NORDIC FERRY INFRASTRUCTURE

ANNUAL REPORT 2024

Bridging people & communities

INTRODUCTION

A leading pan-Nordic ferry infrastructure operator

Nordic Ferry Infrastructure (NFI) is the leading owner and operator of a large and diversified route portfolio of essential transport infrastructure across Norway, Denmark and Sweden.

We provide critical ferry and express boat infrastructure across a route network of floating bridges, connecting people, regions and countries. This makes NFI an essential part of the domestic transportation system with more than 25 million passengers annually.

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KEY FIGURES 2024

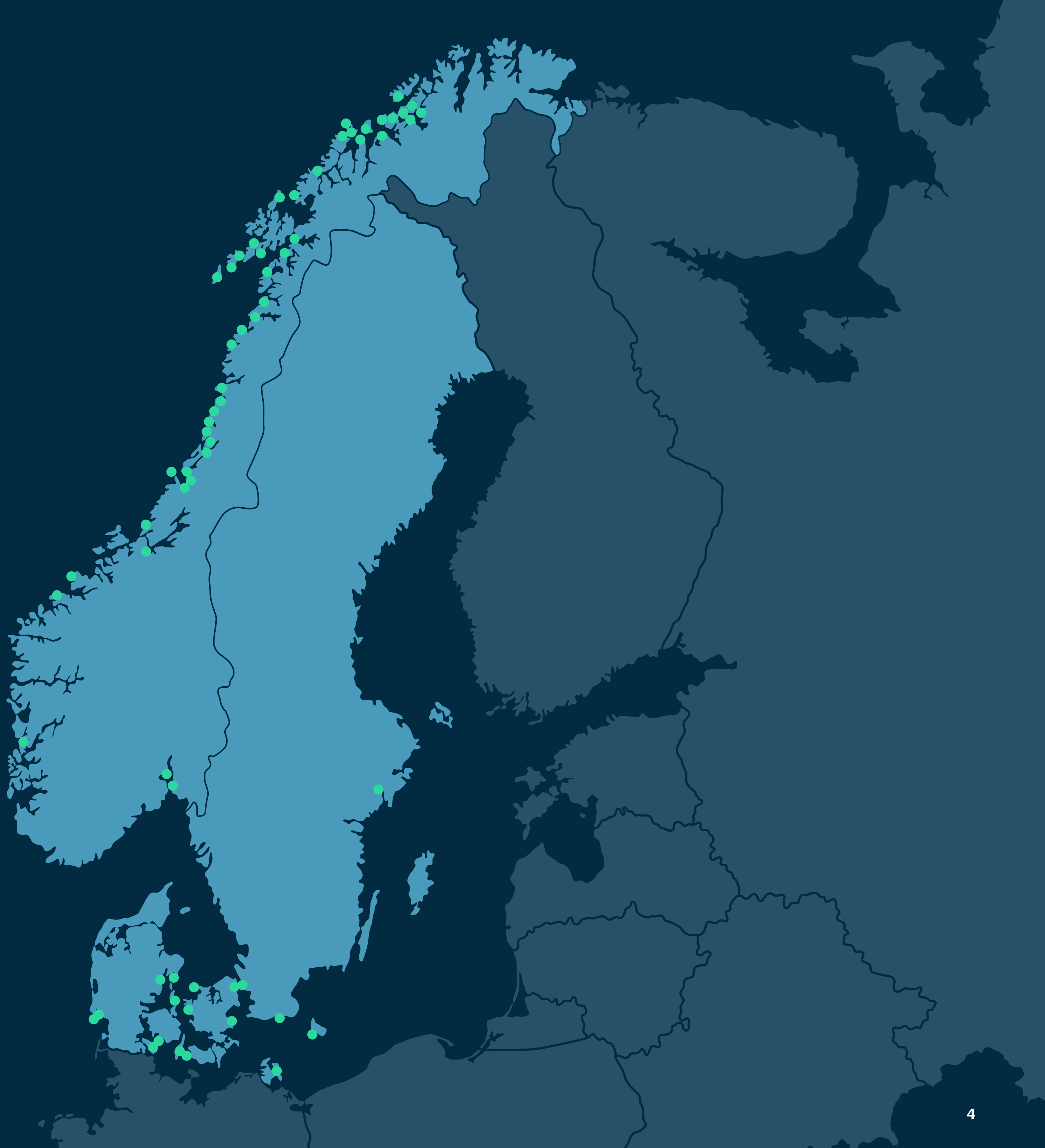
57
ROUTES

92
VESSELS

~3 200
EMPLOYEES

>25 MILL
PASSENGERS

Revenue and EBITDA (MNOK)	2024	2023
Total revenues	8 958	8 452
EBITDA	2 726	2 363
Adjusted EBITDA	2 770	2 653
EBITDA margin	30,4%	28,0%



LETTER FROM THE CEO

Floating bridges for the future

2024 was a seminal year for Nordic Ferry Infrastructure, marked by significant milestones and operational achievements. Our new vessels are leading the energy transition, delivering on our sustainability targets, and building exceptional momentum for the business. With a growing and integrated business, our position as a leading infrastructure operator in the Nordics is strong.

Nordic Ferry Infrastructure operates in Norway, Denmark, and Sweden through our primary brands, Molslinjen and Torghatten. We are more than a maritime transportation company: With 92 vessels, we connect more than 25 million passengers annually to people and places important in their lives. Our infrastructure provides a network of "floating bridges" that we continuously expand and improve.

In 2024, we won milestone concession contracts across the Nordic region, celebrated record numbers of passengers on key routes, and our geographic reach grew further by organically entering Sweden.

Integrating new business under NFI's expanding corporate umbrella is a top priority for me as CEO, and last year showed that the acquisition of Öresundslinjen was another perfect fit. We recognize the vital role we play in connecting coastal communities, enabling seamless flow of people and goods essential for for economic growth.

As we build a solid and profitable business for our employees and stakeholders, we also want to contribute to shared prosperity across the Nordic region. In this wider context, we adjust with the times – knowing that change has become a constant.

Underlying fundamental trends are in our favor, with an increased need for mobility driven by steady population, GDP and trade volume growth. Yet, for society at large, 2024 was another year of uncertaity, with geopolitical tension and economic worries about inflation and the cost of living. I am thankful to our board of directors and our shareholder for their support as we navigate these waters, putting their trust in us – with their unanimous approval for major investments to further modernize our fleet in line with our ambitious green transition targets.

NFI continues to innovate and demonstrate resilience and agility whilst not losing sight of our expense base. Our revenue reached 8 958 MNOK in 2024 growing by 6 % year on year, while EBITDA grew by 15 % to 2 726 MNOK – with a strong operating cash flow conversion of 76 %. We are in a unique position to extract significant scale synergies from our operations and attractive financing. It is a pleasure to experience the sharing of expertise and best practices across the company – encompassing everything from vessel design and tender bidding, to pricing and revenue management. We are in a position where we are genuinely stronger together.

Carsten Jensen
CEO

“In April, we signed a shipyard contract for the two largest hydrogen ferries in the world.”

Along with the financial results presented in this report, NFI reports according to high standards for corporate, science-based climate action, inspired by our vision to operate a fleet that leaves nothing behind but a trail of waves.

Our ambitious sustainabilitytargets are now validated by the Science Based Target initiative (SBTi), committing us to reach net-zero greenhouse gas emissions across the value chain by 2040, representing the highest ambition level.

In April, we signed a shipyard contract to build the two largest hydrogen ferries in the world, representing the largest hydrogen installation made on a vessel. The ferries are designed for 100 percent zero-emission operations, soon to be operational and experienced on the route between Bodø and Lofoten – Norway’s longest national road ferry connection. This endeavour represents a significant step forward for the broader Norwegian maritime sector, and will bolster local economies by creating landside jobs and establishing new hydrogen related value chains.

This new infrastructure comes in addition to our growing fleet of electric ferries. Our contribution to enable and support the green transition with electric ferries in both Denmark and Norway is widely recognized and regarded. With a series of tender wins during 2024 we have accelerated the green transition in Norway and expanded our approach to Sweden.

Denmark aims to be a green frontrunner, the first country to set requirements for all municipalities to have a climate action plan, with national and local governments working together. At the same time, strong collaborative relationships with the business community are vital, where NFI is undoubtedly a key player. Implementing a greener ferry infrastructure with efforts such as decarbonizing the Kattegat corridor, is of great importance for Denmark in reaching its climate targets.

Norway and its Public Transport Authority have enabled the country to be in forefront of the green transition, with the introduction of emission requirements in public tenders being a pivotal factor as well as continuously supporting technical innovations such as hydrogen vessels to further accelerate the green transition. Last year a Norwegian court ruled to compensate us for the introduction of a CO_2 tax on LNG vessels – a tax which could not be accounted for at the time of submitting tenders for new routes. The court’s decision sets a precedent for coming years, supporting strong and transparent framework conditions for coming infrastructure projects.

“We recognize the important role we play in the livelihood of coastal communities.”

The Nordics are leading the green transition, with a commendable will to achieve a more sustainable society.

The use of modern technology is a key driver of better service, travel comfort, and increased safety on board. Our ferries dock faster and more reliably, and the use of artificial intelligence (AI) allows for increased utilization. Our proven ability to continuously adapt and find solutions is a testament to passionate and innovative onshore and offshore teams. I want to congratulate Molslinjen as the first Danish company in the history to win the Franz Edelman award, the so-called Nobel Prize for Operations Research. AI helps us optimize ferry loading and unloading, with more precise forecasts and pricing. In fact, it not only creates value for NFI, but also sets new standards for an entire industry.

After what has been a truly remarkable year, I would like to thank our employees and stakeholders for continuing to ensure the efficient and reliable operation of our infrastructure and services. With a culture of engagement, inclusion, diversity, and trust, we have together solidified our position as an industry powerhouse in the Nordics. With our infrastructure, we have pushed boundaries and delivered on ambitious targets. Despite facing some headwinds, I am confident in our ability to deliver on our company promises and look forward to a bright 2025 and beyond.

Carsten Jensen,
CEO

THE YEAR AT A GLANCE

Highlights from 2024

Hydrogen ferries

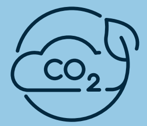
- Torghatten signed contract for building the world's two largest hydrogen ferries

Concession wins in Norway

- Torghatten enters Finnmark county after winning 10-year concession contract for "Finnmarkspakke 2"
- Won the Festvåg-Misten concession, a 10-year contract
- Extended the concession for Moss-Horten, Norway's busiest ferry route
- Won 5-year concessions for the routes Botnhamn-Brensholmen, Jektvik-Kilboghamn, Forøy-Ågskardet, Rødøybassenget

Strengthened footprint in Sweden

- Won the 15 year concession contract to operate the Koster island route in western Sweden



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ZERO-EMISSION VESSELS CONTRACTED

Extended harbour agreements

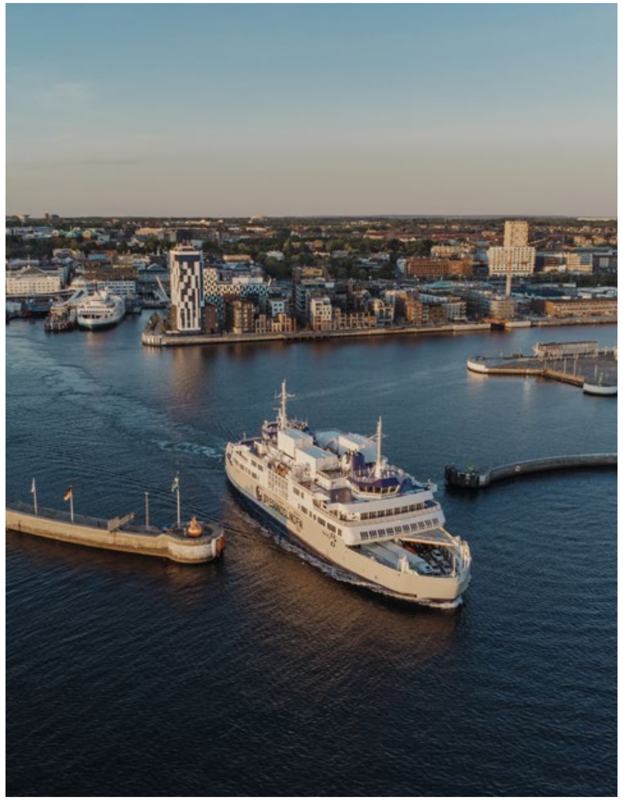
- Molslinjen extended the contract with Port of Aarhus by 15 years until 2035
- Port agreement with the Helsingborg Harbour prolonged from 2029 to 2040

11

TENDER WINS

THE YEAR AT A GLANCE

Highlights from 2024



> “The SBTi commends your ambitious net-zero target, currently the most ambitious designation available through the SBTi process.”

Awards and recognitions

- Molslinjen won the prestigious Franz Edelman award for digitalization and AI
- Torghatten ranked as one of Norway’s most innovative companies by Innomag for its automation and renewable energy advancements
- Molslinjen won five gold medals at the Danish Digital Awards, plus the jury’s special prize, for its innovative AI solution

7

AWARDS AND RECOGNITIONS

Financing

- Secured additional financing with existing and new lender group to support continued investments and decarbonisation of the fleet

Sustainability

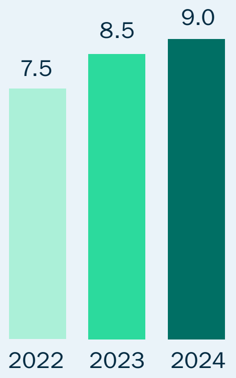
- NFI’s climate targets were validated by the Science Based Targets initiative
- Signed contract for hydrogen supply with GreenH, enabling the establishment of an H_2 production facility in Bodø
- Launched the world’s first onboard EV charging on Öresundslinjen
- Molslinjen invested in a solar park through a Power Purchase Agreement (PPA), to guarantee renewable energy for the next 10 years

THE YEAR AT A GLANCE

2024 performance summary

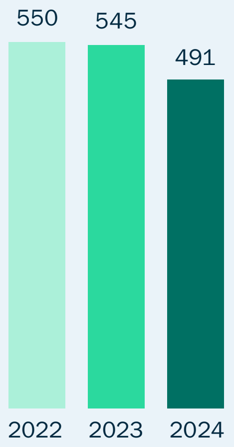
Pro-forma revenues 2022-2024 (BNOK)

NFI's revenues increased by 6 % in 2024, continuing the positive topline development.



Green house gas emissions 2022-2024 (1 000 tonnes CO2e)

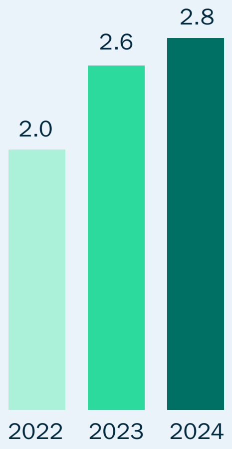
NFI's long-term goal of emission-free ferry operations supported by an 11 % reduction of GHG in 2024, from the 2022 baseline.



Base year is 2022. Figures reported include Scope 1, Scope 2 (market based) and Scope 3-3 Fuel and energy related activities.

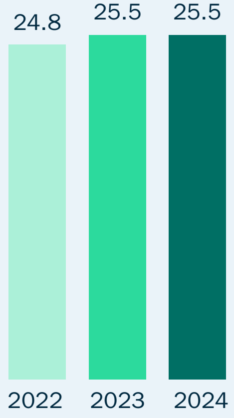
Pro-forma adjusted EBITDA 2022-2024 (BNOK)

Adjusted EBITDA grew by 5 % due to positive revenue development and good cost performance in Danish and Swedish operations.



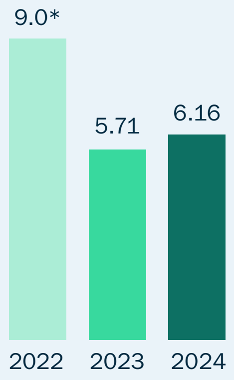
Number of passengers 2022-2024

NFI transported 25.5 million passengers in 2024. Strong traffic numbers in Norway during the summer compensated for the loss of the Kystekspressen route.

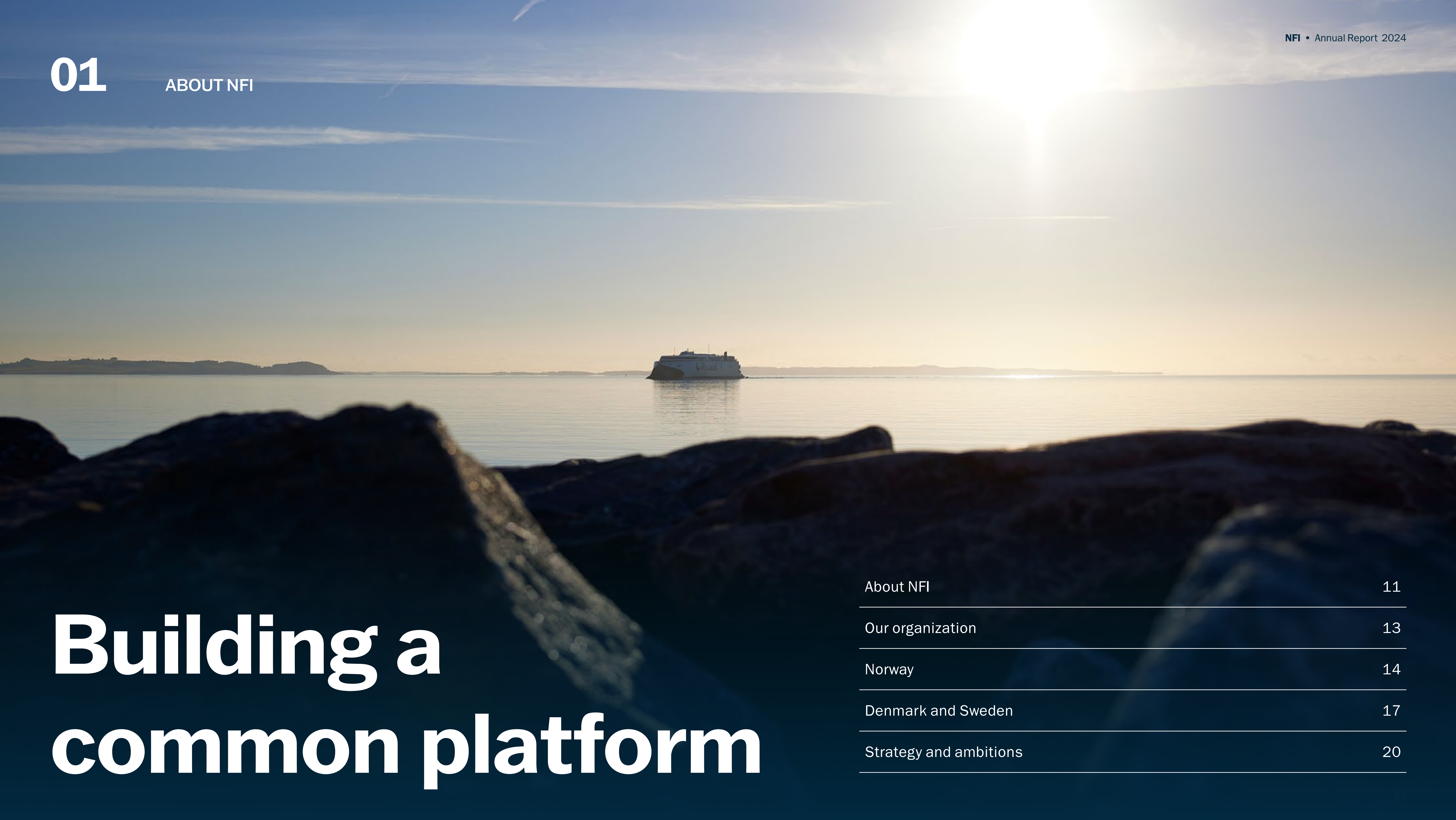


Lost time injury frequency (LTIF) 2022-2024

Workplace accidents in Norway have declined in recent years, offset by an increase in Sweden and Denmark during 2024.



* Estimate for 2022



01 ABOUT NFI

Building a common platform

ABOUT NFI

Our mission

As the leading pan-Nordic ferry infrastructure operator, our mission is to bring people and communities together in a more sustainable way.

Ferries are an essential part of the broader transport network in the Nordics. Every year our more than 90 vessels connect more than 25 million passengers to destinations they value including for work, leisure, and other journeys that matter.

Providing the preferred option for transport also comes with a responsibility to be safe and reliable. Every day, we strive to deliver on our commitments to offer the most efficient and convenient travel experience in the world.

