



ZITON



**Interim report
Q1 2025**

ZITON A/S
CVR 24620417
Bygholm Søpark 21e
DK - 8700 Horsens

Highlights of the report

Highlights of Q1 2025

- EBITDA amounted to EUR 13.7m in Q1 2025 compared to EUR 9.5m in Q1 2024, an increase of 43%. The improvement was mainly due to an increase in revenue reflecting that J/U WIND ENERGY went on time charter with Siemens Gamesa at the end of February 2024, as well as improved contribution from the three smaller vessels as the market for major component replacements was strong, although this was partly offset by the 10-year classing of J/U WIND SERVER, which was completed in Q1 2025.
- On 7 January 2025, the closing of the transaction was completed whereby Macquarie Asset Management ("Macquarie"), via Macquarie European Infrastructure Fund 7, acquired all issued and outstanding shares of Zappy TopCo ApS and its wholly-owned subsidiary ZITON A/S.
- At the end of Q1 2025, ZITON held cash and cash equivalents on its balance sheet amounting to EUR 19.4m. The terms of the bond agreements for the first lien loan and the ESG loan include a clause on voluntary partial redemption, allowing ZITON, from the issue date, in each twelve-month period, to redeem up to 10.00% of the then outstanding nominal amount at a price of 102 per cent of the nominal amount. ZITON contemplates to complete such a voluntary redemption in the twelve-month period leading up to 9 June 2025, i.e. the second anniversary of the issue date of the first lien bond loan.
- Our KPI guidance for 2025 is unchanged at:
 - **Weighted average utilisation rate.** We expect a utilisation rate in the range of 95-100%.
 - **EBITDA.** We expect EBITDA to be in the range of EUR 60-65m.
 - **Cash flow from operating activities.** We expect cash flows from operating activities to be in the range of EUR 58-63m.
 - **CAPEX.** We expect CAPEX to be in the range of EUR 24-28m including CAPEX for the leg extension on J/U WIND ENERGY.

Information in this report

The information provided in this interim report is submitted in accordance with the Bond Agreements on FRN ZITON A/S EUR 150,000,000 callable bonds 2023/2028 (ISIN NO0012928185).

As required under the Bond Agreement, the consolidated financial statements of ZITON A/S are prepared in accordance with IFRS with Euro as the reporting currency.

This report has not been reviewed or audited by the company's auditors.

Disclaimer

This report may contain certain forward-looking statements relating to the business, financial performance and results of the Company and/or the industry in which it operates. Although the Company believes that these assumptions were reasonable when made, the statements provided in this report are solely opinions and forecasts which are subject to uncertainty, risks, contingencies and other important factors which are difficult or impossible to predict and are beyond the Company's control. A multitude of factors may cause actual results to differ significantly from any anticipated development expressed or implied in this document. No representation is made that any of these forward-looking statements or forecasts will come to pass or that any forecast result will be achieved, and you are cautioned not to place any undue reliance on any forward-looking statement.

Management Review

Macquarie Asset Management's acquisition of ZITON

On 7 January 2025, the closing of the transaction was completed whereby Macquarie Asset Management ("Macquarie"), via Macquarie European Infrastructure Fund 7, acquired all issued and outstanding shares of Zappy TopCo ApS and its wholly-owned subsidiary ZITON A/S ("the Transaction").

Following the completion of the Transaction, no immediate changes were introduced for ZITON's capital structure. The first lien bond (ISIN NO0012928185), listed on Oslo Børs, the senior secured ESG loan and the Super Senior Working Capital Facility are retained in the capital structure, and Macquarie has purchased the second lien bond (ISIN NO0012928169).

Balance sheet optimisation

At the end of Q1 2025, ZITON held cash and cash equivalents on its balance sheet amounting to EUR 19.4m. The terms of the bond agreements for the first lien loan and the ESG loan include a clause on voluntary partial redemption, allowing ZITON, from the issue date, in each twelve-month period, to redeem up to 10.00% of the then outstanding nominal amount at a price of 102 per cent of the nominal amount. ZITON contemplates to complete such a voluntary redemption in the twelve-month period leading up to 9 June 2025, i.e. the second anniversary of the issue date of the first lien bond loan.

Further, at the end of April 2025, the second lien bond was repaid and converted into a shareholder loan provided by MEIF 7 Wind Services Bidco ApS at a reduced interest rate.

Contract developments

There has been no changes to contracts since the publication of the interim report for Q4 2024. Below is an overview of the current contract status.

