Nika Renewables Holding S.a.r.l.	Luxembourg	Indirect*	13,5 %
Pangion Holding S.a.r.l.	Luxembourg	Indirect*	13,0 %
Tesmena Renewables Holding S.a.r.l.	Luxembourg	Indirect*	6,2 %
European Sustainable Projects XVI S.a.r.l.	Luxembourg	Indirect*	10,8 %

* Basis of influence is indirect through ownership in Øyfjellet Wind Holding AS

Transactions with related parties

Balances and transactions between the Company and its subsidiary, which are related parties, have been eliminated on consolidation and are not disclosed in this note.

The major transactions with related parties are in connection with the shareholder loan received from Øyfjellet Wind Holding AS (open balance 30 June 2024). For further information please refer to note 8.

There were no transactions with the Board of Directors, besides remuneration.
Breakdown of remuneration is as follows:

TEUR	Salary	Benefits and other related expenses	Total
30 June 2024:			
Board of Directors	0	0	0
Total	**0**	**0**	**0**

TEUR	Salary	Benefits and other related expenses	Total
31 December 2023:			
Board of Directors	0	0	0
Total	**0**	**0**	**0**

Note 9 Commitments and contingencies

Commitments

At 30 June 2024, the Group had commitments of EUR 1,361k in relation to payments for acquisition of property, plant and equipment

Contingent liabilities

The Group is involved in an ongoing appraisal case to determine a compensation to local communities, where the validity of the license decision is questioned by the local reindeer district. A court hearing took place in June, but no verdict has been received. The Group has conducted a comprehensive assessment of the arguments presented in conjunction with its legal advisors and assesses the probability of an unfavorable outcome in the appraisal case to be minimal.

Øyfjellet has carried out work on Tveråvegen, a road that is partly municipal. According to the VAT act, the work on the road is subject to the adjustment rules. In November 2022, Vefsn Municipality took over the roadwork, however no agreement regarding transfer of the adjustment liabilities between Øyfjellet and the municipality was made before the deadline. Øyfjellet is in dialogue with Vefsn Municipality regarding an agreement to transfer the right of adjustment to Vefsn Municipality, and expect that the right of adjustment will be transferred to Vefsn Municpality. The total maximum amount of the initial VAT exposure is NOK 15,4m but this amount is probably lower as we have not yet been able to carve out A) the part of costs related to the part of the works at Tveråvegen that has not been transferrered to the Municipality and B) the part of the costs that are deemed as maintenance costs and hence not subject to the adjustment rules. The expected end outcome is that ØWAS – following a re-payment of the aforementioned VAT – may transfer the right of adjustment to the Municipality and through an agreement with the Municipality may be granted the nominal value of the aforementioned VAT (less an annual administrative fee) with 1/10th per year over a period until the end of 2031. No provision was booked in 2024.

Note 10 Events after the reporting period

No significant events occurred after the reporting period.

COMPLIANCE CERTIFICATE

29.08.2024

Øyfjellet Wind Investment AS 2.75 % bonds 2021/2026 ISIN NO0011082117

We refer to the Bond Terms for the above captioned Bonds made between Nordic Trustee AS as Bond Trustee on behalf of the Bondholders and the undersigned as Issuer. Pursuant to Clause 12.2 (*Requirements as to Financial Reports*) of the Bond Terms a Compliance Certificate shall be issued in connection with each delivery of Financial Reports to the Bond Trustee.

This letter constitutes the Compliance Certificate for the period ending 30 June 2024.

Capitalised terms used herein will have the same meaning as in the Bond Terms.

With reference to Clause 12.2 (*Requirements as to Financial Reports*) we hereby certify that all information delivered under cover of this Compliance Certificate is true and accurate. Copies of our consolidated audited accounts and auditor report 2023 are enclosed.

We confirm that, to the best of our knowledge, no Event of Default has occurred or is likely to occur.

Yours faithfully,

Christian Heidfeld Roman Zervas

Christian Heidfeld *Roman Zervas*

Enclosure: Interim Financial Statements