ABOUT NFI

Establishment of NFI

ACQUISITION OF MOLSLINJEN

2021

EQT Infrastructure announced the acquisition of Molslinjen, Denmark's largest passenger ferry company, originally formed by DFDS in 1963, in December 2020

At acquisition, Molslinjen had over 700 employees and 15 vessels operating on 9 routes, including connections to Sweden and Germany

ACQUISITION OF TORGHATTEN

EQT Infrastructure completed the acquisition of Torghatten, the leading private transportation company in Norway, operating since 1878, following a public offer

Torghatten transformed to a pure play ferry and express boat operator following a restructuring and divest- ment of non-ferry infrastructure post acquisition

FORMATION OF NFI AND ACQUISITION OF FORSEA

2022

Nordic Ferry Infrastructure was established in 2022 through the legal combination of Molslinjen and Torghatten

New capital structure following successful sustainability-linked refinancing, benefiting from the group scale and diversification

The acquisition of ForSea (now Øresundslinjen), originally established in 1996, was announced in November 2022, marking the first step into the Swedish market and further strengthening NFI's position in Denmark

NFI GROUP FUNCTION ESTABLISHED

2023

Governance model transitioned to NFI Group level with new management taking the helm at pan-Nordic level, led by former Molslinjen CEO Carsten Jensen as Group CEO

The combination drives operational synergies and extracts benefits from economics of scale, with a diversified concession contract and perpetual route portfolio spanning multiple Nordic countries

Capex facility upsized through accordion facility, to support continued decarboni- sation of the fleet

NFI TODAY

2024

Organically entered Sweden, winning the tender for Strømstad-Koster with duration of 15 years

Extended key harbour agreements for Kattegat and Øresundslinjen until 2035 and 2040 respectively

Established pan-Nordic Centers of Excellence to further drive collaboration and extract scale benefits

Restructuring of the Torghatten organization with more centralized functions

OUR ORGANIZATION

NFI Group management

NFI is the owner of Torghatten and Molslinjen, operating in Norway, Denmark, and Sweden. We are an active holding company leveraging scale and group-wide capabilities while remaining locally anchored.

The NFI head office in Oslo, Norway, is established to set the overall direction for the operating companies and follow up on their strategy execution, operational performance, and financial results. NFI also actively explores opportunities for synergies across its Nordic operations.

The NFI Business Development team is seeking and assessing opportunities to further expand our business organically and via M&A, from geographic expansion to partnerships that contribute to NFI achieving its strategic ambitions.

The central Finance function sets direction for NFI's financial planning and reporting activities, corporate finance and treasury, accounting and tax, as well as making sure we are compliant with internal and external ESG reporting requirements.

Additionally, four centres of excellence are established within procurement, ESG, vessel design and newbuild, and IT & digitalization, to identify and leverage synergies within the Group, and to ensure that best practices are transferred effectively within the organisation.

With this as a basis, the NFI management team works closely with the Torghatten and Molslinjen business units to further evolve and reap benefits from our pan-Nordic platform.

Carsten Jensen
Group CEO, Nordic Ferry Infrastructure

IT & Digitalization

Procurement

Kristian Durhuus
Managing Director Denmark

Stein A. Olsen
Managing Director Norway and Chief Business Development Officer, Nordic Ferry Infrastructure

Bjørn H. Brodersen
Group CFO, Nordic Ferry Infrastructure

NORWAY

A successful tender year

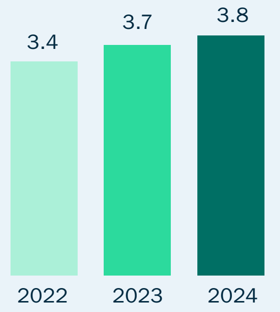
In 2024 Torghatten won a record number of concessions, and the vessel new-build and retrofit portfolio reached an all-time high – with the world's two largest hydrogen-powered vessels as the crown jewels. Cross-functional collaboration across the NFI operating companies has been a key enabler for the success.

BUSINESS MODEL

Torghatten is one of Norway's oldest transport companies, established in 1878. It operates 74 vessels across 47 ferry routes, connecting people and communities along the coast of Norway.

With 89 % of revenues coming from concession routes Torghatten's business model is based on winning and efficiently operating long-term concession routes, with fixed revenues, from the Norwegian Public Transportation Authority (PTA). In this context 2024 was a highly successful year with 11 concession wins and a defense rate of 80 % on existing contracts.

TORGHATTEN REVENUES 2022-2024 (BNOK)



FINANCIAL PERFORMANCE

Torghatten's reported revenues grew by 2.5 % in 2024, driven by record summer traffic with added production on many routes, resulting in higher contract revenues. The reported EBITDA margin of 28.3 % was impacted by the final settlement of the LNG CO_2 court case, negative impact from the staffing challenges in the mid and northern parts of Norway, and the delayed delivery of electric vessels to the Lødingen-Bognes route.

KEY ORGANIZATIONAL DEVELOPMENTS

Several organizational changes were implemented to further bolster the company's ability to compete for low-emission contracts.

The tendering staff have been merged into one unit at the Torghatten HQ level, and the benefits of this are already apparent. The recent win of our first contract in Sweden was led by the centralized tender team, utilizing their extensive experience from tender processes in Norway.

74 VESSELS

47 FERRY ROUTES

1878 ESTABLISHED

1 618 EMPLOYEES

Torghatten enables local communities by making a good life on the coast possible.

The contracting, technical and project specialists have similarly been consolidated into a centralized Technology & Project department. One of the main goals for this unit is to improve newbuild and retrofit practices, drawing on the pooled experiences.

As of January 2025, a new requirement for zero emissions in public procurement of ferry services took effect in Norway, under a new regulation based on the Public Procurement Act. With the new organizational setup, Torghatten is well-equipped to handle the increasing number of zero-emission tenders.

Brand consolidation has been a priority this past year, with the entire Norwegian organization now operating under the common name "Torghatten" across all business units and regions, including a unified website and social media presence. One main goal of the brand consolidation is to gain a higher general recognition of Torghatten as a well-coordinated and formidable industry entity, as well as to ensure a more unified and impactful public presence.

TECHNOLOGICAL ADVANCEMENTS

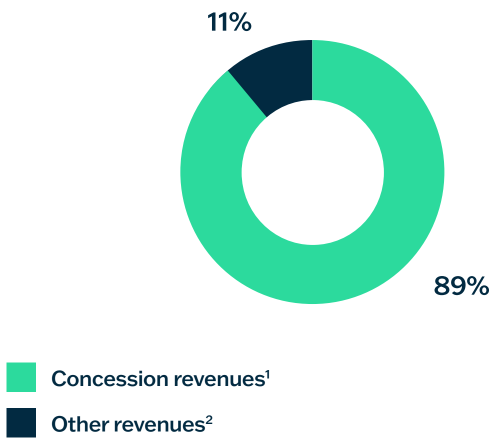
This past year Torghatten has taken big steps within autonomy. The company has established Flakk-Rørvik as a development route for piloting navigational decision support with automatic obstacle detection and classification. On the Moss-Horten line situational awareness has been implemented, tested, and demonstrated, including a decision support tool for crew, facilitated by augmented reality video on the bridge.

In 2024, Torghatten completed the specification and piloting of the operational technology infrastructure. This will enable real-time monitoring and predictive insights to optimize operations, especially on-board tools for monitoring and optimizing energy consumption and maintenance.

Technological advancements and change readiness have been noted, and in 2024 Torghatten was recognized as one of the most innovative companies in Norway – the only passenger transport company on the list.

Further, during 2025, Torghatten will deploy operational technology (OT) for several vessels and quays, as well as for all newbuilds. In tandem the foundation has been laid for deploying a new maintenance management system in the coming year, aiming to optimize maintenance across multiple dimensions. This will enable a higher degree of proactive maintenance, with increasing regularity and decreasing cost as a result.

TORGHATTEN REVENUE SPLIT 2024



[1] Contract payments and ticket revenues

[2] Onboard sales, other revenues

ESG ADVANCEMENTS

Torghatten aims to transition all ferry routes to low or zero-emission operations upon tender renewal, in alignment with the Norwegian government's decarbonization strategy. In 2024, we contracted six new electric and hydrogen-powered vessels. By leveraging innovation and technological advancements, we are deploying industry-leading solutions that set new standards for our entire industry.

As always, safety is our main priority. We have seen consistent progress in our core safety KPIs over a sustained period – yet safety culture needs constant attention. Last year Torghatten supplemented its HSE toolbox with additional campaigns and engaging first-hand content, leading to a significant decrease in Lost-Time Injuries.

To foster a robust and shared safety culture, we acknowledge the need for a strong common corporate culture as the foundation. The launch of a new, mobile-first intranet and communication platform has been central to build a sense of unity around our safety initiatives. The distance between land and sea has decreased, and the barriers between different locations and crews are eroding. Our credo of "One Torghatten" rings truer than ever!

Record-breaking charging effects

Pushing the boundaries of charging power and battery capacity is essential for electrifying Norway's ferry fleet. The new Bognes-Lødingen contract enables Torghatten to add industry-leading charging power to our accolades.

Bognes-Lødingen is Norway's longest fully electric ferry route which will be operated by MF Barøy, a retrofit with 6000 kWh battery capacity, and MF Hinnøy, a newbuild with 4750 kWh capacity. The mainland charging infrastructure will provide 9.2 megawatts of power, fully charging the ferries in less than 15 minutes.

Our SAFEMATE project aims to enhance situational awareness for navigators and develop industry standards for autonomy. It improves object detection and collision avoidance through data from cameras, sensors, radar, and AIS.

DENMARK AND SWEDEN

Driving innovation and synergies

A stronger performing company than ever before, Molslinjen sets new standards for innovation and digitalization. A continuous growth journey based on responsibility and sustainability.

18
VESSELS

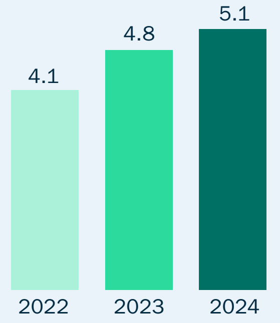
10
ROUTES

1963
ESTABLISHED

1 608
EMPLOYEES

BUSINESS MODEL
Molslinjen is an iconic and well-known Danish brand that has grown into the largest domestic ferry company in Denmark. Operating Denmark's largest fleet of domestic vessels, Molslinjen links major population centers and connects several islands to the mainland. The fleet extends beyond Denmark with Øresundslinjen and Bornhomslinjen, servicing routes to Sweden and Germany.

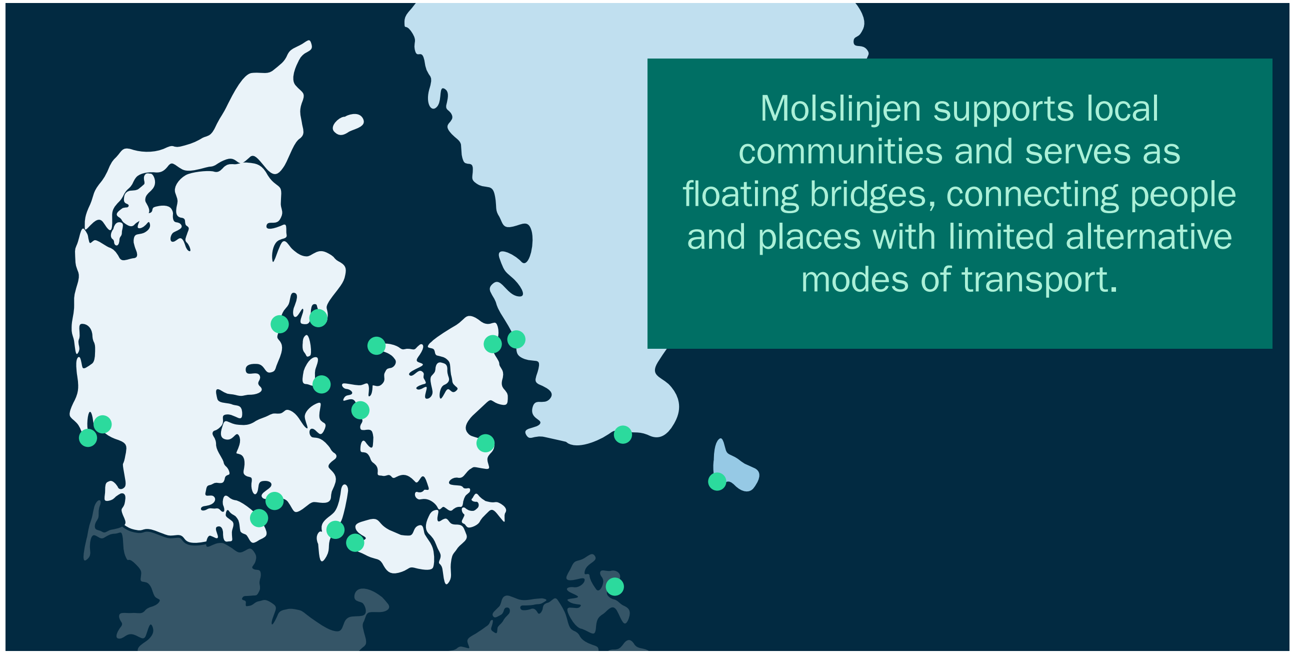
MOLSLINJEN PRO-FORMA REVENUES 2022-2024 (BNOK)



The business model is based on a combination of net concession routes (37 % of revenues), such as Alslinjen, Langelandslinjen, Samsølinjen, and Bornholmslinjen (with three routes), and perpetual routes (63 % of revenues) including the Kattegat route, Øresundslinjen, and Fanølinjen. The concessions offers a combination of a fixed subsidy from the Danish state and commercial possibilities, providing Molslinjen with the opportunity to also apply dynamic pricing to further enhance traffic and increase revenues on these routes.

FINANCIAL PERFORMANCE
Molslinjen's pro-forma revenues in 2024 were 5.1 BNOK, a growth of 6.6 % vs 2023. This was mostly driven by a positive development on Bornholmslinjen and sales of vessels not in use or to be replaced with new green fleet.

The pro-forma EBITDA margin of 32.3 % is driven by the above-mentioned revenue effects, more efficient operations from the layup and sale of vessel Max, lower energy cost and synergies from the integration of Øresundslinjen.



MOLSLINJEN REVENUE SPLIT 2024

- Perpetual routes[1]
- Concession routes[2]

[1] Kattegat, Øresundslinjen, Fanølinjen

[2] Bornholmslinjen, Langelandslinjen, Samsølinjen, Alslinjen

KEY ORGANIZATIONAL DEVELOPMENTS

During 2024 the organization has worked systematically to fully integrate the Øresundslinjen operation into the restructured Molslinjen organization, with a significant positive outcome.

The organizational structure of the company reflects a commitment to operational efficiency and cross-functional collaboration. Key functions such as HR, Finance, and Commercial operate across the entire organization, ensuring alignment and synergy throughout all business areas.

To support regional operations, Molslinjen has a separate Chief Operating Officer (COO) for both Kattegat and Bornholm and Øresund and West, each overseeing activities within their respective regions. This structure enables seamless service, while maintaining a strong focus on regional expertise and performance.

TECHNOLOGICAL ADVANCEMENTS

Molslinjen has firmly established its ambition to be the world's most digitalized ferry company. In 2024 Molslinjen was a proud receiver of the prestigious Franz Edelman Award for digitalization and AI. The company also won five gold medals at the Danish Digital Awards, plus the jury's special price.

Molsinjen has always strived to be a front-runner with in-house digitalization experts continuously exploring and implementing advanced solutions to improve operations and support sustainability development, while simultaneously elevating the passenger experience.

Complementing the technological progress, the in-house marketing team has successfully developed and rolled out impactful campaigns that resonate with diverse audiences. By blending data-driven insights with creative storytelling, these marketing initiatives have not only boosted brand visibility, but also strengthened customer loyalty.

ESG ADVANCEMENTS

Molslinjen is today among the top ten CO_2 emitters in Denmark. This is mainly driven by heavy tonnage high-speed ferries operating on the critical links of Kattegat and Bornholm, which enables seamless flow of people and goods essential for growth.

With recent advancements in battery technology, the solutions for transforming Molslinjen into a green ferry company have emerged, further pushing the drive for electrification.

The environmental strategy for Molslinjen is to decarbonize all ferry routes by 2040. A prerequisite for this strategy is that the future tenders for Langelandslinjen and Bornholmslinjen include decarbonization ambitions and that Molslinjen rewins the routes.

With ambitious targets for new zero-emission ferries, Molslinjen was specifically mentioned as eligible for support when Denmark recently adopted its green tax reform.

EV charging on board

2024 marked the first year that electric vehicle owners could charge their cars on Øresundslinjen's ferries, Tycho Brahe and Aurora, on the route between Helsingør and Helsingborg. At the end of 2024, it was the Swedish Minister for Infrastructure and Housing, Andreas Carlson, who, together with his Danish colleague, Transport Minister Thomas Danielsen, and Molslinjen's CEO, Kristian Durhuus, powered up the first two electric cars on the ferry.

Since then 6 000 EV owners have been able to enhance their mobility, avoid range anxiety, and charge their cars with a clear conscience - drawing fully green electricity directly from the ferry's batteries. The chargers are so powerful that an electric car can gain up to 250 kilometers of range during the short 20-minute ferry crossing.

In total, the electricity supplied throughout 2024 corresponds to nearly 500,000 kilometers driven on Danish and Swedish roads.

Molslinjen transports over 14 million passengers annually and is a vital part of the national infrastructure, keeping communities and people connected.

STRATEGY AND AMBITIONS

A leading pan-Nordic ferry infrastructure operator

Since Nordic Ferry Infrastructure was launched in 2023, we have worked systematically to consolidate and grow our position as the leading Nordic ferry infrastructure operator. We extract synergies from our pan-Nordic scale and transfer best practice capabilities between our companies while being a frontrunner in terms of safe and sustainable operations.

STRATEGY AND AMBITIONS

Our portfolio of 57 routes and 92 vessels transports more than 25 million passengers per year across four countries. This sets the foundation for NFI's strong position in the Nordic ferry market.

Our ambition is to consolidate and further strengthen this position, while decarbonizing our fleet to meet the zero-emission target by 2040. While looking to expand in Norway, Denmark and Sweden, we also seek possibilities to extend our footprint beyond these markets - with a special focus on Northern Europe. In 2024 our position in Sweden was strengthened with the win of the Koster concession on the west coast.

Additionally, the win of Finnmarkspakke 2 marks the entry of Torghatten into Finnmark, the northernmost county of Norway.

In the long term our continued growth is supported by strong secular trends, such as steady population and GDP growth, increased urbanization and domestic travel. With a stronger focus on decarbonizing societies, operators must invest in zero- or low-emission transport infrastructure solutions. We are well positioned to capitalize on these shifts with a state-of-the-art ferry fleet, serving the most important travel links in our respective countries.

The core pillars of our strategy

Nordic platform and synergies	Safe and efficient operations	Green transition

Nordic platform and synergies

With a large and diversified route portfolio across several geographies, we are in a unique position to extract synergies from our Nordic platform. Since inception, NFI has benefited from the combined strength of the Danish and Norwegian ferry infrastructure and operations. Adding Øresundslinjen in Sweden further strengthened the platform.

The integration of Øresundslinjen into the Molslinjen organization is completed with significant synergies realized to date being both above and ahead of the original plan.

Although Molslinjen and Torghatten will continue to operate under their existing brands, the two business units are collaborating closely, faciliated by the NFI group functions, collaboration forums and centres of excellence.

NFI has to date realized synergies in areas such as insurance, financing, and commercial excellence. Torghatten's capabilities to secure market leading renewals and wins in Norwegian public tender processes have been pivotal for our successful entry into the Swedish ferry concession market. Additionally, Molslinjen's revenue management and dynamic pricing strategy continue to support performance and has been sucessfully integrated into Øresundslinjen.

Within the procurement area we are seeing very attractive results from merging purchasing activites across the portflio coupled with a more systematic and analytical approach to sourcing of high spend opex and capex categories.

Within IT and Digital, we are ramping up our Center of Excellence, which will secure a common roadmap towards a joint IT function to achieve benefits of scale. A strong Center of Excellence will continue to drive new innovations in the use of data and AI, enhancing operational efficiency and supporting commercial decision-making.

Safe and efficient operations

We enable safe and efficient mobility in the Nordics, connecting people and businesses with "floating bridges". Safety always comes first, with zero critical incidents as our ambition. On our routes, there is a continuous focus on early detection of both health issues and potential safety concerns, both for employees and passengers. There are clear paths for escalating concerns and quickly addressing issues. We believe in profitability without compromising marine safety.

Our main focus is on human, technical and organizational measures to prevent undesired events. We have procedures in place for risk analysis and, if necessary, accident reports - while always seeking to learn and better implement preventive measures. There is systematic training of employees, facilitated by our emergency preparedness organizations. We conduct regular emergency drills on the vessels to ensure we are prepared if an incident occurs.

Technology is actively used to increase safety. Autonomous ferry operations, including autodocking, autocrossing, and anticollision systems, are examples of technologies that reduce risk and increase safety onboard.

The use of autonomous ferry systems also contributes to more efficient operations. We can dock ferries faster and more reliably and operate with a smaller crew, and the use of AI allows for better and faster vehicle packing in the cargo area. This increases utilization while reducing delays, fuel costs, and emissions. For this, Molslinjen won the prestigious Franz Edelman Award for Operations Research. This is a testament to our strategy to accelerate digitalization efforts and facilitate the roll out of new operational excellence initiatives across our region.

Green transition

We recognize today's environmental challenges and that the maritime industry is key to accelerating the clean energy transition. As we continuously grow our business and route network, decarbonizing our vessels is a clear priority and at the very center of our sustainability activities.