Time charter agreement for J/U WIND ENTERPRISE

The current time charter agreement for J/U WIND ENTERPRISE expires on 20 June 2025 as Siemens Gamesa has utilised all of their extension options. An extension was signed in April 2023 to extend the time charter from 21 June 2025 to 31 December 2029 at more favourable terms, including a higher day rate, reflecting the changes in the market environment since the original time charter was entered into in December 2020. Therefore, the profitability of J/U WIND ENTERPRISE is expected to increase materially from mid-2025. Siemens Gamesa will retain an

option for early termination of the contract after 1 January 2027 against a one-off compensation payment.

Time charter agreement for J/U WIND ENERGY

J/U WIND ENERGY went on time charter with Siemens Gamesa at the end of February 2024 with a duration of six years, thus the contract expires in February 2030. For this time charter contract, Siemens Gamesa does not hold any options for early termination. Currently, the vessel has 78m legs which are planned to be extended for the vessel to operate at some of the deepest locations of current and future offshore wind turbines installed by Siemens Gamesa. The leg extension was not completed during the low season 2024/2025 and may therefore be completed during the low season 2025/26.

As customary for time charter contracts, Siemens Gamesa will pay a fixed time charter rate and pay for variable OPEX-related costs during the tenure of the time charters.

In addition to the Siemens Gamesa contracts, ZITON's current contracts within offshore wind O&M includes:

- On 22 December 2022, RWE and ZITON entered into a strategic agreement which will provide RWE with priority services and quick response to avoid unscheduled downtime on their offshore wind turbines. The framework agreement has a duration of four years and allows RWE to utilise multiple vessels across ZITON's versatile fleet dedicated to O&M services. The agreement involves that RWE makes a minimum annual commitment for utilisation of ZITON's fleet of EUR 10.7m.
- On 1 May 2019, Ørsted and ZITON signed a three-year framework agreement covering nine of Ørsted's offshore wind farms. The contract has been extended and now expires on 31 December 2025.
- On 18 December 2019, Vestas Offshore Wind ("Vestas") and ZITON signed a three-year framework agreement. ZITON's sister company DiscoveryCo ApS has entered into a time charter agreement with Vestas for the vessel J/U WIND DISCOVERY.
- ZITON was second supplier to Vattenfall until the beginning of 2025. This meant that if the first supplier declined to carry out a specific

component replacement, ZITON could take on the task if we had available capacity. A new deal is currently under negotiation, and ZITON is expected to continue to operate as second supplier with limited replacements carried out for Vattenfall.

Market activity

The activity level for regular major component replacements showed strong growth in Q1 2025 compared to the same quarter the year before. The growth was seen in both the below 6 MW segment and the 6-10 MW segment. Our analysis shows that the increase is driven by turbines reaching an age of 6-10 years and beyond, where wear and tear increasingly set in and drive an increase in the need for major component replacements. Turbines below 6 MW have an average age of around thirteen years and turbines between 6-10 MW have an average age of around five years. Therefore, the majority of the current market for major component replacements is for turbines below 6 MW which can be serviced by our smaller vessels J/U WIND, J/U WIND PIONEER and J/U WIND SERVER. During Q1 2025, we have seen strong growth in the number of replacements completed in the 6-10 MW segment, mainly due to improved availability of vessels to service this market segment. During the next six years, we expect the market for 6-10 MW turbines to increase significantly. This market can be serviced by our vessels J/U WIND ENTERPRISE and J/U WIND ENERGY as well as J/U WIND DISCOVERY, which is owned by ZITON's sister company DiscoveryCo ApS.

In addition, serial defects on major components will further increase the activity level for major component replacements. The market for blade campaigns and other larger major component campaigns is more erratic, and initiation of such larger projects is subject to uncertainty and wider competition.

Vessel operations

J/U WIND ENERGY went on time charter with Siemens Gamesa at the end of February 2024. J/U WIND ENERGY and J/U WIND ENTERPRISE both continue to operate on time charter with Siemens Gamesa. During Q1 2025, J/U WIND, J/U WIND PIONEER and J/U WIND SERVER mainly operated under framework agreements with RWE, Ørsted, SSE Renewables and other tenders attained.

J/U WIND SERVER completed her 10-year classing in Q1 2025 and was out of operations for half of the quarter.

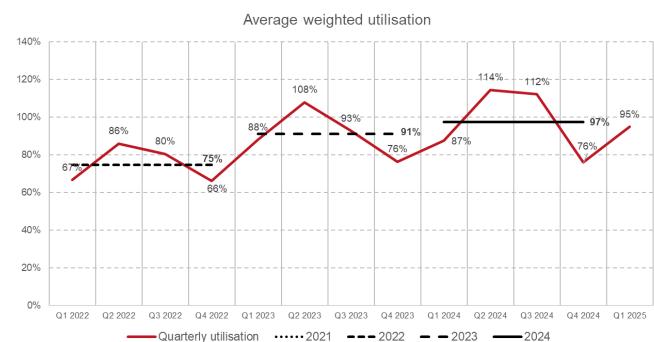
Competitive environment

ZITON is the clear market leader within dedicated O&M services for major component replacements at offshore wind farms. Competitors include Harren Group, who operates two O&M dedicated jack-up vessels, Gulf Marine Services who have won an O&M time charter tender for Ørsted with a single vessel, Van Oord who is the first supplier on a four-year framework agreement with Vattenfall and operates two vessels regularly used for O&M, and DEME who mainly utilise one vessel in the 6-10 MW segment. Lately, Cadeler has announced plans to dedicate two vessels to O&M. In addition, Cadeler and other companies within transport and installation ("T&I") occasionally use T&I vessels in between installation projects mainly for servicing turbines in the 6-10 MW and 11-15 MW segments.

Utilisation rates

The weighted average utilisation rate for Q1 2025 was 95%, compared to a utilisation rate of 87% in Q1 2024.

Our definition of financial utilisation is a simple calculation of "revenue - project related expenses" / "standard day rate for the vessel" x "no. of days in the period". We use this definition as many of our projects are offered on a fixed price basis, where neither the day rate nor the number of days used on the projects are fixed. Thus, our utilisation can be higher than 100% due to effective operations when we are able to complete projects in fewer days than expected when we carry out fixed price projects.



Note: The weighted average utilisation rate is calculated as vessel revenue and other operating income deducting project-related expenses during the quarter divided by full utilisation at standard rates of EUR 268k/day (EUR 135k/day until the end of June 2019 and EUR 185k/day until end of February 2024). Each vessel has a different weighting depending on its specifications.

Outlook for 2025

The outlook for 2025, is based on the following key assumptions:

- We expect a positive contribution from the full-year effect of Siemens Gamesa's time charter for J/U WIND ENERGY, which was initiated at the end of February 2024. However, in late 2025 the

vessel may undergo a leg extension, during which the day rate on the time charter will be reduced.

- The long-term charter agreement with Siemens Gamesa for J/U WIND ENTERPRISE. The vessel's day rate is set to increase significantly by mid-year 2025, according to the terms of the contract extension signed in April 2023.
- The three smaller vessels, servicing the market below 6 MW, will carry out regular major component replacements on framework agreements and other tenders attained.

Our KPI guidance for 2025 is unchanged at:

- **Weighted average utilisation rate.** We expect a utilisation rate in the range of 95-100%.
- **EBITDA.** We expect EBITDA to be in the range of EUR 60-65m.
- **Cash flow from operating activities.** We expect cash flows from operating activities to be in the range of EUR 58-63m.
- **CAPEX.** We expect CAPEX to be in the range of EUR 24-28m including CAPEX for the leg extension on J/U WIND ENERGY.

Risks and uncertainties

ZITON A/S is exposed to various risks that may be of significance to the company's future operations, results and financial position. For a description of ZITON A/S' risks, please refer to the Risk Management section on pages 54-56 and note 4.1 "Risk management" on page 110-111 of the 2024 annual report.

Financial Review

REVIEW OF THE INCOME STATEMENT

EUR'000	Q1 2025	Q1 2024	Change
Revenue	26,490	19,793	6,697
OPEX and project-related expenses	-10,097	-7,959	-2,138
SG&A	-2,718	-2,290	-428
EBITDA	13,676	9,544	4,131
Depreciation, amortisation & impairment	-4,883	-3,914	-968
EBIT	8,793	5,630	3,163
Financials, net	-7,421	-8,615	1,194
Income before tax	1,372	-2,985	4,357

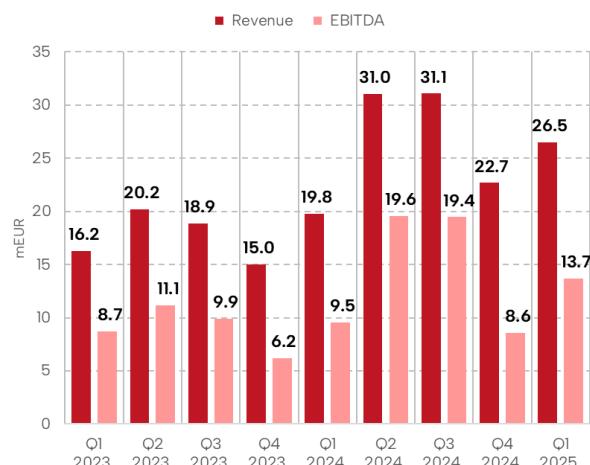
Review of the income statement for Q1 2025

The consolidated income statement for the ZITON Group shows revenue for Q1 2025 of EUR 26.5m, compared to revenue of EUR 19.8m in Q1 2024, an increase of 34%. The increase in revenue mainly reflects that J/U WIND ENERGY went on time charter at the end of February 2024 as well as revenue growth from the three smaller vessels as the market for major component replacements was strong, although this was partly offset by the 10-year classing of J/U WIND SERVER, which was completed in Q1 2025.