NFI envisions operating a fleet that leaves nothing behind but a trail of waves. This means ferries should no longer contribute to negative environmental challenges - instead, we want them to be symbols of sustainability while bridging people and communities.

As pioneers in electrification, we have been driving sustainable maritime innovation since 2017, when Aurora and Tycho Brahe became two of the first ferries worldwide to operate on batteries. Building on this legacy, we continue to expand our fleet of electric vessels across Denmark, Sweden and Norway.

Upcoming highlights include the electrification of Hamlet on Øresundslinjen. There will be new electric ferries on the Samsølinjen and Alslinjen in Denmark, and on Lødingen-Bognes in Norway - all in 2025. And there are additional electric ferries to be built or retrofitted for launch in 2026. These efforts complement our ongoing operations with the world's largest fully electric ferries on the Moss-Horten route in Norway, and our leading position in the autonomous, zero-emission route in Stockholm. Together with the groundbreaking hydrogen ferries being built for Torghatten, this growing fleet underscores our commitment to delivering sustainable solutions across all our markets.

Last year, our emission targets were validated by The Science Based Target initiative (SBTi), the most reputable climate mitigation initiative in the corporate sector. Together with partners and other market leaders, NFI initiated ambitious new strategies to accelerate the decarbonization of our operations.

02

SUSTAINABILITY AT NFI

Driving commitment

GENERAL INFORMATION

Sustainability at NFI

Sustainability lies at the core of our business model and strategy. We operate floating bridges that connect communities, ensuring seamless mobility for people in both remote and urban areas. Our primary focus is to provide safe and efficient transport solutions across the Nordics, while continuously investing in new technologies to reduce our environmental footprint and contribute to combat climate change.

The course is set, and our ambitions are high – we shall leave nothing behind but a trail of waves.

GENERAL INFORMATION

Our key sustainability priorities

Climate change, safe operations, and responsible business practices reflect our three overarching sustainability priorities. They are rooted in our strategic pillars and are highly material to our business and stakeholders.

Climate change

Frontrunning the green transition means we need to drastically reduce GHG emissions to support climate change and ensure competitiveness.

TARGETS:

- Reduce Well-to-Wake GHG emissions by 44 % per tonne nautical mile from Ferry RoRo and Passengers operations by 2030
- Reduce absolute Well-to-Wake emissions by 41.1 % from Ferry Passengers Only by 2030
- Reduce absolute scope 3 GHG emissions from use of sold products by 42 % by 2030
- Long-term target of net zero emissions from ferry operations by 2040

READ MORE:
p. 30

Safe operations

We aim to provide a safe and healthy workplace with zero accidents. We acknowledge our responsibility towards passengers and our personnel by putting safety first and working actively to support employee resilience to minimize negative impacts on employee health and business operations.

TARGETS:

- Reduction of Lost Time Incident Frequency (LTIF) rate to 5.7 by 2028
- Long-term target of zero accidents

READ MORE:
p. 35

Responsible business practices

ETHICAL BUSINESS CONDUCT
Fostering a corporate culture marked by integrity, transparency, and ethical business practices is important to safeguard our business and colleagues from potential legal or ethical violations, and is key to maintain trust and confidence with our key stakeholders.

SUPPLY CHAIN SUSTAINABILITY:
NFI has a large supplier base across the value chain. A healthy supply chain is essential to minimize our own ESG risk exposure, but also to reach our emission targets and ensure compliance with legal requirements and societal expectations. Strengthening our supplier management framework and due diligence processes will continue to be important going forward.

READ MORE:
p. 42-43

GENERAL INFORMATION

Principles for sustainability reporting

SUSTAINABILITY STATEMENT

The purpose of NFI 's sustainability reporting is to provide stakeholders with a fair and transparent view of relevant environmental, social, and governance matters, practices, and results.

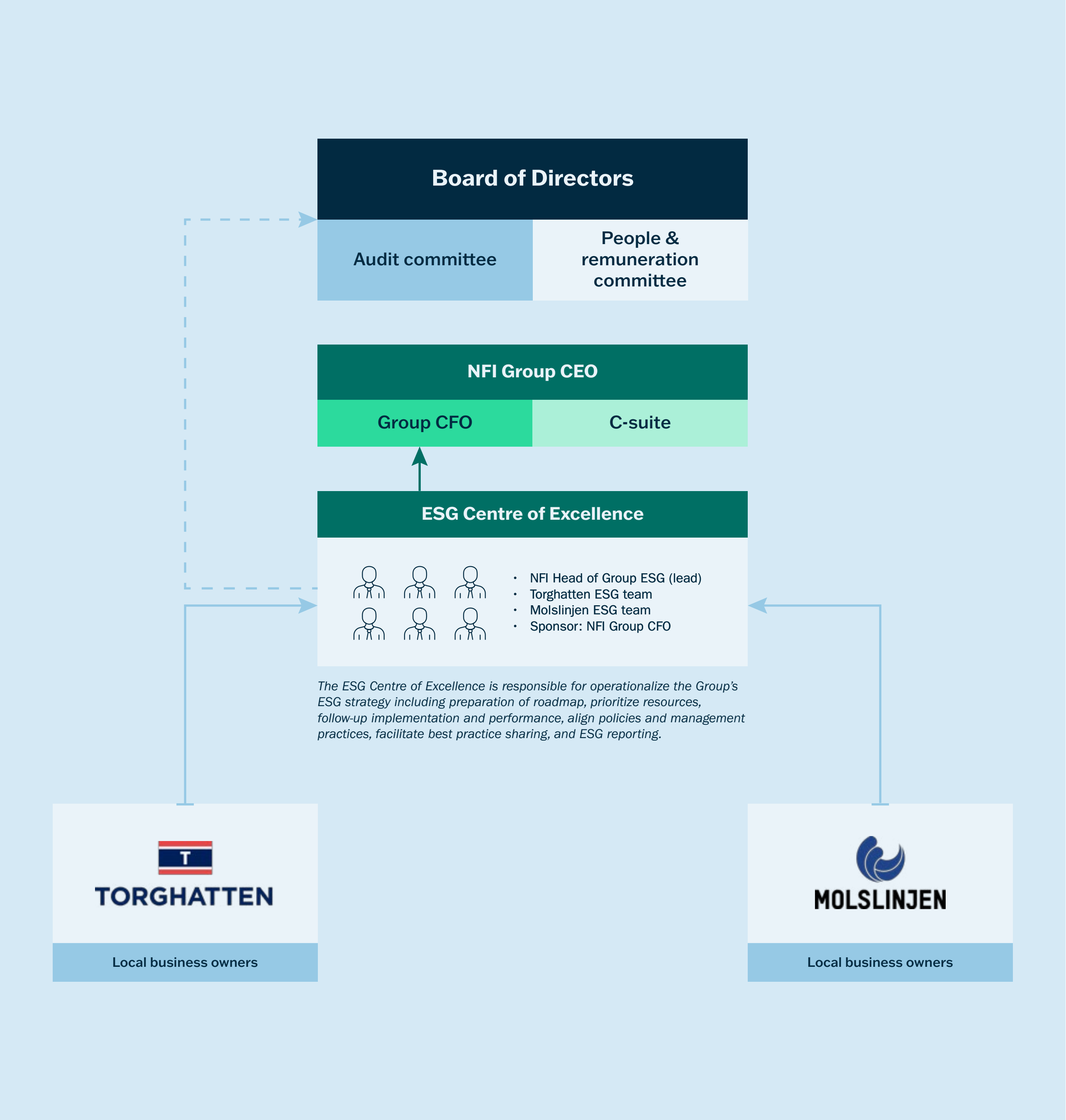
As a newly established entity, NFI leverages the sustainability expertise and initiatives of our business units Torghatten and Molslinjen, both of which possess extensive experience from their respective local markets. 2024 represents the first year we produce a comprehensive sustainability report consolidating efforts from both companies.

Our aim is to use this year as a foundation for future sustainability reports aligned with the Corporate Sustainability Reporting Directive (CSRD) and the European Sustainability Reporting Standards (ESRS), the Norwegian Accounting Act, and other applicable regulations. The sustainability content is organized based on our initial Double Materiality Analysis (DMA), which was reviewed and updated in 2024. We will disclose relevant and available information on material sustainability matters derived from the ESRS, and related data points where available. This aligns with our ambition to fully meet ESRS reporting standards by fiscal year 2027, which is the new timeline set by the EU Omnibus Directive.

REPORTING SCOPE

This sustainability report has been prepared for the period 1 January to 31 December 2024, unless stated otherwise. The report covers the NFI Group[1], and includes relevant disclosures for a range of environmental, social, and governance (ESG) topics, as well as reporting principles related to the reporting process. GHG emissions are reported in accordance with the Greenhouse Gas Protocol. Disclosures required by the Norwegian Equality and Anti-Discrimination Act are included on page 37-39. Reporting in accordance with the Norwegian Transparency Act will be disclosed in a separate Transparency Act report published on our websites by 30 June 2025.

[1] Including Torghatten AS, Torghatten Nord AS, Torghatten Midt AS, Torghatten Sør AS, Öresundslinjen Helsingborg AB, Øresundslinjen Helsingør ApS, Molslinjen A/S



GENERAL INFORMATION

Sustainability governance

ROLES AND RESPONSIBILITIES

Sustainability is incorporated into NFI's strategy, objectives, and management systems. The board of directors carry the ultimate responsibility for aligning the company's strategy and sustainability considerations, while operationalizing the principles into day-to-day activities lies with the NFI's executive management team, supported by the Torghatten and Molslinjen management teams.

Progress on key sustainability metrics is regularly monitored and discussed by the board and executive management. Sustainability and innovation are included in the decision-making when the board evaluates larger projects, and the remuneration of NFI's CEO includes sustainability targets.

NFI has created a Centre of Excellence with dedicated team members to ensure sufficient focus on driving sustainability and advancing ESG priorities across the business units, as well as ensure compliance with local, international, and industrial requirements. Responsibility for implementation and follow-up of measures lies with local representatives of Molslinjen and Torghatten, who develop action plans and decide which KPIs are crucial to the overall Group targets. Moving into 2025, the team has been further strengthened with a Group function responsible for aligning and overseeing ESG ambitions, strategies and reporting across the Group.

NEW GOVERNING DOCUMENTS AND FOCUS FORWARD

At the turn of 2024, NFI developed a common Code of Conduct, Supplier Code of Conduct, and Anti-Corruption Policy, which were adopted by the board. These key policy documents clearly state our commitment to uphold internationally respected policies and principles to foster a healthy common corporate culture promoting responsible and ethical business conduct. The governing documents will be implemented across the Group in the first half of 2025.

During 2025, NFI will further review, update, and clarify roles, responsibilities, and governing model/ reporting lines to ensure sufficient capacity and collaboration to gradually become CSRD compliant. Additional governing policies and procedures will be reviewed and developed to reflect the new organizational structure, including risk management and internal control.

GENERAL INFORMATION

Stakeholder mapping and engagement

Feedback from our internal and external stakeholders plays a crucial role in shaping our ambitions and actions to create sustainable value. The perspectives of our stakeholders are imperative in determining our material topics. We maintain regular dialogue with various stakeholder groups across our value chain, including employees, owners and lenders, customers, suppliers, governments, and local communities. Through structured interviews and workshops in Norway, Denmark, and Sweden, we have gained valuable insights into our stakeholders' interests and expectations, and fostered relationships built on respect and trust.

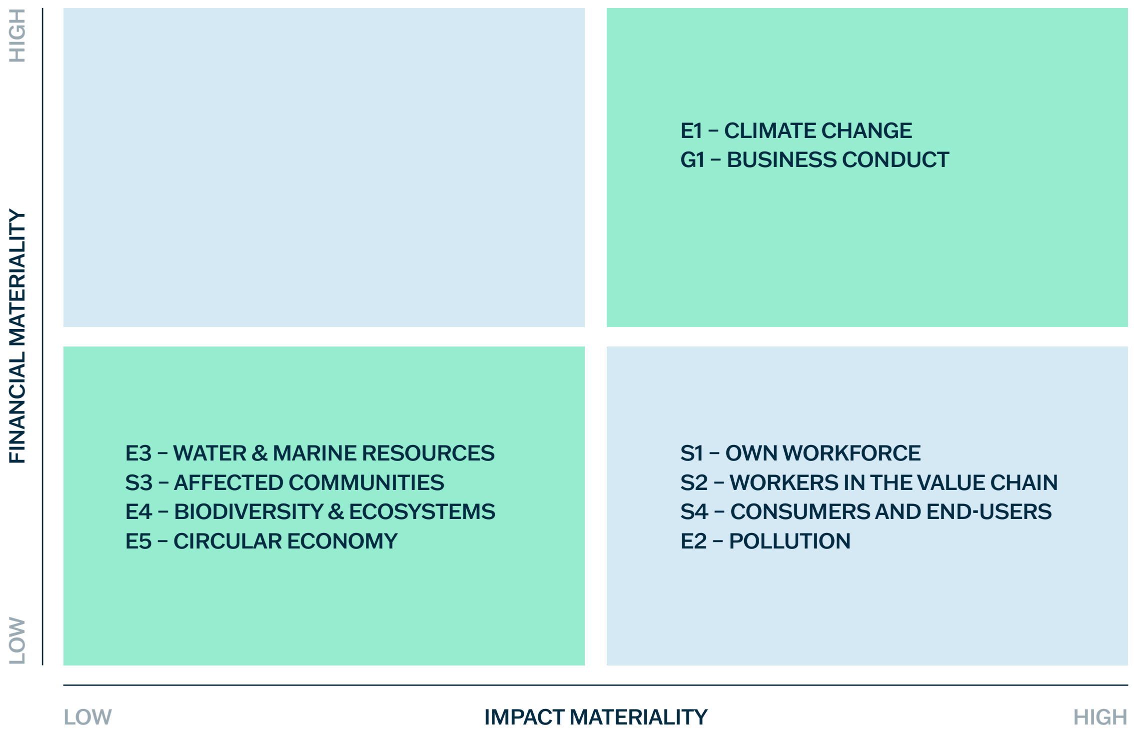
Going forward, we aim to continuously refine our engagement methods, to ensure dynamic and responsive stakeholder interaction. By embedding the views and interests of affected stakeholders into our sustainability work, we aspire to enrich and challenge our priorities, continuously improving our performance and strategic direction.

Stakeholder group	How we engage	Central topics
Customers	Interviews Tenders Surveys, feedback channels, schedule adjustments	Climate change mitigation Transitioning to renewable energy and reduce CO2 emissions Pollution control Travel time, schedule reliability, environmental impact, cost efficiency
Investors and lenders	Interviews Annual and quarterly reporting, performance updates, surveys	Governance and risk management Reduction of carbon emissions Workers in the value chain Financial sustainability, cost control, environmental compliance
Suppliers and business partners	Interviews Ongoing dialogue and collaboration Audits, certifications, compliance reviews	Transition towards low-carbon energy sources by incorporating renewable energy Sustainable packaging and transport solutions / packaging waste and transportation emissions Operational efficiency, customized power and sustainability systems. Chemical safety and onboard welfare. Ethical F&B supply chains. Regulatory compliance, safety standards, emissions reporting, operational efficiency. Energy mapping and innovative solutions.
Employees	Policies and internal communication Line mangers and annual appraisals Employee surveys Work council and unions Vessel and site visits	Safe & healthy working environment, efficient harbor operations, training for new procedures and policies.
Government and regulators	Reports, consultations, approvals, compliance reviews.	Maritime safety, environmental compliance, emissions regulations (MRV EU ETS, FuelEU Maritime), route approvals, local development. Customs and trade regulations. Innovative energy solutions – suncell park and PGAs.
Media, public	Website and reporting, dialogue, Press releases, social media	Transparency on environmental efforts, impact of harbor changes
Local communities	Meetings, collaboration, public discussions	Economic impact, schedule coordination, support for local businesses
NGOs and social impact partners	Partnerships, sponsorships, collaboration	Education, social welfare, community resilience, sustainability initiatives

GENERAL INFORMATION

Double materiality assessment

NFIs sustainability priorities and reporting are based on a double materiality assessment (DMA) aligned with the require-ments of the European Sustainability Reporting Standards (ESRS).



THE DMA PROCESS

Torghatten and Molslinjen conducted their first double materiality assessment (DMA) in 2023 to ensure that we address the sustainability matters that are most critical for our business and our stakeholders as well as to prepare for reporting according to the CSRD.

The assessment commenced with a mapping of our operations, business relationships, and value chain. This helped us understand our context and identify potential sustainability topics based on a list of material topics as defined in ESRS together with company-specific topics. To better understand the topics, we also interviewed relevant internal and external stakeholders, such as employees, investors, and key suppliers and business partners.

Materiality of topics identified was assessed based on 'severity' and 'likelihood' of impacts, risks, and opportunities across the value chain and across different time horizons. An objective and fair assessment was ensured with the assistance of a profes-sional third party. Internal subject matter experts have helped to refine the assessment through workshops.

The DMA was reviewed during the second half of 2024. The findings are illustrated in the materiality matrix to the left, and the reporting is based on topics identified as material impact, financial material, or double material.

As NFI is working on aligning the Group's strategy, priorities, and reporting, the DMA will be subject to an additional review in 2025 as part of the preparations for reporting in accordance with CSRD.

DMA OUTCOME

The figure on the left illustrates the materiality of the various ESG categories under ESRS.

The materiality assessment identified our actual and potential impacts on the environment and society, as well as risks and opportunities that could trigger a financial impact on our busi-ness. These material impacts, risks, and opportunities (IROs) are part of different ESRSs categories.

Climate change (ESRS E1) and Business conduct (ESRS G1) are identified as our most material categories. Climate change is critical because many of our ferries emit greenhouse gases that harm the environment, and climate regulation will have financial implications unless we take action to reduce emissions. In addi-tion, our competitiveness largely depends on our ability to invest in and operate green vessels to reduce emissions. Business con-duct is considered crucial due to potential governance impacts and the financial risks associated with cyber security threats that could disrupt operations and lead to financial losses.

Our operations also impact people and society, as well as pollution. Affected communities are not considered material as our social impact on local communities is covered by the 'social inclusion' sustainability matter part of S4 - consumers and end-users. The materiality of social categories reflects our strong people-focus for our own employees and in the value chain, with working conditions and safety being the key element. Pollution is considered material due to air pollution from fossil fuel combus-tion and water pollution caused by copper-release from anti-fouling paint.

IROs were also identified for the remaining ESG categories, but our assessment of these concluded with non-materiality due to relatively low severity and relevant mitigants.

ENVIRONMENTAL RESPONSIBILITIES

Environment

Overview of our material impacts, risks and oppurtunities (IROs) related to Environment are presented below, and how we manage them are described in the following pages.

CLIMATE CHANGE

CLIMATE CHANGE	*Type of IRO*	*Likelihood*
GHG emissions from our operations and value chain		
Our vessels, operations, and value chain activities cause significant direct and indirect GHG emissions, negatively impacting the environment. Our vessels emit significant GHG emissions due to fossil fuel consumption, which may, in turn, have a negative impact on people and society.	Negative impact Own operations, value chain	Actual
Green technological development		
We invest substantially in innovation and developing new technology to promote the green transition, including the adoption of battery-electric ferries, as well as hydrogen vessels and potentially flywheel technology.	Positive impact Own operations, value chain	Actual
Tender competitiveness		
Climate and environmental considerations are increasingly important in tenders and contract terms. E.g. in Norway, all public tenders require climate and environmental considerations to weigh 30%. Hence, adopting more eco-friendly energy solutions will be core to tender competitiveness and financial growth.	Financial risk Own operations	Potential
Cost of capital		
Investors and lenders are incorporating climate-risk considerations into their investment decisions. By linking capital needs to the green transition, we are able to access sustainability-linked loans with lower cost-of-capital to finance new green vessels.	Negative impact Own operations, value chain	Actual
FuelEU Maritime pooling		
The FuelEU Maritime Regulation defines limits for GHG intensity for maritime parties to comply with. As NFI's fleet is expected to be well below the regulatory defined GHG intensity level, we can benefit financially by selling our "compliance surplus" to other maritime parties via a "pooling" mechanism.	Financial opportunity Own operations	Actual
Fuel and carbon prices		
Fossil fuel prices may increase going forward and thus negatively impact our operating costs. Our gradual incorporation into the EU Emission Trading System (ETS) and the expectation of higher carbon prices add to these costs. By transitioning from fossil fuel to electricity, we can mitigate this risk.	Financial risk Own operations	Potential

POLLUTION

POLLUTION	*Type of IRO*	*Likelihood*
Air pollution		
Consumption of fossil fuels leads to emission of air pollutants such as NOx and SOx from our vessels, which may have adverse impacts on air quality.	Negative impact Own operations	Actual
Pollution to water and marine life		
Our vessels apply anti-fouling paint to improve performance and durability. The paint may release copper into the marine environment, and excessive copper levels can disrupt marine life.	Negative impact Own operations	Actual

ENVIRONMENTAL RESPONSIBILITIES

Climate change

Climate change is one of the biggest challenges of our time, introducing serious risks across sectors, economies, and ecosystems. The ferry industry has historically been a high-emission contributor. Operating in Nordic waters, we recognize our responsibility to reduce emissions and protect the marine environment. Balancing the need for connectivity with environmental expectations, NFI aims to be a pioneer in transitioning to more sustainable ferry transportation solutions.