Vessel OPEX and project-related costs increased by EUR 2.1m from Q1 2024 to Q1 2025. The main reason was OPEX for J/U WIND ENERGY as well as costs for providing full-service solutions, which was at a strong level during Q1 2025.

SG&A increased to EUR 2.7m in Q1 2025 from EUR 2.3m in Q1 2024 mainly due to the employment of additional personnel to manage the operations of J/U WIND ENERGY.

EBITDA amounted to EUR 13.7m in Q1 2025, compared to EUR 9.5m in Q1 2024, an increase of 43%. The improvement was mainly due to an increase in revenue reflecting that J/U WIND ENERGY went on time charter with Siemens Gamesa at the end of February 2024, as well as improved contribution from the three smaller vessels as the market for major component replacements was strong, although this was partly offset by the 10-year classing of J/U WIND SERVER, which was completed in Q1 2025.



Depreciation, amortisation & impairment was at EUR 4.9m in Q1 2025, compared to EUR 3.9m in Q1 2024. The increase was largely related to depreciation of J/U WIND ENERGY.

Financials, net was an expense of EUR 7.4m in Q1 2025, compared to an expense of EUR 8.6m in Q1 2024. The reduction of financial costs were a consequence of lower margins and lower Euribor and Cibor rates that was partly offset by capitalisation on interest costs for the purchase and upgrade of J/U WIND ENERGY until the vessel became operational at the end of February 2024. The loan margin on the first and second lien loans were reduced by 300 basis points, and by 270 basis points for the ESG loan, from December 2024.

REVIEW OF THE BALANCE SHEET AT THE END OF Q1 2025

EUR'000	Q1 2025	Q1 2024	Change
Assets			
Vessel, including fixtures & equipment	262,755	265,693	-2,938
Other non-current assets	118	216	-98
Non-current assets	262,873	265,909	-3,036
Trade and other receivables	19,059	22,843	-3,784
Cash and cash equivalents	19,407	13,768	5,639
Current assets	38,466	36,611	1,855
Total assets	301,340	302,520	-1,181
Equity and Liabilities			
Equity	20,251	16,080	4,172
ESG loan	97,064	96,228	836
Bond loans, second lien	40,272	34,296	5,976
Bond loans, first lien	133,544	144,977	-11,433
Lease obligations	428	458	-30
Working capital facility	-	812	-812
Other liabilities	9,781	9,670	110
Total liabilities	281,088	286,441	-5,353
Total equity and liabilities	301,340	302,520	-1,181
Key ratios			
NIBD (adjusted for capitalised financing costs)	211,628	228,706	-17,078
LTM EBITDA	61,263	36,735	24,528
Leverage ratio	3.45	6.23	-2.77
Cash interest expenses	29,015	27,166	1,849
LTM EBITDA	61,263	36,735	24,528
Interest cover ratio	2.11	1.35	0.76

Review of the balance sheet

The total value of the vessels (including fixtures & equipment and leased offices) amounted to EUR 262.8m at the end of Q1 2025. This compares to EUR 265.7m at the end of Q1 2024. The decline of EUR 2.9m was mainly due to depreciations exceeding CAPEX during the period.

Trade and other receivables amounted to EUR 19.1m at the end of Q1 2025, compared to EUR 22.8m at the end of Q1 2024. The decline was mainly related to unusually high receivables at the end of Q1 2024.

Cash and cash equivalents amounted to EUR 19.4m at the end of Q1 2025, compared to EUR 13.8m at the end of Q1 2024. The increase in cash was mainly due to positive net cash flow during the period.

Equity was positive at EUR 20.3m at the end of Q1 2025, compared to EUR 16.1m at the end of Q1 2024. The increase was mainly due to positive net income for the period.

ESG and first lien bond loans collectively amounted to EUR 230.6m at the end of Q1 2025, compared to EUR 241.2m at the end of Q1 2024. The change was a consequence of amortisation, which was partly offset by amortisation of capitalised loan costs.

Bond loans, second lien amounted to EUR 40.3m at the end of Q1 2025, compared to EUR 34.3m at the end of Q1 2024. The change was a consequence of accrual of interests on the loan.

The working capital facility was unutilised at the end of Q1 2025, compared to a draw of EUR 0.8m at the end of Q1 2024.

Covenants

According to the terms of ZITON's bonds and loans, the liquidity covenant expired and was replaced by covenants for leverage ratio and interest cover ratio.

The leverage ratio shall be below 6.0x from year-end 2024 until the end of Q3 2025. At the end of Q1 2025, the leverage ratio was at 3.5x and therefore well below the covenant of maximum 6.0x and a reduction from 6.2x at the end of Q1 2024.

Interest cover ratio shall be above 1.25x from year-end 2024 until the end of Q3 2025. At the end of Q1 2025, the interest cover ratio was at 2.1x and therefore well above the covenant of minimum 1.25x and an increase from 1.35x at the end of Q1 2024.

REVIEW OF STATEMENT OF CASH FLOWS

EUR'000	Q1 2025	Q1 2024	Change
EBITDA	13,676	9,544	4,131
Working capital adjustments	-3,258	-12,917	9,660
Other adjustments	-23	-87	64
Income tax expense	-	-	-
Net cash flows from operating activities	10,395	-3,460	13,855
Financial payments, net	-5,635	-6,337	701
Net cash before investing activities	4,759	-9,797	14,556
Investing activities	-3,637	-14,314	10,677
Net cash flows after investing activities	1,122	-24,111	25,234
Financing activities	-3,662	758	-4,420
Net cash flows after financing activities	-2,539	-23,353	20,814
Available liquidity	Q1 2025	Q4 2024	Q3 2024
Cash and cash equivalents	22,497	25,119	31,415
Cash on retention account	-3,089	-3,172	-3,822
Liquidity	19,407	21,947	27,593
Available draw on working capital facility	6,720	6,720	6,720
Available liquidity	26,128	28,667	34,313
Amount on CAPEX accounts	-3,197	-3,197	-3,045
Available liquidity (net of CAPEX accounts)	22,931	25,470	31,268
			Q2 2024
			Q1 2024
			17,369
			13,466
			20,186
			17,141
			16,542
			13,768
			19,677
			16,635

Review of the cash flow statement

Cash flows from operating activities were an inflow of EUR 10.4m in Q1 2025 compared to an outflow of EUR 3.5m in Q1 2024. The cash flow is driven by EBITDA and working capital adjustments.

Working capital adjustments amounted to negative EUR 3.3m for Q1 2025, compared to negative EUR 12.9m for Q1 2024. The improvement was mainly related to unusually high receivables at the end of Q1 2024.

Financial payments, net amounted to EUR 5.6m in Q1 2025, compared to EUR 6.3m in Q1 2024. The reduction in financial payments was a consequence of lower margins and lower Euribor and Cibor rates, partly offset by the capitalisation on interest costs related to the purchase and upgrade of J/U WIND ENERGY until the vessel became operational at the end of February 2024. The loan margins on the first and second lien loans were reduced by 300 basis

points, and by 270 basis points for the ESG loan, from December 2024.

Investing activities amounted to an outflow of EUR 3.6m in Q1 2025, compared to an outflow of EUR 14.3m in Q1 2024. In Q1 2024, EUR 12.3m was related to the upgrade of J/U WIND ENERGY.

Financing activities amounted to a cash outflow of EUR 3.7m in Q1 2025, compared to an inflow of EUR 0.8m in Q1 2024. The outflow in Q1 2025 was mainly related to amortisation on the first lien bond loan. The inflow in Q1 2024 was mainly related to draw on the working capital facility.

Available liquidity including available drawings on our working capital facility amounted to EUR 26.1m at the end of Q1 2025, compared to EUR 19.7m at the end of Q1 2024.

Consolidated financial statements for ZITON A/S

INCOME STATEMENT

EUR'000	Note	Q1 2025	Q1 2024
Revenue	1	26,490	19,793
Other operating income		-	-
Project-related expenses		-1,479	-373
Operational expenses		-8,618	-7,586
Gross profit		16,393	11,834
Administrative expenses		-794	-451
Staff costs, office staff		-1,924	-1,840
EBITDA		13,676	9,544
Depreciation, amortisation & impairment		-4,883	-3,914
EBIT		8,793	5,630
Financial income		123	208
Financial expenses		-7,544	-8,823
Income before tax		1,372	-2,985
Tax on profit (loss)		-0	-1
Income for the year		1,372	-2,986
<i>Attributable to:</i>			
Owners of ZITON A/S		1,372	-2,978
Non-controlling interest – Profit/loss		-0	-8
Income for the year		1,372	-2,986

STATEMENT OF COMPREHENSIVE INCOME

EUR'000	Note	Q1 2025	Q1 2024
Income for the year		1,372	-2,986
<i>Items that will be reclassified subsequently to</i>			
Exchange adjustments of foreign entities, net of tax		-4	-7
Total comprehensive income for the year, after tax		1,367	-2,993
<i>Attributable to:</i>			
Owners of ZITON A/S		1,368	-2,985
Non-controlling interest – Profit/loss		-1	-8
Total comprehensive income for the year, after tax		1,367	-2,993