OUR APPROACH

Climate action is crucial for NFI to achieve our vision of leaving nothing behind but a trail of waves. Transitioning to net-zero emissions from our ferry operations by 2040 requires large investments to our fleet and the way we do business. Climate considerations are thus integrated into our Group strategy and local management systems. Decarbonization of the vessel fleet is identified as one of the key success factors in achieving profitability and competitiveness going forward.

Reaching the 2040 target will be subject to available zero-emission technology and fuel alternatives for the next-generation ferries. We do not have a full transition plan in place yet, but we have a decarbonization plan to support our medium and long-term SBTi validated targets. We are continuously reviewing the potential to upgrade and/or retrofit our current vessels in parallel with investing in low- and zero-emission solutions when this is feasible or required. The best alternative fuel depends on several factors, including water conditions, sailing distance, tender requirements, cost, and technological readiness.

OUR PROGRESS

For 2024, NFI's total scope 1, scope 2, and scope 3-3 emissions decreased by 10% compared to 2023. This was mainly attributed to a reduction in fossil fuel consumption driven by a significant decrease in conventional ferry passenger only vessels and increased electrification. Despite a slight increase in electricity consumption, market-based scope 2 emissions decreased significantly from 2023. While Molslinjen's electricity consumption has increased, this is largely offset by a decrease in electricity consumption in Torghatten, caused by issues with a charging tower on the Moss-Horten route. Scope 3 emissions related to fuel and energy activities are correlated with the fuel and electricity consumed, which are accounted for in Scope 1 and 2.

FORWARD FOCUS

In 2025, we will review and develop a new group-wide climate policy, and further develop the climate risk assessment and decarbonization plan to support our emission reduction targets. We will also continue our efforts related to carbon accounting by broadening the scope 3 emission data by including additional emission sources.

Accelerating decarbonization of the fleet

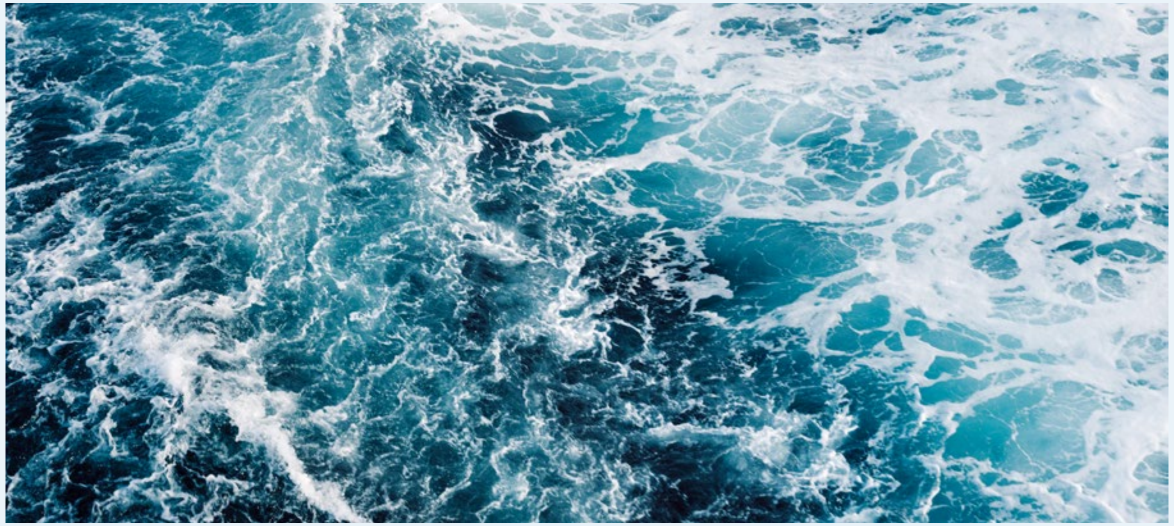
To achieve our ambitious climate goals, we apply various strategies and tools, which we refer to as decarbonization levers:

Green newbuilds
Securing new contracts often necessitates investing in low- or zero-emission vessels. Most are electric, while some use alternative fuels like advanced biofuels and green hydrogen. Electric vessels, ideal for short to medium distances in calm waters, are preferred due to technological maturity and zero tailpipe emissions. For longer distances and rough waters, green hydrogen can be used as an alternative energy solution.

Retrofitting existing vessels
Converting fossil fuel vessels to eco-friendly technology can prolong their life and sustainability. Over the last few years, we have successfully converted diesel vessels to electric power, reducing GHG emissions. We may also retrofit vessels to use advanced biofuels, depending on technical and economic analyses, contractual requirements, and climate action goals.

Fuel switch
Switching fuels on existing vessels allows for using energy with lower climate impact without technical modifications. LNG and diesel engines can often use advanced biofuels, though their higher cost limits adoption. This approach will gain importance as biofuels become more price-competitive and regulations demand their use.

Energy efficiency
Optimizing energy consumption significantly reduces GHG emissions, including shifting from fossil fuels to electricity. Continuous access to charging infrastructure, energy monitoring tools, and route optimization helps reduce fuel consumption. Antifouling coating reduces hull resistance, thus further cutting energy use. Many of our vessels have efficiency management plans detailing specific actions.



CLIMATE RISKS AND OPPORTUNITIES

Understanding the risks and opportunities associated with climate change and their potential impact on our business is important for future considerations. Guided by the TCFD, we have assessed risks related to the physical effects of climate change as well as the ongoing transition to a low-carbon economy. Transition risks can be categorized as follows. Moving forward, we will expand this analysis with a more comprehensive climate risk assessment, including physical climate risks and other potential transitional risks or opportunities.

Policy and legal

Sustainable policy development in the EU is pressuring the maritime sector to reduce GHG emissions. The EU Emissions Trading System (ETS) and the FuelEU Maritime Regulation are the most prominent financial incentives to accelerate the green transition. Significant carbon taxes and compliance costs may arise if we do not adapt to these regulations. As NFI has already electrified several routes in Norway, Sweden, and Denmark, FuelEU also presents economic benefits, allowing the Group to sell GHG surpluses to other maritime parties.

New regulations also lead to analytical, administrative, and reporting implications, exemplified by how sustainability disclosure is enforced through the EU Corporate Sustainability Reporting Directive (CSRD).

Technology

NFI Group relies on technology to operate ferry connections effectively. Transitioning from conventional vessels to low-and zero-emission vessels involves significant capital expenditure towards projects with technological challenges. In response, we invest heavily in innovation and development to introduce new and improved technology adapted to the green transition.

Market

NFI's competitiveness largely depends on our ability to win and defend concessions tendered by governmental agencies. While price is an important selection criterion, public tenders typically include additional criteria such as sustainability. In Norway, climate and environmental measures are required by law to weigh a minimum of 30% in contract awards, and from 2025, all new ferry contracts (except high-speed craft) must require zero-emission solutions. The trend in the ferry industry is to demand zero and low-emission propulsion solutions. If we cannot offer available eco-friendly vessels or have the capacity to build new vessels or retrofit existing ones, we will lose market share. Finding the right balance between price and environmental impact is thus a key market risk.

Reputational

Our business plan is to decarbonize our operations by gradually increasing the share of green vessels in our fleet and thereby reduce GHG emissions. We are committed to science-based climate targets and have high ambitions for GHG emission reduction by 2030 and 2040. The capital we use to implement this plan comes with high expectations from owners, lenders, contracting parties, and passengers, all of whom want to see a reduction in GHG emissions. Climate change mitigation is in everyone's interest, and failing to meet these expectations involves substantial reputational risk and potential brand damage.

Physical risks

Climate change is likely to increase the frequency and severity of extreme weather events, such as storms, intense snow- or rainfall, high winds and rough seas, and flooding. Routes in Northern -and Western Norway are particularly vulnerable to these harsh conditions, which can make operations challenging. Such weather poses risks to navigation safety and can lead to delays and operational disruptions. Additionally, potential damage to vessels and related infrastructure may result in higher maintenance costs.

See also note 7.1 Climate risk to the financial statements.

PREPARING FOR THE EU TAXONOMY

The EU taxonomy is a classification system designed to promote sustainable economic activities and is a key enabler for scaling up sustainable investment and implementing the European Green Deal. The taxonomy provides a common framework for the ferry sector, with fixed definitions and criteria for activities that might be considered sustainable. We have begun evaluating current and potential taxonomy-eligible activities and examining relevant technical criteria that need to be considered to align the activities going forward. NFI will be required to disclose to what extent its turnover, investments, and operational costs are aligned with the EU taxonomy criteria, with required reporting from fiscal year 2027, in accordance with the EU Omnibus.

CLIMATE IMPACT

Leading the hydrogen race

Hydrogen is touted as a viable energy carrier for zero-emission shipping. In 2021 The Norwegian Public Roads Administration announced a tender for the northern Vestfjorden route, where a key requirement for the contract was that the vessels should be powered by hydrogen.

After winning the tender, Torghatten has assembled a team of Norwegian sub-contractors who are in the process of constructing the worlds' two largest hydrogen-powered vessels. The vessels will operate on Norway's longest ferry route, which also has the harshest of weather conditions.

The technical and regulatory complexity of the project ensures the entire shipping world's attention, and achieving a reduction of 26,500 tons of CO_2 emissions per year will represent a significant industry milestone – bolstering the Norwegian maritime sector's position as an international technology and innovation spearhead.

ENVIRONMENTAL RESPONSIBILITIES

Performance data GHG

GHG emissions (tonnes CO2e)	Base year 2022	2023	2024	*Change from base year*
Scope 1	447 044	444 011	400 062	*-11%*
Scope 2 - Market based	5 371	5 604	1 078	*-80%*
Scope 2 - Location based	1 983	3 665	4 067	105%
Scope 3-3 - Fuel and energy related activities	**97 310**	95 649	89 728	*-8%*
Total Scope 1,2 and 3-3 (market based)	**549 725**	**545 264**	**490 868**	*-11%*

Energy consumption (MWh)	Base year 2022	2023	2024
Bio-diesel	39 964	20 322	57 511
Liquefied Natural gas	330 698	345 705	332 766
Marine Gas Oil	1 401 087	1 389 668	1 213 336
Electric Power	54 646	84 446	85 311
Energy Attribute Certificate (EAC) coverage	n.a.	87%	98%
District heating and gas	760	1 137	1 576
Total energy consumed	1 829 435	1 844 689	1 695 228

SBTi emission reduction targets	Base year 2022	2023	2024	*Change from base year*	Target 2030	Target 2040
Reduce Well-to-Wake GHG emissions per tonne nautical mile from Ferry RoRo and Passengers operations (physical intensity)	1 177	1 196	1 085	*-7%*	-44%	-97%
Reduce absolute Well-to-Wake GHG emissions from Ferry Passengers Only operations	36 823	39 265	10 127	*-72%*	-41%	-97%
Reduce absolute scope 3 GHG emissions from use of sold products	20 641	n.a.	9 893	*-52%*	-42%	-90%

ACCOUNTING POLICIES AND METHODOLOGY

NFI reports GHG emissions according to the GHG Protocol Corporate Accounting and Reporting Standard Revised edition. GHG emissions are reported as scope 1, 2, and 3, depending on their sources. Scope 1 includes direct GHG emissions from owned and controlled sources, including fuel combustion and refrigerants from our ferries. Scope 2 refers to indirect GHG emissions related to purchased energy, including the electricity used by our ferries and offices as well as energy from heating. Scope 3 refers to value chain GHG emissions, including production and distribution of GHG emissions from fuel and energy used, as well as various other categories.

GHG emission factors

For scope 1 and fuel-related scope 3, we have used GHG emission factors from the Global Logistics Emissions Council (GLEC 2023). Scope 2 is calculated based on the International Energy Agency's statistics (IEA Stat). The reporting aligns with the factors used in our SBTi baseline and targets.

For scope 2, there is a market-based approach and a location-based approach to GHG emissions. The former assumes zero GHG emissions from energy where parties cover their consumption by acquiring energy attribute certificates (i.e., renewable energy certificates). For the part of the consumption not covered by certificates, a residual mix GHG emission factor applies. The alternative location-based method is based on the grid GHG intensity of the country in which the energy is consumed.

Boundaries

Non-fuel related scope 3 GHG emissions are not included in this overview. NFI's subsidiaries have since 2022 accounted for scope 3 GHG emissions either through a spend-based or activity-based approach. Yet, we have decided to wait with publicly disclosing our total scope 3 GHG emissions until we are more confident about the estimates.

ENVIRONMENTAL RESPONSIBILITIES

Pollution

In 2024, Torghatten won a record number of tenders, and the new-build and retrofit portfolio reached an all-time high – with the world's two largest hydrogen-powered vessels as the crown jewels. Cross-functional collaboration fuelled the progress.

OUR APPROACH AND PROGRESS

Air pollution

To reduce air pollution, we are transitioning from fossil fuels to electricity, HVO, and green hydrogen. Pollution at ports is reduced with the expansion of Onshore Power Supply (OPS) infrastructure, which ensures vessels can connect to clean electricity while at berth. Additionally, eco-sailing measures and the use of advanced power management systems help our crews to operate efficiently and optimize routes to further decrease fuel use and minimize emissions. In the Molslinjen fleet, several vessels are certified by the Clean Shipping Index (CSI), a voluntary environmental ranking system that helps to manage and reduce air pollutants and CO2.

Anti-fouling

Our vessels are treated with anti-fouling coatings to avoid unwanted growth of organisms on ship hulls, which increases fuel consumption. Historically, these coatings have been copper-based, causing the release of chemicals into marine environments. This issue can be tackled with more sustainable coating alternatives, where the solution can vary based on the vessel profile, such as age and operating conditions.

We are well underway in phasing out copper-based coatings, and moving towards new, more sustainable solutions in collaboration with our coating suppliers.

FORWARD FOCUS

Moving forward, we will expand fuel transition efforts, increase OPS connections in strategic ports to reduce berth emissions and more broadly adopt sustainable anti-fouling solutions. By integrating focus on pollution in our broader strategy, we are taking meaningful steps to improve urban air quality and protect our valuable marine ecosystems.

SOCIAL RESPONSIBILITIES

Social

Overview of our material impacts, risks and oppurtunities (IROs) related to Social are presented below, and how we manage them are described in the following pages.

OWN WORKFORCE

	Type of IRO	*Likelihood*
Health and safety		
Health and safety incidents occur at our ferries, which can negatively affect both our workforce and our passengers.	Negative impact Own operations	Actual
Work-life balance		
We offer flexible working options, where employees get autonomy to make work-life balance decisions that work better for them and their families. All employees have access to family-related leave, in line with workforce friendly regulations in the Nordics. Promoting a healthy work-life balance contributes to improved employee satisfaction, and the ability to attract and retain employees.	Positive impact Own operations	Actual
Working hours		
Shift work is integral to our operations for seafarers, especially in peak-seasons, which may cause excessive working hours or negatively impact their general health and well-being.	Negative impact Own operations	Potential
Adequate wages		
All employees have full freedom of association and may organize as they choose. We ensure adequate wages and benefits through collective agreements, external benchmarks, and EU legislation to attract and retain a highly motivated workforce and prevent discrimination against employees.	Positive impact Own operations	Actual
Training and skills development		
We invest in comprehensive and continuous safety training for high preparedness and a safe work environment. Our staff is also incresingly gaining knowledge and skills related to the green transition.	Positive impact Own operations	Actual
Attracting and retaining critical staff		
Access to qualified seafarers is imperative to maintain operations. The maritime industry is experiencing a shortage of qualified seafarers due to a declining and aging workforce, a challenge that particularly concerns our Norwegian operations. Therefore, it is essential to attract new talent and develop their skills by offering attractive career opportunities.	Financial risk Own operations	Potential

WORKERS IN THE VALUE CHAIN

	Type of IRO	*Likelihood*
Working conditions in the upstream value chain		
Workers in our upstream value chain may be subject to violations of local regulations and/or our supplier code of conduct, especially among suppliers operating in "high-risk" geographies or industries. E.g., shipyard activities represent an inherent heightened risk of occupational health and safety hazards, while battery and IT manufacture represent an inherent high risk of human rights violations, including child labour (cobalt) and use of conflict minerals[1].	Negative impact Value chain	Potential

CUSTOMERS AND END-USERS

	Type of IRO	*Likelihood*
Health and safety		
Health and safety incidents occur at our ferries, which can negatively affect both our workforce and our passengers.	Negative impact Value chain	Actual
Social inclusion		
Ensuring freedom of movement with our mobility services has a profound positive impact on remote and urban communities.	Positive impact Value chain	Actual

[1] Reporting of our supplier management practices is covered under the Governance chapter

SOCIAL RESPONSIBILITIES

Our people and safe operations

Health and safety at work are fundamental human rights. However, operating in the ferry industry involves inherent risks, especially for our seafarers, with accidents and shift work impacting their health and increasing the risk of injuries. As an employer, it is our duty to ensure the safety and health of our employees and anyone operating on our ferries and sites. Our commitment extends to the responsibility we have towards our employees, their families, and communities.

OUR APPROACH

To achieve a zero-accident workplace, we must foster a strong safety culture, learning from incidents, and leverage cutting-edge technology. Additionally, we need to nurture a healthy working environment to safeguard our people.

Fostering a Safety-First culture

Our safety culture is built on shared responsibility and continuous learning. Every employee, regardless of their role, contributes to maintaining a safe and healthy work environment. Regular safety drills, safety walks, toolbox meetings, and comprehensive training programs form the foundation of our safety initiatives. These efforts raise awareness and ensure employees are well-equipped to handle potential risks, both onboard and ashore.

By analyzing workplace incidents, we identify patterns and develop targeted preventive strategies. Key challenges, such as injuries caused by slips, trips, and falls, are addressed with tailored solutions, including enhanced training, operational improvements, and reinforced safety awareness.

Maintaining high standards and embracing technology

We adhere to strict national and international safety standards, including regulations set by the EU and the International Maritime Organization (IMO). Our Safety Management System (SMS) provides a comprehensive framework for safety protocols, accessible to all employees via digital platforms. Training requirements are regularly updated to reflect the latest operational needs and regulatory changes.

Technological advancements play a key role in enhancing our safety. Autonomous systems onboard our vessels reduce workloads for crew members, improve working conditions, and further strengthen our safety measures. These innovations enable us to operate with greater efficiency and reliability while maintaining the highest safety standards.

78%
OFFSHORE

~3200
EMPLOYEES ACROSS THE NORDICS

22%
ONSHORE

Long-term ambition of zero accidents workplace

Preventive measures and continuous improvement
We are committed to reducing workplace accidents and improving health and safety outcomes. To achieve this, we have implemented ambitious targets supported by advanced reporting systems, regular monitoring of KPIs, and transparent communication across departments. These tools allow us to detect risks early and foster an environment of continuous improvement.

We also have a state-of-the-art vessel simulator, to provide realistic training scenarios for our employees. The simulator is continuously updated to incorporate the latest technologies. Along with BRM (Bridge Resource Management) training, simulator training ensures that our teams are better prepared to handle any emergency.

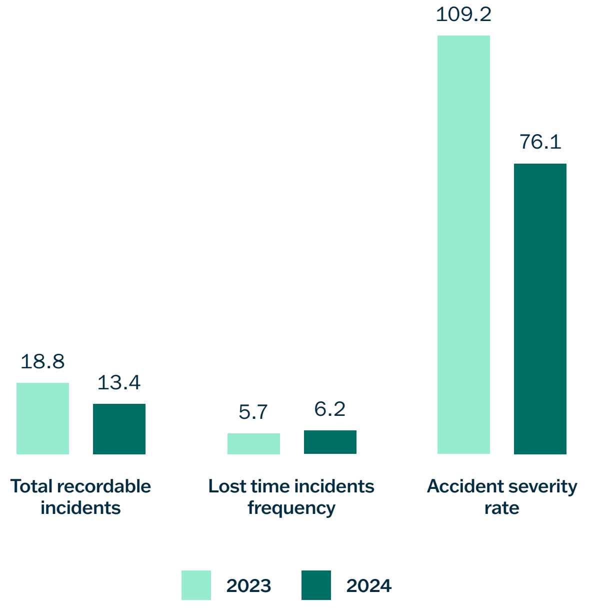
Shift work and work-life balance
Shift work is integral to our operations, especially in peak seasons. While this offers flexibility, it also presents some challenges, such as disrupted sleep, insufficient rest, and potential negative health consequences. To address this, we prioritize safe, balanced working conditions across seafaring and onshore roles, adhering to international conventions (IMO, MLC, STCW) and national labor laws in Denmark, Norway, and Sweden.

We have implemented digital tools for tracking work hours, ensuring compliance, and supporting crew planning. We offer flexible working options, including signed-on rotations and day shifts for specific routes, to help employees balance professional and personal responsibilities. During high-demand periods, like summer and holidays, we optimize scheduling to ensure adequate rest and promote safety and satisfaction. For onshore employees, flexible arrangements include opportunities for remote work. All employees have access to family-related leave.