BALANCE SHEET

EUR'000	Note	Q1 2025	Q1 2024	Q4 2024
Assets				
<i>Non-current assets</i>				
Vessel, including fixtures & equipment	2	262,755	265,693	264,035
Intangible assets		118	177	128
Deferred tax asset		-	39	-
Non-current assets		262,873	265,909	264,163
<i>Current assets</i>				
Inventories		286	214	228
Contract assets		6,217	666	793
Trade and other receivables		12,556	21,963	15,784
Cash and cash equivalents		19,407	13,768	21,947
Current assets		38,466	36,611	38,751
Total assets		301,340	302,520	302,914
Equity and Liabilities				
<i>Equity</i>				
Share capital		54	54	54
Reserves		-165	-160	-160
Retained earnings		20,386	16,123	19,014
Total equity attributable to owners of ZITON A/S		20,275	16,017	18,907
Non-controlling interest		-24	62	-23
Total equity		20,251	16,080	18,884
Liabilities				
<i>Non-current liabilities</i>				
ESG loan		88,276	96,228	92,905
Bond loans, second lien		40,272	34,296	38,927
Bond loans, first lien		114,655	133,316	120,740
Lease obligations		181	226	201
Deferred income tax liabilities		17	-	17
Total non-current liabilities		243,401	264,066	252,790
<i>Current liabilities</i>				
ESG loan		8,788	-	4,003
Bond loans, first lien		18,889	11,661	16,191
Lease obligations		246	232	284
Tax payable		15	6	11
Trade and other payables		6,985	7,574	7,215
Provision for other liabilities		2,764	2,090	3,537
Total current liabilities		37,687	22,375	31,240
Total liabilities		281,088	286,441	284,030
Total equity and liabilities		301,340	302,520	302,914

STATEMENT OF CASH FLOWS

EUR'000	Note	Q1 2025	Q1 2024
EBITDA		13,676	9,544
<i>Operating activities</i>			
Adjustments for non-cash items			
Other adjustments		-23	-87
<i>Working capital adjustments</i>			
Change in inventories		-58	96
Change in trade receivables		-2,196	-10,277
Change in trade payables		-1,003	-2,736
<i>Income tax expense</i>			
Income tax expense		-	-
Net cash flows from operating activities		10,395	-3,460
<i>Financial payments</i>			
Financial receipts		123	208
Financial payments		-5,759	-6,545
Net cash flows before investing activities		4,759	-9,797
<i>Investing activities</i>			
Purchase of Tangible Fixed Assets		-3,663	-14,314
Disposal of Tangible Fixed Assets		26	-
Net cash used in investing activities		-3,637	-14,314
<i>Financing activities</i>			
Repayments of loans		-3,600	-
Draw on working capital facility		-	812
Lease payments		-61	-54
Net cash used/received in financing activities		-3,662	758
Net (decrease)/increase in cash and cash equivalents		-2,539	-23,353
Cash and cash equivalents at beginning of period		21,947	37,121
Net cash and cash equivalents at end of period		19,407	13,768

STATEMENT OF CHANGES IN EQUITY

YTD 2025

	Share capital EUR'000	Attributable to owners of ZITON A/S					Non-controlling interests	Total equity
		Translation reserves	Total reserves	Retained earnings	Total			
Balance at 31 December 2024	54	-160	-160	19,014	18,907	-23	18,884	
Total comprehensive income, after tax	-	-4	-4	1,372	1,368	-1	1,367	
Balance at YTD	54	-165	-165	20,386	20,275	-24	20,251	

Share capital

At the end of Q1 2025, the share capital consisted of 400,000 shares of DKK 1 each (EUR 54k). The share capital is unchanged from last year. The company has only one class of shares owned by Zappy Topco ApS. On 7 January 2025, Macquarie Asset Management, through Macquarie European Infrastructure Fund 7, acquired all shares in Zappy Topco ApS. The ultimate controlling party of ZITON A/S after closing of the transaction is MEIF 7 Luxembourg GP S.à r.l.

Reserves

Equity reserves consist of the following:

The translation reserve comprises foreign exchange differences arising on translation of financial statements of entities that have a functional currency other than DKK and translation from the functional currency to the presentation currency.