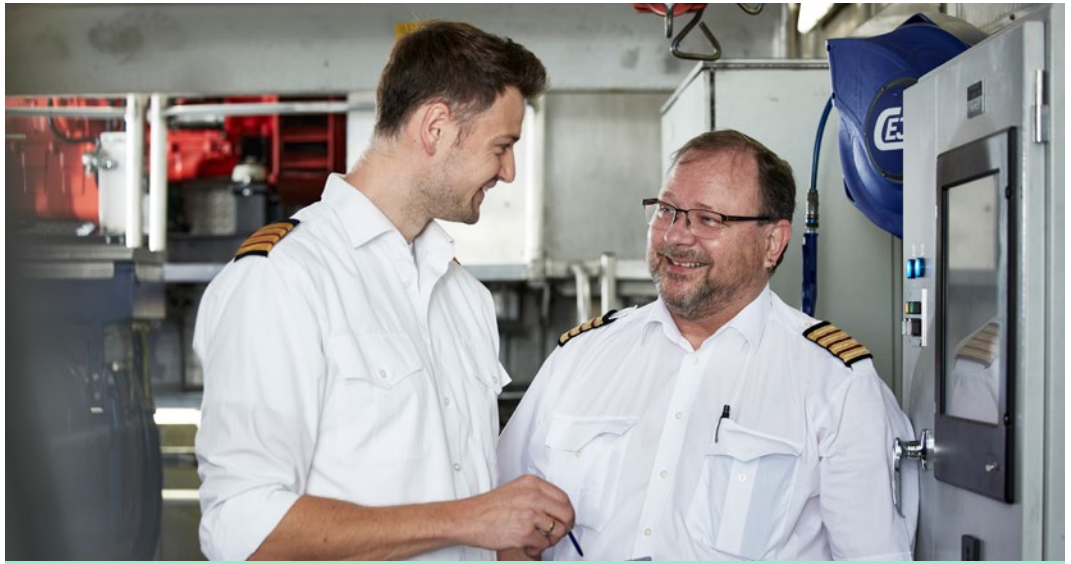
Employee engagement and well-being
A healthy working environment is integral to our efforts to safeguard our people. We focus on systematic and preventive risk management, supported by dedicated HSE professionals. We also provide regular health check-ups and training in conflict management and harassment prevention. Programs such as "Be a Buddy, not a Bully" and partnerships with organizations like Sea Health & Welfare further promote well-being at work.

Employee engagement surveys have been conducted to identify areas for improvement, and new engagement surveys are planned during 2025.

OUR PROGRESS
In 2024, we recorded 28 occupational accidents (Lost time incidents), resulting in a Lost Time Injuries Frequency Rate (LTIFR) of 6.16. The most common injuries included falls, crush injuries, and burns. While these numbers represent ongoing challenges, they are lower than industry averages. Targeted follow-up and measures have been implemented, including regular safety campaigns, training, and knowledge sharing, to strengthen competence and foster a learning culture to reduce workplace accidents going forward. There were no fatalities during the year.



FORWARD FOCUS
We are committed to building a future where workplace accidents are not just reduced but eliminated entirely. Through diligent reporting, analysis, and preventive measures, we will continue to reduce risks and enhance workplace safety. By investing in our safety culture, workforce, and technological advancements, we aim to set new standards for safety excellence in the maritime industry. Our ambition is that every journey is not only efficient but also safe for everyone involved.



Strengthening safety culture: Confronting the issues

We have approximately 2 500 seafarers operating 57 routes on 92 different vessels, handling more than 25 million passengers annually through multiple shifts. Maintaining a strong safety culture across teams requires continuous and consistent effort. Over the past years, we have established forums, activities, and processes to ensure a unified approach to safety.

Recognizing that a good safety culture is perishable, we always seek opportunities to introduce novel forms and formats to keep core messages engaging and relevant.

In 2024, we placed extra emphasis on sharing personal experiences. A series of articles featuring crew members who encountered incidents - such as quay collisions, falls, and cuts - has humanized these events, making them more relatable and turning mistakes into valuable learning opportunities.

Although the precise impact of individual efforts is hard to quantify, we are pleased to report a reduction in total recordable incidents. This improvement is also reflected in our overall lost time injuries, with the company's accident severity rate decreasing from 109 to 76. This translates to a 33% reduction in the number of sick days related to workplace accidents from 2023 to 2024. In 2025, our dedicated work on safety culture will continue, aligned with the company's ambition to continuously reduce workplace accidents and their severity. In 2025, our dedicated work on safety culture will continue, aligned with the company's ambition to continuously reduce workplace accidents and their severity.

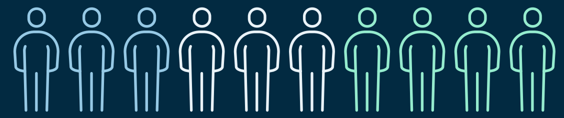
SOCIAL RESPONSIBILITIES

Equal treatment and opportunities for all

Diversity, fair pay, and opportunities to grow are key to workforce resilience. Being able to attract and recruit diverse talent can contribute to a richer and more balanced workforce pool and help to reinforce this resilience.

GENDER DISTRIBUTION

AGE DISTRIBUTION



50%
EMPLOYEES BASED IN NORWAY

42%
EMPLOYEES BASED IN DENMARK

8%
EMPLOYEES BASED IN SWEDEN

OUR APPROACH

As stated in our Code of Conduct, we support equal opportunities and promote an environment where everyone is treated with fairness and respect. We have zero tolerance for discrimination and sexual harassment in the workplace.

We apply transparent salary structures and job evaluation frameworks, ensuring equitable growth opportunities for all. Collective bargaining agreements guarantee fair pay for officers, while office workers align with the EU Pay Transparency Directive. Using job architecture and country-specific salary matrices, salaries are based on responsibility and performance, not personal characteristics. The HR function of Torghatten and Molslinjen are responsible for following up equality and diversity in the Group.

Fair compensation

Adequate wages are maintained through compliance with legislation, collective agreements, and standardized salary bands for non-covered roles, reflecting organizational values. To address a historical gender pay gap, particularly in leadership functions, we have implemented salary reviews and external benchmarking. Collective agreements and annual wage negotiations ensure salaries are adjusted each year. These efforts foster fairness and support workforce well-being and stability.

OUR PROGRESS

Overall, our workforce is well-balanced in terms of age and gender distribution. The overview shows, however, that most officers fall into the age group above 50 years. Furthermore, despite having a large female workforce, most officers and management representatives are men. While this is not uncommon for our industry, we have several initiatives supporting a more balanced and diverse workforce.

In 2023, Molslinjen signed the Charter for More Women in Shipping and were nominated for the Danish Shipping's Diversity (DEI) Award. Our efforts focus on increasing female representation, particularly among Able Seafarers (AB)[1], through leadership training, panels for young seafarers, and DEI discussions. We also implement gender-neutral job ads, diverse interview panels, and balanced shortlists to attract more diverse talent.

To attract and retain young talent, we offer apprenticeships, internships, and hands-on maritime training. We visit youth fairs and schools to promote careers as engineers, deck officers, ship cooks, and maritime electricians. Torghatten offers onboard internships, while Molslinjen's Unge Bølgebrydere strengthens young employees' voices. In Denmark, we also participate in a joint industry collaboration training program for deck assistants and officers, and in Sweden, we even support a ship cook education to meet the increased industry demand.

In Norway, the industry collaborates on initiatives aimed at recruiting both young people and women. Torghatten also takes an active part in the industry's ongoing campaign against bullying and harassment in the maritime sector, organized through NHO Sjøfart.

FORWARD FOCUS

Looking ahead, our goal is to foster an inclusive culture that attracts diverse talent. Over time, we aim to ensure a balanced gender and age composition across the Group. Addressing language barriers and enhancing cultural diversity remain priorities.

[1] An Able Seafarer help with the navigational watch, ensure deck safety and work on keeping all the deck machinery maintained.

SOCIAL RESPONSIBILITIES

Performance data: Our workforce

Employee data	Unit	2024	2023
Total number of employees NFI Group	Head count	3 233	n.a.
Norway (inc. NFI HQ)	Head count	1 625	n.a.
Sweden	Head count	246	n.a.
Denmark	Head count	1 362	n.a.
Average number of employees	FTE	2 464	2 517
Employee turnover rate	Head count	20%	n.a.

Health and safety	Unit	2024	2023
Total recordable injuries	Number	61	89
Lost-time injuries (LTIs)	Number	28	27
Lost-time injury frequency (LTIF)	Injuries per million hours worked	6.16	5.71
Accident severity rate (ASR)		109.24	76.09
Fatalities	Number	0	0
Permanent disability cases	Number	0	0
Sickness absence			
Short-term	%	2.4 %	2.3 %
Long-term	%	3.0 %	3.0 %
Total	%	5.4 %	5.3 %

ACCOUNTING POLICIES AND METHODOLOGY

All figures are reported by 31.12

Employee data

Employee data is recognized based on records from NFI's ordinary registration systems and is determined as the number of employees at the end of the reporting period. Employees who have left the company are recognized until the expiry of their notice period, regardless of whether they have been released from all or some of their duties during their notice period.

Head count is the number of employees employed by the Group, including full-time, part-time, seasonal, and temporary workers.

The number of FTEs is determined as the number of employees converted to full-time equivalents. The figure is reported on average for the reporting year.

Turnover

The employee turnover rate is calculated as the number of permanent employees who have left the company (excl. Divestments) relative to the average number of permanent employees in the financial year. The figure includes seasonal workers.

Group Executive Team

NFI Group CEO and his direct reports (incl. CEO of Torghatten and Molslinjen, respectively)

Senior directors and above

Direct reports to the Group Executive team (Torghatten and Molslinjen's management teams, senior directors and head-of)

Health and safety

The scoping and consolidation of safety data entails that we include 100% of injuries, hours worked, etc., from all operations where NFI Group is responsible for HSE safety.

Lost Time Incident Frequency (LTIF) is defined as injuries that result in an incapacity to work for one or more calendar days in addition to the day of the incident. The LTIF is calculated as the number of lost-time injuries per one million hours worked. The number of hours worked is based on 1,667 working hours annually per full-time equivalent and monthly records of the number of employees converted into full-time equivalents.

Total recordable injury frequency (TRIF) is calculated in the same way as LTIF, but in addition to lost-time injuries, TRIF also includes injuries where the injured person is able to perform restricted work the day after the accident as well as injuries where the injured person has received medical treatment.

The Accident Severity Rate (ASR) measures the extent or frequency of absence days resulting from workplace injuries per million working hours. Absence days are defined as the total number of lost workdays from the first day after the injury occurs, relative to the total number of workdays the injured party is absent. If the injured party can be assigned to other or alternative work, the injury is not classified as an absence injury.

Fatalities are the number of employees and contractor employees who lost their lives as a result of a work-related incident. Fatalities are included in both LTIs and TRIs.

Sickness absence is calculated as the ratio between the number of sick days and the planned number of annual working days.

Equal treatment and opportunities

Gender diversity

Gender distribution of the total workforce in NFI Group, covering contractually employed employees at the end of the reporting period (head count).

Employees per contract type

Employees on permanent contracts include all employees on permanent, non-time-bound contracts. Employees on temporary contracts include all employees on time-bound contracts.Temporary contracts may also include employees on non-guaranteed hour basis due to seasonal workers.

Collective bargaining

Share of employees covered by collective bargaining agreements.

Gender pay gap

The difference of average pay levels female/male employees, expressed as % of average pay level male employees.

Parental leave

Employees who have received salary while on parental leave are included.

Gender diversity	**Unit**	**2024**
Board of Directors	Head count	10
Female representation	%	40 %
Group Executive Team (C-suite)	Head count	5
Female representation	%	0 %
Senior directors and above	Head count	22
Female representation	%	32 %
All employees	Head count	3 233
Female representation	%	27 %
Contract type	**Unit**	
Permanent employees	Head count	2134
Temporary employees/ seasonal workers	Head count	373
Part-time employees	Head count	719
Age diversity	**Unit**	
Under 30 years	Head count	27 %
30-50 years	Head count	32 %
Above 50 years	Head count	41 %
Collective bargaining	**Unit**	
Group total	%	77 %
Norway	%	67 %
Sweden	%	100 %
Denmark	%	85 %
Gender pay gap		
Norway		21.1
Sweden		13.2
Denmark		19.5
Parental leave	**Unit**	
Number of employees taken parental leave	split female/male	15/73
Average weeks	split female/male	15.6/13.1

SOCIAL RESPONSIBILITIES

Consumers and end-users

The mobility need of customers is a main driver of our business performance and community impact. This mobility and freedom of movement is served with a strong focus on passenger safety. We are not just a transport company. Our services break down physical, social, and economic barriers, ensuring transport is a right accessible to everyone, regardless of circumstance or ability.

OUR APPROACH

Social inclusion through mobility

With over 25 million passengers transported annually across 57 routes in the Nordics, we have an important role in connecting communities and enhancing mobility within and across borders.

Our operations play a vital role in preventing isolation and fostering social and economic participation. We operate 92 vessels and serve a great variety of populations traveling across islands, remote and urban areas, and fjord regions. Our contracts with the public sector highlight our role in maintaining essential infrastructure, enabling people to engage in social and economic activities. We are proud of operating significant lifelines for communities and to serve and maintain a strong coastal culture in the Nordics.

Reliable and affordable transport options are important as we try to enhance mobility for all, including individuals with reduced mobility. Dedicated initiatives such as ramps, elevators, and onboard assistance ensure inclusivity and accessibility, making travel feasible for diverse passenger needs.

Passenger safety

The safety of our passengers is our highest concern. On all voyages, we always prioritize their safety and well-being, to create a confident and enjoyable journey.

The importance of safety for our passengers is no different from the safety of our own workforce. As previously alluded to, our highly trained crew conduct regular drills and realistic simulations to prepare for emergencies at sea or in port. Clear safety instructions are provided onboard, with special attention to passengers with disabilities to ensure inclusive care and assistance.

Our high-level actions include compliance with rigorous safety standards, the use of cutting-edge technology, and strict compliance with international regulations. Vessels are equipped with advanced safety systems, including life-saving equipment and fire detection systems, which ensure swift responses to potential hazards.

In 2024, we recorded 26 passenger injuries, most of them due to falls. We had no serious passenger injuries that have led to disability or permanent incapacity for work.

We continuously analyze passenger-related incidents to improve safety measures and integrate these lessons into future vessel designs. New ships feature state-of-the-art evacuation technologies and innovative safety systems to enhance security. Feedback from passengers helps refine our protocols and meet expectations for a secure travel experience.

Molslinjen customer promises:

SAFETY:
We address safety and compliance proactively to protect passengers and crew.

RELIABILITY:
Adhering to schedules and fulfilling commitments ensures trust and dependability.

SERVICE-MINDED:
Our teams are helpful, communicative, and dedicated to providing the best travel experiences.

KOMBARDO!:
We are informal, straightforward, and down to earth. We welcome everyone with a twinkle in the eye.

GOVERNANCE

Governance

Overview of our material impacts, risks and opportunities (IROs) related to Governance are presented below, and how we manage them are described in the following pages.

BUSINESS CONDUCT	*Type of IRO*	*Likelihood*
Corporate culture		
Risks associated with unethical or illegal actions, such as corruption and bribery of individuals or other breaches of regulations, standards, and/or our Code of Conduct, can undermine our commitment to responsible business conduct. Opportunities associated with responsible business conduct.	Negative impact Positive impact	Potential
Payment practices towards suppliers		
NFI may have a negative impact on suppliers and sub-contractors through our payment practices, e.g., through extended payment terms or late payments that may strain the supplier's working capital and affect their financial and operational stability, especially with regard to late payments for small and medium-sized undertakings.	Negative impact	Potential
Management of relationships with suppliers		
Risk of suppliers not complying with our expectations including Supplier Code of Conduct, could lead to NFI being subject to human or labour rights violations, corruption, bribe or other incidents negatively affecting the Group's reputation and trust with customers and other stakeholders.	Negative impact	Potential

	Type of IRO	*Likelihood*
Corruption and bribery		
Corruption and bribery are relevant risks for particular internal functions. There is also a risk that suppliers and business partners (e.g., those operating in high-risk countries) become subject to corruption and bribery, which could harm stakeholder relationships and our own reputation.	Negative impact	Potential
Cyberattacks		
Cyberattacks targeting navigation and automation systems can lead to vessel collisions, which would disrupt operations and compromise safety. Furthermore, a hacker attack may compromise the protection of privacy data related to our staff, customers, and business partners.	Negative impact	Potential
Cybersecurity		
Cybersecurity incidents and financial fraud may cause significant financial losses.	Financial risk	Potential

GOVERNANCE

Governance and business conduct

Good governance ensures trust, transparency, and accountability. What we care about is reflected in our values, which are key to fostering a strong corporate culture and underpin our business conduct policies, both in our own company and in our value chain.

Our values

Molslinjen and Torghatten bring unique values and cultural strengths. These values have been defined bottom-up and are important for all that we do.

MOLSLINJEN	TORGHATTEN
Efficiency, Respect, Innovation, Collaboration	Reliability, Attentiveness, Proactivity, Inclusivity

OUR APPROACH

Fostering a collaborative corporate culture

2024 was marked by increased interaction and collaboration across the NFI Group, driven by the establishment of centres of excellence within ESG, procurement, tendering, and newbuilds. Different cultures provide rich perspectives in the development of common business plans and the implementation of shared systems, policies, and procedures.

At the turn of the year, the Board adopted a Group-wide Code of Conduct, Supplier Code of Conduct, and Anti-corruption and Anti-bribery policy, as well as a framework for governance documents. These key policy documents were developed with local representatives and clearly state our commitment to fostering a healthy common corporate culture promoting responsible and ethical business conduct.

Code of Conduct

At NFI, we want ethical, responsible, and sustainable business conduct to be at the heart of everything we do. Our Code of Conduct defines our expectations for everyone working in the NFI Group, and reflects shared principles such as respect, fairness, and sustainability. It addresses key areas such as human rights and working conditions, environmental impact, business conduct, and information handling. The Code of Conduct plays a key role in bolstering a shared culture through defined guidelines and serves as a reference for decision-making across the companies in the Group. By maintaining accessible and transparent policies, we ensure employees understand their rights and responsibilities and, in turn, enhance trust and accountability.

The Code of Conduct is overseen by the NFI Head of Group ESG and Chief HR Officers in Torghatten and Molslinjen, respectively.

Anti-corruption

We apply a strict zero-tolerance policy against corruption, bribery, and unethical business practices. While based on existing principles, the new Anti-Corruption and Anti-Bribery Policy formalizes our commitment to high ethical standards across the NFI Group. The policy ensures compliance with international anti-corruption principles and laws while prioritizing transparency, accountability, and ethical standards in all business dealings.

Reporting and handling of concerns

A cornerstone of our strategy is cultivating an open and inclusive culture where employees feel empowered to raise concerns and share ideas. According to our Code of Conduct, all employees are encouraged to speak up and immediately report suspected violations of the Code or other unethical conduct. Employees are encouraged to report concerns to their immediate manager or to use local whistleblowing channels, which allow for secure and confidential reporting. Reports can be submitted anonymously or openly. Torghatten's and Molslinjen's HR functions are entrusted with handling and monitoring reported concerns.

In 2024, we received 38 cases through the local whistleblower systems, of which 10 were reports of concern. The topics primarily related to harassment, unwanted attention, and other conduct affecting integrity and the working environment. All reports were followed up in accordance with protocol. By the end of the year, nine of the reports were resolved, while the last one is under investigation.

FORWARD FOCUS

The new Code of Conduct and Anti-corruption Policy sets a strong benchmark for ethical business operations. The focus in 2025 will be to roll out these new policies to all employees in the Group, with related training and awareness campaigns alongside how to report concerns. Implementing feedback mechanisms and encouraging early reporting will enable us to proactively address potential risks. By embedding these standards into daily practices, NFI aims to build trust, foster fair competition, and demonstrate leadership in promoting corporate integrity.

In addition, we will conduct regular assessments to identify vulnerabilities and implement appropriate controls and measures to address them. The policies will be subject to periodic reviews to ensure they remain effective and adapt to evolving risks.

GOVERNANCE

Supplier management and workers in the value chain

As a leading ferry company, we recognize our responsibility to ensure that our operations, both at sea and on land, respect and promote human rights and proper labor conditions throughout our value chain.

OUR APPROACH

Our suppliers and business partners provide the products and services necessary for delivering safe and reliable transportation solutions to our customers, from vessel design and construction to running operations, repair, and maintenance. By leveraging our purchasing power, we believe procurement plays a strategic role in our sustainability efforts. To support this, we expect the companies we work with to conduct their business and supply chains in compliance with national laws and with respect for international labor and human rights standards, including the International Bill of Human Rights, International Labour Organisations (ILO) core labor rights, and Maritime Labour Convention (MLC) for employees at sea.

Drawing upon existing policies and procedures from Torghatten and Molslinjen, we developed a new joint Supplier Code of Conduct in 2024. The Supplier Code of Conduct outlines clear expectations to promote sustainability, integrity, and human rights across the value chain, in line with ensuring our business partners actively contribute to our shared goals. The supplier Code will be actively discussed and included in all relevant contract negotiations going forward, and our suppliers are expected to report any breaches immediately if such occurs.

We have established a risk-based framework for assessing the risk of human and labor rights violations, based on the OECD Due Diligence Guidance for Responsible Business Conduct. The framework was established in connection with the implementation of the Norwegian Transparency Act in 2022-23 for Torghatten and in 2024 for NFI, and the first joint report was published in June 2024.

In accordance with the Transparency Act, due diligence shall be carried out regularly and in proportion to the size and nature of the business, the context of its operations, and the severity and probability of adverse impacts on fundamental human rights and decent working conditions.

Our high-level supplier due diligence is performed through a tool that performs risk assessments mainly based on geographical locations and industry codes (NACE) and spending during the year. Selected suppliers considered to be medium-to-high-risk suppliers are thereafter assessed further through a self-assessment questionnaire. The suppliers are then followed up based on their response and information provided.

OUR PROGRESS

NFI has commercial relationships with approximately 12,500 first-tier suppliers, including shipyards, harbors, energy suppliers, and manufacturers of technical parts for our vessels. Our suppliers are primarily located in Norway, Denmark, and Sweden, but we also have suppliers from other European countries as well as the USA and Asia.

In 2024, our primary yard activities were conducted across Europe, including Turkey and Norway, exposing NFI to risks related to worker health and safety, overtime, and hazardous waste management within the value chain. Throughout the year, Torghatten and Molslinjen carried out five independent inspections at yards in Turkey, Poland, Lithuania, and Norway, respectively, without identifying any critical issues. Additionally, we have seen an increase in battery suppliers due to the electrification of our vessels, which presents significant social risks due to the long and complex supply chain. Despite the inherent risks associated with yard activities and sourcing products from high-risk areas, we have not identified any actual violations of human rights or labor standards.

Further information will be disclosed in the Transparency Act report, which will be published on our websites by 30 June 2025.

FORWARD FOCUS

In 2025, NFI Group is strengthening its procurement function and will subsequently review and improve its framework for supplier management and due diligence methods, as well as enhance internal competence to support responsible procurement practices. In addition, the new Supplier Code of Conduct will be communicated to new and existing suppliers and business partners.

GOVERNANCE

Cybersecurity: Safeguarding maritime operations and data

Cyber threats in the maritime industry pose significant risks to both safety and operational continuity. As we increasingly rely on digital systems, potential hacker attacks on navigation and automation systems could result in severe incidents, such as vessel collisions, environmental damage, or delays that impact both passengers and freight. Cybersecurity is integral to our governance and risk management framework.

OUR APPROACH AND PROGRESS

We recognize the severe and complex nature of cybersecurity risks within the maritime industry. Safeguarding sensitive data belonging to customers, employees, and business partners is essential for maintaining trust and compliance with existing and upcoming regulatory requirements. Our ongoing commitment highlights our responsibility to protect operations and sensitive data, ensuring trust and operational continuity across the Nordic region.

Cybersecurity efforts are locally driven by Torghatten and Molslinjen, each leveraging tailored solutions to address unique operational challenges. Employees undergo regular security awareness training, both as part of the onboarding process and continuously during the employment period.

Torghatten began implementing an Information Security Management System (ISMS) based on the ISO 27001:2022 standard at the end of the year. This initiative aims to strengthen internal processes and controls to safeguard critical systems and data. Additionally, Torghatten has implemented security monitoring provided by third-party SOC, and consolidation of endpoint security monitoring across the company.

Molslinjen has implemented an ISMS aligned with the ISO 27002:2022 standard, encompassing policies and processes for risk management, supplier management, and business recovery plans. Regular penetration testing is conducted on critical systems, and a dedicated Chief Information Security Officer (CISO) helps mitigate and eliminate threats. This ensures advanced cybersecurity protocols are in place to protect critical systems both onboard and onshore.

There were no cybersecurity incidents during 2024.

FORWARD FOCUS

In line with the upcoming implementation of the EU's NIS2 Directive, which applies to ferry operators providing critical infrastructure, NFI is expanding its cybersecurity framework to address both IT and OT systems. While ISO/IEC 27001:2022 remains the recommended standard for IT systems, compliance with the IEC 62443 series is increasingly emphasized for Operational Technology, including systems on the bridge, in the engine rooms, and other technical areas on board vessels, as well as land infrastructure. Together, these frameworks provide a comprehensive foundation for resilience against evolving cyber threats in maritime operations.

03

FROM THE BOARDROOM

Managing performance

LETTER FROM THE CHAIRPERSON

Chairperson’s letter

It has been a transformative year for NFI, due to our continued focus on innovation and the strengthening of how we work together within the Group. As climate change and technological disruption continue to reshape societies and industries, our expanding group is capital- izing on new opportunities which drive long-term value.

In today´s rapidly changing environment, a more dynamic approach and speed are required. Therefore, I am thrilled to lead a board in NFI that collectively has a wealth of experience across industries and sectors, the courage needed to make the appropriate decisions, a collaborative mindset, and the right vision for the future. Together with the equally experienced management team and our dedicated employees, we continued to unleash the company’s potential last year – by realizing gains in growth and efficiencies. In 2024, NFI increased revenue and strengthened our financial performance, while also improving organizational effectiveness and customer satisfaction. We did it despite uncertainty stemming from macroeconomic and geopolitical events. And we do business while making truly meaningful contributions to our communities, as a reliable provider of essential ferry services along the Nordic coastlines.

As our customers and stakeholders continue to embrace the digital possibilities to better plan for their travel and transportation needs, we as a company must expand our technology and digital capabilities to effectively serve them. It makes me proud when Molslinjen and Torghatten, our primary business units, are recognized again and again among the most innovative companies in their respective regions. Winning the prestigious Franz Edelman award for digitalization and AI last year is testimony to our progress within technology and tech-enabled processes. We have also become an attractive workplace for young talent, and through so-called “Centers of Excellence” we let them grow and develop together with NFI leadership and those more experienced with product and operations. The passion and results created are remarkable, evident in everything from ESG and procurement to new technology application and vessel design. Always with safety in mind, new technology has - in addition to increased utilization, travel comfort, and lower emissions - proven to be very efficient in our efforts to reduce serious safety incidents.

The regulatory and planetary requirements to decarbonize is a huge challenge for all involved. As the move to sustainability reshapes the economy and the competitive environment, we must transform our business in order to navigate the risks and leverage the opportunities. Building the world´s two largest hydrogen ferries is a major milestone for us in our transition. 2024 was a successful commercial year, with NFI winning several tenders - including tenders where we have contracted six zero-emission vessels. In addition, NFI also secured new financing to fund a pipeline of new eco-friendly vessels. With NFI´s climate targets now validated by the Science Based Targets initiative, our priorities in this regard are clear. However, in order to achieve the ambitious goals set by policymakers, it is important that the right support and framework conditions are in place, as well as a collaborative and constructive dialogue between regulators and the industry.

My final point again brings me back to our most important factor – our people. We had a high pace of change last year, and this will continue into 2025 as well. It has brought us forward as an organization, but at the same time, we recognize that change itself can be unsettling. We will continue to oversee the health of the organization and make sure we are driving the change in a suitable way.

On behalf of the entire board, let me express our sincere gratitude for the tremendous work done throughout the organization during the past year, whether at sea or on land. We look forward to another exciting year together.

Niels Smedegaard
Chairperson

FROM THE BOARDROOM

Board of Directors

NIELS SMEDEGAARD
CHAIRPERSON

Current position(s): CoB ISS, CoB Falck, Vice Chair TT Club, BoD UKP&I

Previous experience: CEO DFDS, CoB Norwegian Airlines, BoD Interferry

DAG MEJDELL
VICE CHAIRPERSON

Current position(s): CoB Gjensidige, CoB Mestergruppen, CoB Elopak

Previous experience: CEO Posten Norge, CoB Norsk Hydro, CEO Dyno Nobel

ROGER GRANHEIM
BOARD MEMBER

Current position(s): CEO Frøy Kapital, BoD Måsøval, CoB Oceantech

Previous experience: CEO Torghatten Group, CEO Fosen, CoB Widerøe, CoB NTS

MERETE ELDRUP
BOARD MEMBER

Current position(s): CoB Nykredit, CoB Københavns Universitet, CoB Egmont

Previous experience: CEO TV2 Den-mark, BoD Ramboll

LIV MONICA STUBHOLT
BOARD MEMBER

Current position(s): Partner in law firm Selmer

Previous experience: Senior VP Kvaerner, Deputy Minister for the Centre Party

JOHN ÖSTERLUND
BOARD MEMBER

Current position(s): Managing Director EQT Partners

Previous experience: M&A/Corporate Finance at Goldman Sachs

CARL SJÖLUND
BOARD MEMBER

Current position(s): Partner EQT Part-ners, BoD GlobalConnect

Previous experience: J.P. Morgan, BoD NORD, Mongstad Group, Tampnet, Zayo and WASH

ALEXANDRA BRÄNDHOLM
BOARD MEMBER

Current position(s): Vice President EQT Partners

Previous experience: Investment Banking Analyst at Goldman Sachs

HANS ANDERS STENSETH
BOARD MEMBER

Current position(s): Employee representative, Captain Torghatten

MARIANNE VÆVER
BOARD MEMBER

Current position(s): Employee representative, Barista Molslinjen

FROM THE BOARDROOM

Board of Directors report

MARKET DEVELOPMENTS 2024

With a revenue growth of 6% in 2024 NFI has further strengthened its market position. The win of several new concession contracts in the Norwegian market, and defending existing ones, underlines our strong position. Additionally, the organic entry into Sweden - serving the Koster Islands - is a major highlight that is considered a gateway to further expansion in the Nordics.

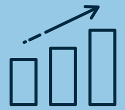
Continued investments in new technologies, restructuring of the local business units, and establishment of several centers of excellence, has provided NFI with increased sharing of best practices, economies of scale and improved capabilities. This will further strengthen NFI's position as a provider of critical infrastructure.

2.5%

TORGHATTEN'S REVENUE GROWTH 2024

6.7%

MOLSLINJEN'S REVENUE GROWTH 2024



NORWAY

Torghatten had a 2.5% revenue growth during 2024 compared to the prior year. Despite continued inflationary pressure and increased costs across several input factors, market conditions in 2024 remained broadly stable. Torghatten's contract portfolio is safeguarded by contractual mechanisms that compensate for the majority of variable cost increases. A long pending dispute with the National Road Administration relating to compensation after the introduction of CO2 fees on LNG in 2021 was resolved in 2024, where the court in a precedent-setting decision ruled in favor of Torghatten.

Torghatten's market position remains very solid, supported by strong retention rates of existing concessions and a record number of new concession wins. However, like the broader industry, Torghatten faced growing staffing challenges, particularly during the peak summer season. This contributed to higher costs due to increased use of overtime and hiring of temporary staff. Several measures have been implemented to improve seasonal staffing in 2025.

In 2024, Torghatten went through an internal restructuring aimed at streamlining operations and strengthening long-term competitiveness. The tendering and technical departments were centralized at headquarters, enabling a more agile and specialized response to increasingly complex public procurement processes.

2024 marked another year of technological progress. Torghatten signed a landmark contract for the construction of the world's two largest hydrogen ferries, to be deployed on Norway's longest ferry route. This project not only represents a major leap in green ferry technology but also supports local job creation through the parallel establishment of a hydrogen production facility in collaboration with GreenH. Torghatten was named one of Norway's most innovative companies, reflecting continuous advancements in automation, operational technology, and vessel autonomy.

Torghatten's investment portfolio reached historic levels in 2024, with an all-time high in newbuilds and retrofits. These initiatives are central to Torghatten's fleet renewal program and long-term green transition, including full electrification of the Bognes–Lødingen route, which now features one of the most powerful ferry charging system in the world.

DENMARK AND SWEDEN

Molslinjen delivered a revenue growth of 6.7% in 2024 compared to the prior year, despite reducing number of departures on Kattegat after the layup and sale of vessel Max. Increased revenues and lower operating costs underscore the stable and efficient operations of Molslinjen.

On the Kattegat corridor, connecting Jutland and Sealand, the high-speed ferries saw a positive development in 2024. The number of cars transported had an increase of 1.3% compared to 2023. Molslinjen has developed plans for the decarbonization of the route.

On the Øresund corridor, Molslinjen is moving further towards zero emissions operations by investing in a battery conversion project for the vessel Hamlet with expected completion in December 2025. The sister ferries Aurora and Tycho Brahe have already been converted to battery operations. Molslinjen has also invested in enhanced onboard experience with one new restaurant opened, and one re-opened after undergoing a full interior refurbishment. Both restaurants on Øresund are nominated for the prize Best Restaurant in Helsingborg.

On the West corridor, Molslinjen have rewon the concessions for the Alslinjen and Samsølinjen routes for the next 10-year period. The tenders were organized by the Ministry of Transport and included requirements to ensure zero or close to zero CO_2 emissions from the ferry operations. The two new electric ferries are planned to be launched in Q2 2025.

During 2024 Molslinjen continued to integrate the Øresundslinjen organization into the Molslinjen setup across all departments, securing common IT platforms and commercial approach to the markets. Further alignment across the NFI secures benefits related to new builds, tenders and economies of scale.

For detailed information on NFI's operations and strategy, refer to chapter one of the annual report.

See also:

- Highlights from 2024

FINANCIAL PERFORMANCE

Profit and loss

NFI achieved an operating profit before depreciation (EBITDA) of 2 726 MNOK in 2024 (2 363 MNOK), an increase of 15.3% and operating profit of 840 MNOK (633 MNOK), an increase of 32.8%. Total operating revenues were 8 958 MNOK in 2024 (8 452 MNOK), equivalent to an increase of 6%. Total comprehensive income for the group ends up at 97.9 MNOK compared to 64.8 MNOK in 2023.

Financial position

Total assets increased by 1 125 MNOK (3.3%) and ended at 35 218 MNOK (34 093 MNOK) at the end of 2024. Current liabilities amounted to 1 999 MNOK (1 741 MNOK) and increased by 14.9% compared to 2023. Non-current liabilities were 20 950 MNOK (20 170 MNOK), an increase of 780 MNOK or 3.9% compared to 2023. At the end of 2024 total equity ended at 12 268 MNOK (12 183 MNOK) with an equity ratio of 34.8% (35.7%).

NFI's financial position is solid and maintain a well-balanced split between financing through equity and debt with only minor changes from the previous year.

2 726 MNOK

EBITDA

Cash flow

Total cash flow from operations was 2 536 MNOK (2 267MNOK), while earnings before interest, tax, depreciation and amortization (EBITDA) amounted to 2 726 MNOK (2 363 MNOK). Investment activities ended at net - 2 073 MNOK (- 3 939 MNOK) and relates mainly to purchases and proceeds from sales of property, plant and equipment. The big reduction in 2024 compared to 2023 relates to the acquisition of Øresundslinjen in 2023. Financial activities were -973 MNOK (2 840 MNOK), which were mainly linked to down payments of shareholder loans in 2024 compared to issuance of equity and proceeds/repayment of borrowings in 2023. Including net foreign exchange differences this gave a net change in cash for the year of -520 MNOK in 2024 (1 196 MNOK). At year end 2024 NFI had a cash balance of 1 175 MNOK (1 696 MNOK).

NFI met its financial targets for 2024 and is in a good position to continue its current growth path. With a large part of revenues secured through long-term contracts and historically strong defence rates, the main uncertainties relate to traffic development on the perpetual routes and uncertainty relating to currency fluctuations and future energy prices.

RISK & RISK MANAGEMENT

Foreign exchange

NFI is financially exposed to foreign currency risk through purchase of oil and gas, spare parts and capital expenditure from new builds and retrofits at foreign shipyards as well as financing in Danish Krone (DKK) and Euro (EUR). Functional and reporting currency in Norwegian krone (NOK). Management is continuously assessing the group's foreign exchange risk to decide if any actions are needed to reduce the risk.

Commodity price risk / Energy price risk

NFI is affected by the price volatility of oil together with general supply-/price risk of raw materials. It is the company's policy to continuously secure a share of the next three years' oil consumption. For details on oil price hedges, refer to section six of the notes in the financial statements. In terms of risks related to electric power NFI has partly mitigated the risk with fixed price contracts and surcharges.

Credit risk

As the NFI sources its revenue from ticket sales to travellers and publicly granted concessions from state authorities, county or municipality, the credit risk related to sales is assessed to be low. In derivative trading the counterparty is banks and thus the risk related to this is assessed to be low as well.

Interest rate risk

NFI is exposed to interest rate risk through its interest-bearing liabilities with floating interest rates. To mitigate the risk NFI has entered into interest rate hedges to reduce the volatility in fluctuating interest rates. For details on interest rate hedges, refer to section six of the notes in the financial statements.

Liquidity risk

NFI's operations and strategy of investing in a more sustainable fleet require available funding and liquidity. The objective is to maintain a balance between continuity of funding and flexibility through the use of excess liquidity from operations together with undrawn portions of existing credit facilities and new loan facilities to secure short- and long term- liquidity needs.

Climate risk

The company is exposed to transition risks and physical risks related to climate change that may have a positive or negative financial impact. The financial impact of climate-related risks is assessed regularly and incorporated in NFI's financial planning via business planning, forecasting and risk management processes. Refer to note 7.1 in the financial statements for additional details on climate risk.

Macroeconomic and geopolitical risk

The geopolitical situation is shifting rapidly, leading to reduced predictability and increased risks of changes that will impact the group's operations, development and strategy. Ongoing conflicts and wars, trade barriers, volatile prices and a shift in the dynamics between countries increase risk exposure on business across border, mainly in terms of ongoing and future contracts with foreign shipyards. To mitigate this risk NFI enters turnkey contracts.

For further details on financial risks refer to note 6.4 in the financial statement.

2 536 MNOK

OPERATING CASH FLOW

REMUNERATION OF SENIOR EXECUTIVES

Guidelines for the remuneration of senior executives are presented to the general meeting in the company as a briefing matter. Salary and any other remuneration paid to the CEO is determined by the company's Board of Directors. The company's Board of Directors has delegated to the CEO, the responsibility for determining salaries to other senior executives of NFI. The principles to determine remuneration is in line with market practice. For further information on remuneration please refer to the notes in the financial statement.

BOARD INSURANCE

A Directors and Officers insurance is in place for the members of the Board of Directors and the CEO for their possible liability towards the company and third parties. The Board of NFI considers the coverage to be in line with market practice.

CORPORATE SOCIAL RESPONSIBILITY (ESG)

NFI's mission is to bring people and communities together in a more sustainable way. The company's sustainability agenda is an essential part of the company's strategy.

Details on NFI's material ESG activities are included in a separate sustainability chapter of the annual report, which covers what the company does to promote, uphold and recognise human rights, labour rights, social issues, working environment, climate and environmental aspects and anti-corruption measures into the business strategy, daily operations and the relationship with stakeholders. The chapter, available on pages 22 - 44, also includes NFI's reporting pursuant to the Norwegian Equality and Anti-Discrimination Act. The Transparency Act report will be disclosed in a separate report made available on NFI's website by 30 June 2025.

OUTLOOK

NFI is in a strong position to continue its growth going forward and further advance the green transition. As the largest Nordic ferry operator with more than 90 vessels deployed across Norway, Denmark and Sweden, we are in a unique position to leverage our scale and broad set of competencies.

In Norway, NFI has maintained a strong presence, defending a substantial share of existing concessions and with a good track record to win new routes. NFI has also successfully established a foothold in the Swedish market and is well-positioned to defend key concessions scheduled for retendering in the coming years. Given that these concessions feature index-regulated revenues, they will support continued stable and predictable organic growth path.

The ongoing green transition is also creating opportunities to secure additional concessions. While the ferry electrification has progressed slower in the Swedish market, it is now developing into an increasingly attractive market, where NFI is positioning itself to become a key player. Within the express ferry segment, the pace of the green transition has slowed down somewhat due to financing challenges in some of the local municipalities.

In Denmark, NFI is expecting a stable organic growth from the underlying business, driven by CPI indexation on concession routes, overall growth in the Danish economy and increasing urbanization benefiting the perpetual routes.

Key initiatives going forward will be to defend the concessions for Langeland (start 2028) and Bornholm (start 2030) and decarbonize of the Kattegat route. In addition, Molslinjen continues to improve its commercial excellence and to further develop the commercial offering and gain market share.

By 2030 we expect half of NFI's fleet to consist of eco-friendly vessels. With a greener infrastructure NFI will also benefit from lower operating cost and an attractive upside from the FuelEU Maritime regulation that is now in an early stage for the maritime industry.

Overall, NFI is well-positioned to drive continued growth and lead the green transition in the Nordic ferry sector, leveraging our scale, operational platform, and expertise in innovation and decarbonization. With a strong presence across Norway, Denmark, and Sweden, we are prepared to pursue both organic and inorganic growth, supported by increased realization of additional synergies across NFI, and in streamlining and improving our daily operations.

Going concern

The Board is of the opinion that the Annual Report and financial statements provide a true and fair overview of NFI's assets, liabilities, financial position and results. NFI is in a good economic and financial position. In accordance with the Norwegian Act Section 3-3a the Board confirms that the going concern assumptions are in place. The assessment is based on profit forecast for the year 2025 and NFI's long-term strategic forecast in the business plan for the years ahead.

Allocation of profit

The Board of Directors propose that this year's results be used as follows:

Transfer to other equity	-127 MNOK
Total allocated	-127 MNOK

The Board of Directors would like to thank all employees for their good effort and cooperation in 2024.