YTD 2024

	Share capital EUR'000	Attributable to owners of ZITON A/S					Non-controlling interest	Total equity
		Translation reserves	Total reserves	Retained earnings	Total			
Balance at 31 December 2023	54	-152	-152	19,101	19,002	70	19,072	
Total comprehensive income, after tax	-	-7	-7	-2,978	-2,985	-8	-2,993	
Balance at YTD	54	-160	-160	16,123	16,017	62	16,080	

Share capital

At the end of Q1 2024, the share capital consisted of 400,000 shares of DKK 1 each (EUR 54k). The company had only one class of shares owned by Zappy TopCo ApS. Permira Credit Solutions III Sub Master Euro S.à.r.l. was the controlling shareholder of ZITON A/S holding 55% of the voting shares in Zappy TopCo ApS.

Note 1 – Revenue

The internal reporting framework used for reporting on revenue and expenses to the Executive Management Team and the Board of Directors has been set up to reflect and report on jack-up vessel, ZITON Contractors A/S and Hangout A/S revenue and expenses. As all jack-up vessels including ZITON Contractors A/S and Hangout A/S operate on similar assignments, management reviews the results of the Group as a whole to assess performance. Thus, there is only one operating segment.

Revenue from customers

The group operates in northern Europe. The geographical distribution of non long-term time charter revenue is based on the country in which the wind farm is located (revenue recognised point in time). For long-term time charter contracts, the geographical distribution is based on the country in which the customer is invoiced (revenue recognised over time).

EUR'000	Q1 2025	Q1 2024	YTD 2025	YTD 2024
Non long-term time charter (revenue recognised point in time)				
United Kingdom	11,735	9,907	11,735	9,907
Denmark	2,477	3,234	2,477	3,234
Total non long-term time charter	14,212	13,141	14,212	13,141
Long-term time charter (revenue recognised over time)				
Denmark	12,278	6,652	12,278	6,652
Total long-term time charter	12,278	6,652	12,278	6,652
Total revenue	26,490	19,793	26,490	19,793

During Q1 2025, sales to the largest customers, accounting for more than 10% of revenue, made up 46%, 24% and 15% of total revenue (Q1 2024: 34%, 17%, 13%, and 10%).

Leases

Where contracts are identified as a lease (long-term time charter), revenue is recognised over time on a straight-line basis over the term of the lease period.

The amount of revenue stated in the table above for both the current financial year and the comparable financial year include the agreed time charter rates earned during leases. The lease and service components are recognized as revenue under the same pattern of transfer to customers. A separate disclosure of the lease components and the service income components has not been provided as it is impracticable to establish such a disclosure.

Note 2 – Vessels and equipment

Q1 2025 EUR'000	Property	Fixtures & equipment	Vessels	Total
Cost at 1 January 2025	884	6,841	365,862	373,587
Exchange rate adjustments	-	-1	-59	-60
Additions	-	698	2,964	3,662
Disposals of leased assets (Right-of-use assets)	-	-49	-	-49
Cost YTD	884	7,488	368,767	377,140
Depreciation at 1 January 2025	-740	-2,367	-106,034	-109,141
Exchange rate adjustments	-	-	14	14
Depreciation	-	-160	-4,639	-4,799
Depreciation on leased assets (Right-of-use assets)	-36	-37	-	-73
Disposals of leased assets (Right-of-use assets)	-	24	-	24
Depreciation YTD	-776	-2,539	-110,660	-113,974
Impairment losses at 1 January 2025	-	-410	-	-410
Carrying amount YTD	108	4,539	258,108	262,755

Q1 2024 EUR'000	Property	Fixtures & equipment	Vessels	Total
Cost at 1 January 2023	885	5,490	340,681	347,056
Exchange rate adjustments	-	-4	-224	-228
Additions	-	150	14,158	14,308
Cost YTD	885	5,636	354,616	361,136
Depreciation at 1 January 2023	-597	-1,830	-88,857	-91,284
Exchange rate adjustments	1	2	47	49
Depreciation	-	-125	-3,713	-3,838
Depreciation on leased assets (Right-of-use assets)	-36	-25	-	-61
Depreciation YTD	-632	-1,978	-92,524	-95,134
Impairment losses at 1 January 2024	-	-309	-	-309
Carrying amount YTD	252	3,349	262,092	265,693

Assessment of Impairment of vessels

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. In 2024, ZITON realised a loss for the year and as a result, ZITON performed an impairment test. An impairment loss is recognised in the amount by which an asset's carrying amount exceeds its recoverable amount – measured using the higher of the fair value less cost to sell and value in use. An impairment loss is recognised if the higher of the fair value less cost to sell and value in use is less than the carrying amount of the assets.

The value in use is calculated as the present value of total expected cash flows during the rest of the vessels' economic lives. This includes any concluded framework agreements and signed charters as well as estimated utilisation and average day rates for the "open charter periods".

- The estimated utilisation is based on the projected future installation of offshore turbines, the average rate at which a turbine needs assistance from a jack-up vessel in the turbine's lifetime, and ZITON's expected market share.
- Average day rates are based on estimated future market prices and/or contracts.

Hence, the exact value used to measure impairment charges is subject to some degree of uncertainty and is based on what the company believes is the best estimate of the fair value. The budget used for impairment testing is based on a five-year period, including a terminal period.

Management's assessment of indication of impairment of vessels is based on the cash-generating unit ("CGU") in which all vessels, ZITON Contractors A/S and Hangout A/S are included (jack-up vessel operating segment).

An impairment test is carried out based on value in use. The impairment test is performed by estimating the recoverable amount at value in use calculated as the present value of the total expected cash flows during the rest of the vessels' economic lives, a determined WACC of 10.3% (2023: 11.0%) before tax, and a growth rate in the terminal period of 0%.

The value in use was estimated to be higher than the carrying amount of EUR 262.8m. Management assesses that the long-term value at the close of the financial period exceeds the carrying amounts, and accordingly, there is no indication of impairment loss.

Note 3 – Commitments and contingencies

Since the end of 2024, no significant changes have occurred to contingent assets and liabilities other than those referred to in the annual report for 2024.

Note 4 – Related party transactions

Since the end of 2024 no significant changes have occurred to related parties or types of transactions with these parties other than what was disclosed in the annual report for 2024.

Note 5 – Subsequent events

On 7 January 2025 Macquarie Asset Management, through Macquarie European Infrastructure Fund 7, acquired all shares in Zappy TopCo ApS thereby becoming the ultimate parent of the ZITON Group effective 7 January 2025.

No other significant events have occurred between the reporting period and the publication of the interim report that have not been included and adequately disclosed in the interim report and that materially affect the income statement, balance sheet and disclosure requirements.

Note 6 – Basis of reporting

Accounting policies

Basis of consolidation

The interim report has been prepared in accordance with the international financial reporting standard IAS 34 on interim reports. No interim report has been prepared for the parent company (ZITON A/S).

The accounting policies adopted in the preparation of the interim report are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2024 except for the adoption of new standards effective as of 1 January 2025. The Group has not applied early adoption of any other standard, interpretation or amendment that has been issued but is not yet effective.

Significant estimates and assumptions

Going Concern

During 2019 to 2021, ZITON's balance sheet deteriorated as operational earnings declined as a consequence of blade campaigns that were less profitable than anticipated, and because the vessel fleet was expanded with the purchase of J/U WIND ENTERPRISE, thereby leading to sizeable interest-bearing debt compared to equity and cash flow to service the debt. In June 2023, completed refinancing of existing debt to simplify and extend its capital structure. On 7 January 2025, Macquarie Asset Management, through Macquarie European Infrastructure Fund 7, acquired all shares in Zappy Topco ApS and provided capital for ZITON's sister company DiscoveryCo ApS to purchase the vessel J/U WIND DISCOVERY.

Management assesses the entity's ability to continue as a going concern to be met and the consolidated financial statements have therefore been prepared on a going concern basis and no changes to recognition or measurement have been made.

Risks

For a description of the risks ZITON A/S is exposed to, please refer to the Risk Management section on pages 54–56 and note 4.1 "Risk management" on page 110–111 of the 2024 annual report.

Management statement

The Board of Directors and Executive Management have considered and approved the interim report for ZITON A/S for Q1 2025. The interim report has not been audited or reviewed by the company's independent auditors.

The interim report for Q1 2025 has been prepared in accordance with International Financial Reporting Standards and IAS 34 as adopted by the EU, and further disclosure requirements for issuers of bonds listed on the Oslo Stock Exchange.

In our opinion, the interim report gives a true and fair view of the ZITON's assets, liabilities, and financial position at 31 March 2025, and of the results of the ZITON's operations and cash flow from 1 January 2025 to 31 March 2025.

We further consider that the Management review gives a true and fair view of the developments in ZITON's activities and business, the results for the period and of ZITON's financial position as a whole, and a description of the most significant risks and uncertainties which ZITON faces.

Horsens, 27 May 2025

Executive Management

Thorsten Jalk
CEO

Board of Directors

Blair Ainslie, Chairman

Jonathan Duffy

Anna Sofia Arhall Bergendorff

Thorsten Jalk

Jens Michael Haurum

Financial calendar 2025

Interim report Q2 2025 – 28 August 2025

Interim report Q3 2025 – 24 November 2025

For further information, please contact

Thorsten Jalk, CEO ZITON A/S

email: thj@ziton.eu

direct: +45 8744 4410

Jens Michael Haurum, CFO ZITON A/S

email: jmh@ziton.eu

direct: +45 8744 4430