BRØNNØYSUND, MAY 15 2025

Niels Smedegaard
Chairperson

Dag Mejdell
Vice chairperson

John Österlund
Board member

Marianne Væver
Board member

Liv Monica Stubholt
Board member

Carsten Jensen
Chief Executive Officer

Roger Granheim
Board member

Merete Eldrup
Board member

Hans Anders Stenseth
Board member

Alexandra Brändholm
Board member

Carl Sjölund
Board member

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FROM THE BOARDROOM

Corporate governance

PRINCIPLES AND REPORTING ON CORPORATE GOVERNANCE

NFI's activities are governed by Norwegian law, specifically the Norwegian Accounting Act. The Board of Directors at NFI is committed to ensuring that the company adheres to good corporate governance practices. To achieve this, NFI follows the Norwegian Code of Practice for Corporate Governance, applying its principles where relevant.

At NFI, corporate governance is based on the following main principles:

- Maintain open, reliable and relevant communication with stakeholders regarding the company's operations
- Safeguard independence and impartiality in the division of roles between owners, the Board of Directors and executive management
- Practice arm's length transactions when dealing with related parties
- Treat all shareholders equally

The principles shall help foster trust and confidence in the company, facilitate effective decision-making in daily business practices, and ensure long-term value creation for our owners, employees, stakeholders, and society at large.

For further information, see page 26 and 42.

BUSINESS ACTIVITIES

NFI's business activities is laid down in the company's articles of association, which state that "the company's purpose is investment in shares and other ownership interests, as well as what is naturally associated with this". The ownership stakes in Torghatten and Molslinjen exemplifies this purpose.

The Board of Directors conducts an annual review of NFI's operational goals, strategy and business risk.

GENERAL MEETINGS

The annual general meeting (AGM) is the company's highest decision-making body. All shareholders have the right to participate and vote on items up for consideration. The AGM approves the annual report and determines remuneration to the Board.

THE WORK OF THE BOARD OF DIRECTORS

The Board of Directors is elected at the AGM, with the exception of the employee-elected members. The NFI Board consists of ten members, including four women and two employee elected representatives. An overview of the NFI board members can be found on page 47.

The Board holds the ultimate responsibility for overseeing NFI's activities and management, while day-to-day operations are delegated to the Group CEO. The Board convenes regularly, holding at least six meetings per year. If necessary, board members can call for extraordinary meetings. Each year, the Board evaluates its composition, competencies, and collaboration with management, assessing overall efficiency, performance and value creation contribution.

AUDIT COMMITTEE

The Audit Committee is appointed by the Board of Directors to assist in overseeing the financial and ESG reporting, compliance, risk management and internal control, and the audit process. The Audit Committee meets minimum two times per year and reports to the Board.

The Audit Committee members are Merete Eldrup (Chairperson) and Parham Abuhamzeh.

PEOPLE & COMPENSATION COMMITTEE

The People & Compensation committee is appointed by the Board of Directors to assist in overseeing human capital management, compensation strategies, policies, and practices, as well as organizational culture and employee engagement. The committee meets four times a year and reports to the Board.

The People & Compensation committee members are Dag Mejdell (chairperson), Niels Smedegaard, Carl Sjölund and John Österlund. The members are elected for a period of three years.

REMUNERATION OF BOARD MEMBERS AND EXECUTIVE TEAM

The remuneration for Board members, the CEO and executive team members is decided by the Board of Directors. For detailed information on remuneration, please refer to note 7.2 of the financial statements for 2024.

EXTERNAL AUDITOR

The Group's auditor is PwC. The auditor attends one Board meeting each year without the presence of Group management. PwC also participates in meetings where the Board reviews the financial statements and in selected Audit committee meetings.

NORDIC FERRY INFRASTRUCTURE AS

Consolidated Financial Statements 2024

Table of contents

Consolidated statement of comprehensive income

Amounts in NOK thousands	Notes	2024	2023
Revenue from contracts with customers	2.1	8 712 902	8 258 072
Other operating income	2.2	244 896	193 816
Total revenue and other operating income		**8 957 798**	**8 451 888**
Cost of materials		-436 270	-412 577
Employee benefit expenses	2.3	-2 379 474	-2 209 745
Other operating expenses	2.4	-3 416 252	-3 466 419
Total operating expenses		**-6 231 996**	**-6 088 741**
Operating profit or loss before depreciation and amortisation (EBITDA)		**2 725 801**	**2 363 147**
Depreciation	2.5	-1 318 705	-1 133 552
Amortisation of intangible assets	2.5	-532 331	-595 363
Impairment	5.2,5.3	-34 364	-1 375
Operating profit/loss (-) (EBIT)		**840 402**	**632 857**
Finance income	2.6	255 410	571 656
Finance costs	2.6	-1 206 291	-1 104 834
Net financial items		**-950 881**	**-533 178**
Profit/Loss (-) before tax		**-110 479**	**99 678**
Income tax expense	2.7	-16 479	-43 560
Profit/Loss (-) for the year		**-126 959**	**56 119**
Discontinued operations:			
Profit/Loss (-) after tax from the year from discontinued operations	8.1	15 251	-1 123
Profit/Loss (-) after tax for the year from continued operations		-142 209	57 242
Profit/Loss (-) for the year		**- 126 959**	**56 119**

Amounts in NOK thousands	Notes	2024	2023
Attributable to			
Equity holders of the parent company		-127 091	62 737
Non-controlling interests		133	-6 618
Profit/Loss (-) for the year		**-126 959**	**56 119**
Other comprehensive income:			
Items that subsequently will not be reclassified to profit or loss:			
Remeasurement gain/(loss) on defined benefit plans		-	-2 152
Total items that will not be reclassified to profit or loss		-	-2 152
Items that subsequently may be reclassified to profit or loss:			
Exchange differences on translation of foreign operations		323 631	241 016
Total change in hedging reserve, net of tax		-98 765	-230 138
Total items that may be reclassified to profit or loss		224 866	10 878
Other comprehensive income/loss (-) for the year, net of tax		**224 865**	**8 726**
Total comprehensive income/loss (-) for the year, net of tax		**97 907**	**64 845**
Attributable to:			
Equity holders of the parent company		97 774	71 462
Non-controlling interests		133	-6 618
Profit/Loss (-) for the year		**97 907**	**64 845**

Consolidated statement of financial position

Amounts in NOK thousands	Notes	31.12.2024	31.12.2023
ASSETS			
Non-current assets			
Intangible assets	5.1	2 648 986	3 118 512
Goodwill	5.2	12 659 512	12 376 164
Property, plant and equipment	5.3	13 107 699	11 569 131
Right-of-use assets	5.4	1 936 891	1 796 052
Deferred tax assets	2.7	36 407	40 188
Non-current financial assets	6.1	2 884 192	2 654 724
Total non-current assets		**33 273 688**	**31 554 771**
Current assets			
Inventories	3.1	260 727	279 354
Trade receivables	3.2	250 542	204 995
Other receivables	3.2	232 494	177 971
Contract assets	2.1	13 112	1 832
Current financial assets	6.1	11 548	178 945
Cash and cash equivalents	6.6	1 175 449	1 695 609
Total current assets		**1 943 874**	**2 538 705**
TOTAL ASSETS		**35 217 562**	**34 093 476**

Amounts in NOK thousands	Notes	31.12.2024	31.12.2023
EQUITY AND LIABILITIES			
Equity			
Share capital	6.7	90	90
Share premium	6.7	11 760 955	11 760 955
Other capital reserves		809 346	559 329
Retained earnings		-302 431	-166 451
Equity attributable to equity holders of the parent		12 267 960	12 153 922
Non-controlling interests		-	28 693
Total equity		**12 267 960**	**12 182 615**
Non-current liabilities			
Non-current interest-bearing liabilities	6.2	18 124 987	17 385 724
Non-current lease liabilities	5.4	1 644 335	1 483 198
Deferred tax liabilities	2.7	1 050 626	1 092 018
Non-current provisions	3.4	9 304	9 478
Non-current government grants	2.2	121 128	199 726
Total non-current liabilities		**20 950 379**	**20 170 143**

Amounts in NOK thousands	Notes	31.12.2024	31.12.2023
Current liabilities			
Interest-bearing liabilities	6.2	225 079	133 684
Other current liabilities		18 437	6 995
Other current financial liabilities	6.3	24 453	48 204
Lease liabilities	5.4	335 282	310 669
Trade and other payables	3.3	1 174 586	947 570
Government grants	2.2	80 991	83 738
Contract liabilities	2.1	116 215	165 115
Income tax payable	2.7	11 286	17 825
Provisions	3.4	12 894	26 917
Total current liabilities		**1 999 222**	**1 740 717**
Total liabilities		**22 949 601**	**21 910 860**
TOTAL EQUITY AND LIABILITIES		**35 217 562**	**34 093 476**

BRØNNØYSUND, MAY 15 2025

Niels Smedegaard
Chairperson

Dag Mejdell
Vice chairperson

John Österlund
Board member

Marianne Væver
Board member

Liv Monica Stubholt
Board member

Carsten Jensen
Chief Executive Officer

Roger Granheim
Board member

Merete Eldrup
Board member

Hans Anders Stenseth
Board member

Alexandra Brändholm
Board member

Carl Sjölund
Board member

This document is signed electronically and therefore has no hand-written signatures.

Consolidated statement of changes in equity

			Other capital reserves						
Amounts in NOK thousands	**Share capital**	**Share premium**	**Hedging reserve**	**Currency translation differences**	**Pension revaluation reserve**	**Retained earnings**	**Total**	**Non-controlling interests**	**Total equity**
Equity as at 31 December 2022	**60**	**7 703 623**	**144 056**	**258 049**	**22**	**-80 713**	**8 025 098**	**35 310**	**8 060 408**
Adjustment classification hedge reserve opening balance (note 6.7) to retained earnings	-	-	148 475	-	-	-148 475	-	-	-
Profit/loss (-) for the year	-	-	-	-	-	62 737	62 737	-6 618	56 119
Other comprehensive income/loss (-)	-	-	-	241 016	-2 152	-	238 864	-	238 864
Value adjustments of hedging instruments:									
Fair value adjustments for the year	-	-	-93 137	-	-	-	-93 137	-	-93 137
Value adjustments from hedge reclassified to the profit and loss	-	-	-137 000	-	-	-	-137 000	-	-137 000
Total comprehensive loss/ income	**-**	**-**	**-81 662**	**241 016**	**-2 152**	**-85 739**	**71 463**	**-6 618**	**64 845**
Transaction with owners									
Issue of share capital (note 6.7)	30	4 057 332	-	-	-	-	4 057 362	-	4 057 362
Equity as at 31 December 2023	**90**	**11 760 955**	**62 395**	**499 065**	**-2 130**	**-166 451**	**12 153 922**	**28 693**	**12 182 615**
Profit/loss (-) for the year	-	-	-	-	-	-127 091	-127 091	133	-126 959
Other comprehensive income/loss (-)	-	-	-	323 631	-	-	323 631	-	323 631
Value adjustments of hedging instruments:									
Fair value adjustments for the year	-	-	-4 549	-	-	-	-4 549	-	-4 549
Value adjustments from hedge reclassified to the profit and loss	-	-	-94 217	-	-	-	-94 217	-	-94 217
Total comprehensive loss/income	**-**	**-**	**-98 765**	**323 631**	**-**	**-127 091**	**97 774**	**133**	**97 907**
Basis adjustment transferred to inventory	-	-	25 152	-	-	-	25 152	-	25 152
Other changes (3.4)	-	-	-	-	-	16 747	16 747	-	16 747
Derecognition due to dissolving of Kystekspressen DA (Note 4.1, 8.1)	-	-	-	-	-	-25 636	-	-28 826	-54 461
Equity as at 31 December 2024	**90**	**11 760 955**	**-11 219**	**822 696**	**-2 131**	**-302 431**	**12 293 596**	**-**	**12 267 960**

Consolidated statement of cash flows

Amounts in NOK thousands

Cash flows from operating activities	**Notes**	**2024**	**2023**
Profit/Loss (-) before tax from continuing operations		-125 730	99 678
Profit/Loss (-) before tax from discontinuing operations	8.1	15 251	-
Profit or loss (-) before tax		**-110 479**	**99 678**
Adjustments to reconcile profit before tax to net cash flows:			
Finance income	2.6	-255 410	-571 656
Finance costs	2.6	1 206 291	1 104 834
Depreciation and amortisation, impairment	2.5	1 885 399	1 730 290
Gain on disposal of property, plant and equipment		-127 778	-40 534
Government grants recognised in the profit and loss	2.2	-84 226	-84 278
Working capital adjustments:			
Changes in inventories	3.1	18 626	-52 828
Changes in trade and other receivables	3.2	-100 071	9 200
Changes in contract assets		-11 280	-1 832
Changes in trade and other payables	3.3, 3.4	227 016	158 262
Changes in contract liabilities		-48 900	-4 063
Changes in other operating items	3.4	-2 756	-85 633
Other items:			
Tax paid	2.7	-60 630	5 209
Net cash flows from operating activities		**2 535 804**	**2 266 648**

Amounts in NOK thousands

Cash flows from investing activities	**Notes**	**2024**	**2023**
Development expenditures	5.1	-19 624	-34 293
Purchase of property, plant and equipment	5.3	-2 453 831	-1 175 041
Proceeds from sale of property, plant and equipment	5.3	378 123	77 514
Acquisition of subsidiaries, net of cash acquired		-	-2 877 001
Net proceeds/(payments) related to liquidation	8.1	-26 197	-
Purchase of financial instruments	6.1	-	-16 820
Providing of interest-bearing receivables to related parties		-1 351	-
Interest received	2.6	46 605	43 033
Receipt of government grants	2.2	2 880	43 268
Net cash flow from investing activities		**-2 073 395**	**-3 939 340**

Amounts in NOK thousands

Cash flow from financing activities	**Notes**	**2024**	**2023**
Proceeds from issuance of equity	6.7	-	4 057 362
Proceeds from borrowings	6.2	5 561 821	3 587 974
Repayment of borrowings	6.2	-5 002 523	-3 831 277
Proceeds from interest rate swap		143 399	128 997
Payments for the principal portion of the lease liability	5.4	-327 233	-256 516
Payments for the interest portion of the lease liability	5.4	-80 295	-127 132
Interest paid	2.6	-1 120 987	-695 709
Payment of borrowing fees	6.3	-147 002	-23 184
Net cash flows from financing activities		**-972 820**	**2 840 515**
Net increase/decrease (-) in cash and cash equivalents		**-510 411**	**1 167 822**
Cash and cash equivalents at the beginning of the period		1 695 609	499 598
Net foreign exchange difference		-9 748	28 189
Cash and cash equivalents at 31 December		**1 175 449**	**1 695 609**

Section 1 - General information and accounting policies

1.1 Corporate information

Nordic Ferry Infrastructure AS (referred to as "NFI Group", "NFI AS", "the Company" or "the Group") is a privately held company. The Company was incorporated and domiciled in Norway on the 1 October 2021. The Company's principal office is located at Havnegata 40, 8900 Brønnøysund, Norway.

The combination of Molslinjen and Torghatten under the Company is considered as a business combination under common control, as both companies were ultimately controlled by EQT Infrastructure V fund both before and after the business combination. These transactions have been accounted for by applying a pooling of interest method, and further with the option not to restate prior periods (prospective approach). The acquisition of Öresundslinjen is recorded as a business combination in accordance with IFRS 3, using the acquisition method. For more information on related accounting of the business combinations, see note 4.2 Business combination in prior year Financial statement (no business combinations during 2024).

Nordic Ferry Infrastructure AS and its subsidiaries (collectively "the Group") is a Nordic company within the transportation industry. Its core business is in transportation at sea - distributed by several routes for ferries and boats in Norway, Denmark and Sweden.

The ultimate parent of the Group is EQT AB.

1.2 Basis of preparation

The consolidated financial statements of the Group comprise consolidated statement of comprehensive income, consolidated statement of financial position, consolidated statement of cash flows, consolidated statement of changes in equity and related notes.

The consolidated financial statements have been prepared in accordance with IFRS Accounting Standards as adopted by the EU.

The consolidated financial statements have been prepared on a historical cost basis.

All figures are presented in thousands, except when otherwise stated. In the statement of comprehensive income, income/gains are presented as positive amounts and expenses/costs are presented as negative amounts. In the notes, both income and expenses are presented as positive numbers.

The NFI Group has selected a presentation in which the description of accounting policies, as well as estimates, assumptions, and judgmental considerations, are disclosed in the notes to which the policies relate.

Further, the consolidated financial statements are prepared based on the going concern assumption. The Group is impacted by the greater economic uncertainty, due to war. European countries are sourcing oil and gas from countries with longer export pathways due to the war in Ukraine and sanctions on Russia. The increased pathways, along with decreased availability of oil and gas, drove an unstable energy market with significant increase in oil prices in 2022. The war are still creating uncertainty. While oil prices were more stabilised in 2023 and started to decrease in 2024, prices for gas has increased. If the conflict in Gaza escalates this could catalyse further disruptions to the energy market and further increase oil price volatility. The Group is partly hedged to oil price fluctuations through the oil hedge contract in Denmark. As a result of this, the Group has a hedge position in Denmark with a fixed oil price of 62% of the expected oil consumption in 2025 and 24% of the expected oil consumption in 2026.

Presentation currency and functional currency

IAS 21 defines an entity's functional currency as the currency of the primary economic environment in which the entity operates. This is normally the one in which the entity primarily generates and expends cash. Regarding presentational currency, the entity may present its financial statements in any currency. If the presentation currency differs from the entity's functional currency, the results and financial position is translated into the presentation currency.

The consolidated financial statements are presented in Norwegian kroner ("NOK"). For each entity, the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. Nordic Ferry Infrastructure AS has Norwegian krone ("NOK") as its functional currency, and its subsidiaries has Norwegian krone ("NOK"), Danish krone ("DKK") and Swedish krone ("SEK") as their functional currency.

For presentation purposes, balance sheet items are translated from functional currency to presentation currency by using exchange rates at the reporting date. Items within total comprehensive income are translated from functional currency to presentation currency by applying monthly average exchange rates. The resulting translation differences are recognised in other comprehensive income.

1.3 General accounting policies

Nordic Ferry Infrastructure AS has selected a presentation in which the description of accounting policies as well as estimates, assumptions and judgmental considerations are disclosed in the notes to which the policies relate. A summary of the Group's general accounting policies not disclosed in the notes, are presented below:

Current versus non-current classification

The Group presents assets and liabilities in the statement of financial position based on current/non-current classification.

An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle,
- Held primarily for the purpose of trading,
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when it is:

- Expected to be settled in the normal operating cycle,
- Held primarily for the purpose of trading,
- Due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Statement of cash flows

The consolidated statement of cash flows is prepared using the indirect method.

Changes in accounting policies

Standards issued but not yet effective

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of the Group's financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations when they become effective. Adopting the standards not yet effective but the group is currently working all impacts the amendments will have to the primary financial statements and the notes to the financial statments.

- Amendments to IAS 21: Lack of Exchangeability - effective in 2025 financial statements
- Amendments to IFRS 9 and IFRS 7: Classification and Measurment of Financial Instruments - effective in 2026 financial statements
- Issuance of IFRS 18: Presentation and Disclosure in Financial Statements - effective in 2027 financial statements

1.4 Significant accounting judgements, estimates and assumptions

The preparation of the consolidated financial statements in accordance with IFRS and applying the chosen accounting policies requires management to make judgments, estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and the underlying assumptions are reviewed on an ongoing basis.

The accounting policies applied by management which includes a significant degree of estimates and assumptions or judgements that may have the most significant effect on the amounts recognised in the financial statements, are summarised below:

Estimates and assumptions:

- Useful life of intangible assets (note 5.1)
- Goodwill and impairment considerations (note 5.2)
- Useful life and residual value of vessels (note 5.3)
- Onrous contracts (note 3.4 & 5.3)

A detailed description of the significant estimates and assumptions are included in the individual note referenced above.

The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Accounting judgements:

- Capitalisation of internal development cost (note 5.1)
- Service element in leases (note 5.4)
- Grants from NOx fund (note 2.2)

A detailed description of the significant accounting judgements are included in the individual note referenced above.

Section 2 - Operating performance

2.1 Revenue from contracts with customers

Nordic Ferry Infrastructure AS derives revenue from ferry transportation services as well as associated sales of freight services and retail, food and beverages (catering) onboard.

ACCOUNTING POLICIES

Revenue from contracts with customers is recognised when control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

Contract revenue

The contracts revenue is generated from contracts, for different routes, with public authorities. The Group has two types of contracts, gross or net:

- In gross contracts, the Group receives a fixed annual index-adjusted fee, while the public authorities collect the ticket revenue. The revenue from gross contracts is recognised lineally over the contract period.
- In net contracts, the Group receives both a fixed index adjusted fee from the public authorities and the ticket revenue (the vehicle and passenger revenue) for the risk related to passenger volume.

Contracts typically have a contract period followed by a possible extension period ("option period"). An index used to adjust the transaction price compensates for price changes on input factors required to operate the vessels. The promised ferry transportation services are accounted for as a single performance obligation as the contracts with public authorities include a promise to transfer a series of distinct ferry transportation services.

Consideration from contracts with public authorities includes both fixed and variable amounts. Variable component of transaction price compromise ticket revenue (in net contracts), variability due to index-regulation, changes in routes, bonuses, penalties (both in gross and net contracts). The consideration (including both fixed and variable components) is recognised on a voyage-by-voyage basis.

Normal payment terms for contract revenue with the public authorities are 20-30 days.

Vehicle and passenger revenue

Vehicle and passenger revenue comprise revenues from ticket sale generated by transportation of passengers and vehicles. This revenue includes both ticket sale under the net contracts and ticket sale on commercial routes (there are no contracts with public authorities related to these routes). Revenue from the sale of tickets is recognised when the ticket is sold to the customer and the voyage is completed. For prepaid travel cards, revenue is deferred and recognised when utilised.

Payment for ticket revenue is due at the time of delivery.

Catering revenue

The Group receives revenue from catering services. Revenue from catering services is recognised when the item is sold to a customer.

Retail revenue

Passengers can purchase products in the retail stores onboard the ferries' during the route. Revenue from retail is recognised when the item is sold to a customer.

Freight services

For freight services, the Group normally enters separate individual contracts with the customers. Revenue from freight services is recognised over time. Payment terms for invoiced customers are normally 30-60 days.

Set out below is the disaggregation of the Group's revenue from contracts with customers:

Amounts in NOK thousands	2024	2023
Major products and services		
Contract revenue	3 602 602	3 455 790
Vehicle and passenger revenue	3 818 609	3 727 482
Catering revenue	715 389	673 266
Retail revenue	319 351	305 477
Freight and other sales revenue	208 632	96 057
Total revenue	**8 712 902**	**8 258 072**
Geographic information		
Norway	3 691 052	3 579 555
Denmark	3 937 882	3 747 648
Sweden	1 033 216	889 262
Other	50 752	41 607
Total revenue	**8 712 902**	**8 258 072**
Timing of revenue recognition		
Goods transferred at a point in time	1 034 740	978 743
Goods and services transferred over time	7 678 161	7 279 329
Total revenue	**8 712 902**	**8 258 072**

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31 December are, as follows:

Remaining performance obligations	2024	2023
Within one year	4 497 746	4 386 342
More than one year	14 326 810	23 009 158
Total	**18 824 556**	**27 395 500**

Contract balances	31.12.2024	31.12.2023
Trade receivables (note 3.2)	250 542	204 995
Contract assets	13 112	1 832
Contract liabilities	116 215	165 115

The acquisition of subsidiaries resulted in an increase in trade receivables of NOK 0 thousands (2023: NOK 63 648 thousands) as there were no aquisitions during 2024.

Accounting policies for trade receivables are presented in note 3.2.

Contract assets

A contract asset is initially recognised for revenue earned from rendering of services because the receipt of consideration is conditional on successful completion of the services. Upon completion of the services and acceptance by the customer, the amount recognised as contract assets is reclassified to trade receivables.

Contract assets relate to revenue earned from a Norwegian public transport company.

Contract liabilities

A contract liability is recognised if a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

Contract liabilities relate to remuneration received in advance for revenue from contracts with customers as well as the allocated transaction price for the remaining performance obligation. Revenue is recognised when the Group fulfils the performance obligation in the contract.

2.2 Other operating income and government grants

ACCOUNTING POLICIES

Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

Grants relating to assets is presented in the statement of financial position by setting up the grant as deferred income. Grants related to depreciable assets are recognised as income over the periods in which, and in proportion to, depreciation on those assets is charged. Grants related to income are government grants other than those related to assets. Grants relating to income is presented in the income statement either separately or by deduction in reporting the related expense.

The Group's government grants relate to compensation for construction of new and more sustainable vessels or upgrade of the existing vessels. The grants are received from the NOx-fund and Enova with the purpose to reduce energy use and climate emissions. Both the grants received from the NOx-fund and the grants received from Enova are classified as grants related to assets and are presented in the consolidated statement of financial position as deferred income.

Significant accounting estimates, assumptions and judgements

Recognition of NOx grants in the Consolidated statement of comprehensive income
Recognition of NOx grants is based on management's judgement that the grants are related to the Group's revenue contracts with public authorities. In determining the amortisation period of the grants, management considers that the grants are granted to certain technical measures that are used both to fulfil the conditions of the grant and to fulfil the conditions of the contract with public authorities. The grants are recognised over the period in which, and in proportion to, the related contract with public authorities is recognised, i.e., the grants from the NOx-fund are amortised over the length of the contract with the public authorities.

Recognition of Enova grants in the Consolidated statement of comprehensive income
Recognition of Enova grants is based on management's judgement that the grants are related to depreciable assets. The grants received from Enova relates to a vessel or an onshore power plan; i.e., to purchase, construct or acquire long-term assets. The grants are recognised over the period in which, and in proportion to, depreciation on those assets is recognised, i.e., the grants from Enova are amortised over the useful life of the asset.

NOx grants

In 2024, the Group received funds from the NOx fund related to measures, in the form of technical installations, both at existing and new vessels. Such measures include energy conversion and energy efficiency measures, among others, with purpose to reduce NOx emission. The Group recognised NOK 52 332 thousands as other operating income in 2024 (2023: NOK 58 613 thousands). As of 31 December 2024, the Group has recognised a liability of NOK 114 834 thousands related to the grant from the NOx fund as presented in the table above (2023: NOK 167 153 thousands)

Enova grants

In 2024, the Group received funds from Enova for electrification of vessels and building onshore power plants. The Group recognised NOK 29 112 thousands as other operating income in 2024 (2023: NOK 27 705 thousands). As of 31 December 2024, the Group has recognised a liability of NOK 87 198 thousands related to the grant from Enova as presented in the table above (2023: NOK 116 311 thousands).

Government grant receivables of NOK 797 thousands for 2024 are included as other receivables in the consolidated statement of financial position and included in the specification in note 3.2 (2023: NOK 943 thousands).

Government grants in the Consolidated statement of comprehensive income

Grants	**Line item**	**2024**	**2023**
NOx and Enova grants	Other operating income	81 444	86 318
Total government grant recognised		**81 444**	**86 318**

Government grants in the Consolidated statement of financial position

Government grants liabilities	**2024**	**2023**
At 1 January	**283 464**	**324 474**
Received during the year	2 880	43 268
Released to the statement of profit or loss	-84 444	-84 278
Currency translation differences	219	-
At 31 December	**202 119**	**283 464**
Current	80 991	83 738
Non-current	121 128	199 726
Government grants liabilities	**202 119**	**283 464**

Other operating income

Other operating income is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is received. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duty.

Other operating income comprises income of a secondary nature as viewed in relation to the company's primary activities.

Other operating income	**2024**	**2023**
NOx and Enova grants	81 444	86 318
Commision	6 134	-
Gain /loss (-) on disposal of property, plant and equipment	127 778	40 534
Other income	29 540	66 963
Other operating income	**244 896**	**193 816**

Only grants recognised as income are presented in the table above.

2.3 Employee benefit expenses

ACCOUNTING POLICIES

Employee benefit expenses comprise all types of remuneration to personnel employed by the Group (i.e., not contracted manpower) and are expensed when earned. Ordinary salaries can be both fixed pay and hourly wages and are earned and paid periodically. Holiday pay is earned on the basis of ordinary pay and is normally paid in the holiday months of the following year. The employer's national insurance contribution (social security) is calculated and expensed for all payroll related costs including pensions. Pension contributions are earned on a monthly basis. Other employee expenses consist of other benefits such as insurance, telephones and remuneration to the Board of Directors.

Pension plans

The Group's pension liabilities relate to Norway, Sweden and Denmark.

Pension plans in Norway

Defined contribution pension schemes

The Norwegian entities within the Group have a defined contribution pension plan for its employees which satisfies the statutory requirements in the Norwegian law on required occupational pension ("lov om obligatorisk tjenestepensjon"). The contributions are made to pension plans for full-time employees, and the grants amount to 5% from 0 to 7.1 G and 17% from 7.1 to 12 G of salary. One Norwegian company has a different defined contribution pension plan, where the grants amounts to 6% from 0 to 7.1 G and 18% from 7.1 to 12 G of salary. Once the contribution have been paid, there are no further payment obligations for the Group. The pension premium is expensed when it accrues. The period's net pension cost is classified as wages and personnel costs.

Defined benefit pension schemes

Norwegian entities within the Group have defined benefit pension schemes. The net obligation linked to defined benefit pension schemes is calculated separately for each scheme by estimating the amount of future benefits that the employee has earned through his work effort in the current and previous periods. These future benefits are discounted to calculate the present value, and the fair value of pension assets is subtracted to find the net liability. The discount rate is based on government bond interest with a mark-up to obtain an approximate maturity as the Group's obligations. The calculations have been made by a qualified actuary, and are based on a linear accrual model. The estimated contributions expected to be paid to the Norwegian plan during 2025 amount to NOK 606 thousands (2024: NOK 1 947 thousands). All defined benefit pension schemes are now closed. There are 1 active member and 63 retired members of the defined benefit pension plans in 2024 (1 and 65, respectively in 2023).

The AFP scheme

The AFP scheme is a scheme that provides a lifelong supplement to the ordinary pension. The employees can start to receive pay-out between the ages of 62-67. The AFP scheme is a defined benefit multi-company pension scheme, and is financed through premiums set as a percentage of salary. The AFP plan exposes the participating entities to actuarial risk associated with employees of other entities with the result that there is no consistent and reliable basis for allocating the obligation, plan assets and costs to individual participating entities. Sufficient information is not available to use defined benefit accounting and so the scheme is treated as a defined contribution pension scheme where premium payments are expensed on an ongoing basis, and no provision is made in the accounts. For 2024, the premium is set at 2.7% of total payments between 1 G and 7.1 G to the company's employees (2023: 2,6%). There is no fund building in the scheme and it is expected that the premium level will increase in the coming years.

Pension plans in Denmark

Defined contribution pension schemes

The Danish entities within the Group only have defined contribution pension plans. The pension costs related to defined contribution plans are recognised in the income statement. The recognition happens in the year in which the pension costs are related. Certain employee groups also receive gratuities at resignations and anniversaries, see note 3.4. for details.

Pension plans in Sweden

Defined contribution pension schemes

The Swedish entities within the Group only have defined contribution pension plans. The pension costs related to defined contribution plans are recognised in the income statement. The recognition happens in the year in which the pension costs are related.

Employee benefit expenses	**2024**	**2023**
Salaries	2 015 199	1 870 295
Social security costs	138 419	134 169
Pension costs	183 779	160 001
Other employee expenses	42 077	45 280
Total employee benefit expenses	**2 379 474**	**2 209 745**
Average number of full-time employees (FTEs)	2 464	2 517

For information on remuneration to Management and the Board of Directors, including disclosures on shares held, see note 7.2.

Pension costs	**2024**	**2023**
Defined contribution pension plans	166 846	143 908
Defined benefit pension plans	6 099	4 385
AFP pension scheme	10 834	11 707
Total pension costs	**183 779**	**160 001**

Pension benefit obligation	**2024**	**2023**
Fair value of plan assets, Norway	-25 092	-25 954
Defined benefit obligation, Norway	28 665	29 806
Total net defined benefit pension obligation	**3 572**	**3 852**

2.4 Other operating expenses

ACCOUNTING POLICIES

Other operating expenses are recognised when they occur and represent a broad range of operating expenses incurred by the Group in its day-to-day activities. Other operating expenses consist of expenses that are not classified on the lines for cost of materials, employee benefit expenses, depreciation and amortisation, impairment and income tax expense.

Other operating expenses	2024	2023
Audit and accounting services	12 609	32 386
Consulting fees and legal expenses	123 572	186 271
Other services	244 048	210 746
Other operating expenses	220 896	218 512
Terminal and port costs	502 172	496 653
Fuel*	1 653 173	1 654 880
Sales and administrative expenses	85 207	80 118
Repair and maintenance	485 380	485 236
Insurance	65 005	69 170
Lease expenses (note 5.4)	24 190	32 445
Total other operating expenses	**3 416 252**	**3 466 419**

*The above amounts for Fuel include accumulated fair value adjustments transferred from equity relating to financial instruments entered into cash flow hedges of NOK - 25 152 thousands in 2024 (2023: NOK 36 382 thousands).

Remuneration to the auditor	2024	2023
Statutory audit fee	4 723	2 500
Other assurance services	483	775
Tax consulting services	2 757	2 938
Other non-assurance services	1 438	15 362
Total remuneration to the auditor	**9 401**	**21 576**

The amounts above are excluding VAT.

2.5 Depreciation and amortisation

ACCOUNTING POLICIES

Depreciation

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item shall be depreciated separately. The depreciable amount of an asset is determined after deducting its residual value.

Ships and ferries are decomposed into a vessel and dry-docking component, and are depreciated linearly over their useful life. Dry-docking costs are depreciated over the period until the next dry-docking.

Depreciation is calculated using the straight-line method over the following time period:

- Real estate: 5-30 years
- Ships and ferries: 3-30 years
- Dry-docking and periodic inspections: 3-10 years
- Carriage material and operating assets: 3-10 years

Operating assets are depreciated to their residual value. For the determination of residual values, the Group's common scale is used. An individual assessment is made of all vessels and certain vessels may therefore deviate from the established scale.

Depreciation period and method are assessed annually to ensure that the method and period used correspond to the economic useful life of the asset. The same applies to residual value. Work in progress is not depreciated before the asset is put into use.

Amortisation

Intangible assets with finite useful lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. The initial assessment and review of economic useful lives requires management to make estimates and assumptions on the Group's IP and competition in the future. Changes in the expected useful life are treated as changes in accounting estimates.

Amortisation is calculated using the straight-line method over the following time period:

- Brand: 10 years
- Technology: 3-10 years
- Customer contracts: 1-12 years

Internal developed assets are amortised from the time when the assets are available for use, i.e., when it is in the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation and amortisation expenses	Note	2024	2023
Depreciation of property, plant and equipment	5.3	944 729	883 919
Depreciation of right-of-use assets	5.4	373 976	249 633
Amortisation of intangible assets	5.1	532 330	595 363
Impairment	5.3	34 364	1 375
Total depreciation and amortisation expenses		**1 885 399**	**1 730 290**

2.6 Finance income and costs

ACCOUNTING POLICIES

Interest income and interest expenses are calculated using the effective interest method.

Foreign currency gains or losses are reported as foreign exchange loss or foreign exchange gain in finance income or finance costs, except for currency translation effects from translation of foreign subsidiaries and the parent company which are presented within OCI. For other accounting policies related to the underlying financial instruments, reference is made to note 6.1.

Interest costs on lease liabilities represents the interest rate used to measure the lease liabilities recognised in the consolidated statement of financial position (see note 5.4 for further information).

The Group's interest income and expenses relate to the interest portion of the Group lease assets, realised and unrealised capital gains and losses relating to debt, and amortisation surcharges/deductions relating to financial liabilities measured at amortised cost and financial fees.

Finance costs are recognised in the balance sheet to the extent that these are directly related to an asset under construction. The finance costs incurred during the construction period of the fixed asset are entered in the balance sheet. The finance costs are recognised in the balance sheet until the fixed asset is ready for use.

In 2024 other finance cost are mainly related to establishment cost of NOK 30 958 thousands associated with obtaining a loan (2023: establishment cost of NOK 28 379 thousands associated with obtaining loan).

Finance income	**2024**	**2023**
Interest income	206 298	165 719
Other finance income	30 069	49 087
Foreign exchange gain	19 043	356 850
Total finance income	**255 410**	**571 656**

Finance costs	**2024**	**2023**
Interest expenses	960 256	903 460
Interest expense on lease liabilities	80 296	127 132
Foreign exchange loss	18 285	8 255
Commitment fee	29 313	17 944
Other finance costs	118 141	48 042
Total finance costs	**1 206 291**	**1 104 834**

2.7 Income tax

ACCOUNTING POLICIES

Current income tax

Current income tax is measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the Group operates and generates taxable income. Current income tax relating to items recognised directly in equity is recognised in equity (OCI) and not in the statement of profit or loss.

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences, except:

- When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

- When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. The Group operates in Norway, Sweden and Denmark. Norway and Denmark have a corporate income tax rate of 22%, while Sweden has a corporate income tax rate of 20,6% in 2023 and 2024.

Deferred tax relating to items recognised outside profit or loss, is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits, together with future tax planning strategies.

Deferred tax related to tonnage-tax and liabilities is recognised to the extent that deferred tax is expected to arise.

Tonnage tax

Molslinjen A/S is registered with the Danish tonnage tax scheme with binding effect for a 10-year period, the company is registered as of 2018. In the tonnage tax scheme, the calculation of the taxable income is not based on income and expenses, as in normal corporate taxation. Instead, the taxable income is calculated on the basis of the tonnage used in the period with additions/deductions of taxable profits/losses on disposal of non-tonnage-taxed assets and liabilities calculated in accordance with the general Danish tax rules.

Öresundslinjen is also registered with both Danish and Swedish tonnage tax. Some activities will be taxed in the conventional taxation.

For tonnage-taxed assets and liabilities, deferred tax is recognised to the extent that deferred tax is expected to arise. This based on:

- That Molslinjen A/S' activities are only covered by the tonnage tax scheme.
- Öresundslinjen Helsingborg AB's and Öresundslinjen Helsingør ApS' are registered with both Danish and Swedish tonnage tax. Some activities will be taxed in the conventional taxation.
- That there are no plans to withdraw from the tonnage tax scheme.
- That the level of activity and investment is expected to be maintained, which means that there is no obligation to settle any deferred tax regarding tax transitional balances.

The planned use of ships, etc., or settlement of the recovered depreciation, thus entails - by applying the tonnage tax scheme - a deferred tax liability, which is recognised if there are changes in these assumptions. If the shipping company's net investments in ships should fall significantly, the company is liquidated or the company withdraws from the tonnage tax scheme, a contingent tax on ships, etc. is triggered.

The Group has NOK 47 242 thousands as at 31 December 2024 (2023: NOK 89 947 thousands) tax losses carried forward. These losses relate to the Norwegian and Swedish subsidiaries that have a history of losses, and may be used to offset taxable income also in other group companies in Norway and Sweden. The tax loss carried forward from Norwegian and Swedish entities may be offset against future taxable income and will not expire.

The Group utilised tax losses carried forward of NOK 59 173 thousands in 2024 (2023: NOK 76 653 thousands) in the Norwegian subsidiaries via the group contribution scheme.

Current income tax expense:	**2024**	**2023**
Tax payable	10 417	85 634
Adjustment for income tax payable for previous periods	-12 273	-
Withholding tax*	19 372	-
Change deferred tax/deferred tax assets (ex. OCI effects)	-1 037	-42 074
Total income tax expense / income (-)	**16 479**	**43 560**

*Withholding tax relates to accrued interest to shareholders on shareholder loans for the period 2022-2023 in Molslinjen.

Deferred tax assets:	**31.12.2024**	**31.12.2023**
Losses carried forward (including tax credit)	38 791	40 188
Deferred tax assets	**38 791**	**40 188**
Calculated deferred tax assets		
- Deferred tax assets not recognised	**2 384**	-
Deferred tax assets in the statement of financial position	**36 407**	**40 188**

Deferred tax liabilities	**31.12.2024**	**31.12.2023**
Property, plant and equipment	741 279	741 523
Pension assets	-590	-290
Other assets	60 729	35 425
Intangible assets	295 410	390 750
Profit and loss account	27 489	4 117
Liabilities	-60 047	-61 121
Interest rate swap agreements	-5 380	31 194
Losses carried forward (including tax credit)	-8 451	-49 759
Deferred tax liabilities	**1 050 440**	**1 091 839**
Calculated deferred tax liabilities		
- Deferred tax not recognised	187	179
Deferred tax liabilities recognised in the statement of financial position	**1 050 626**	**1 092 018**

Net deferred tax assets (-)/liabilities	**31.12.2024**	**31.12.2023**
At 1 January	**1 051 830**	**1 010 734**
Net deferred tax assets (-)/liabilities recognised in the statement of profit and loss	-1 037	-42 074
Net deferred tax assets (-)/liabilities recognised in the statement of equity related to Cash Flow hedges	-36 574	83 643
Net deferred tax assets (-)/liabilities recognised in the statement of equity related to gains and losses on defined benefit pension plan	-	-474
At 31 December	**1 014 219**	**1 051 830**

The Group's operations are subject to income tax in various foreign jurisdictions. The Group operates in Norway, Denmark and Sweden. Entities in Norway and Denmark have the same corporate income tax rate of 22% while entities in Sweden has a corporate tax of 20.6%. The average tax rate for the Group's deferred tax assets are 20.6% for 31 December 2024 (2023: 20.6%). The average tax rate for the Group's deferred tax liabilities are 22.0% for 31.12.2024 (2023: 22.0%).

A reconciliation of the differences between the theoretical tax expense under the rate applicable in Norway and the actual tax expense is as follows:

Reconciliation of income tax expense	**2024**	**2023**
Profit/loss before tax from continuing operations	-110 479	99 678
Profit/loss before tax from discontinued operations	15 251	-
Profit/loss before tax	**-95 228**	**99 678**
Tax expense 22% (Norwegian tax rate)	-20 950	21 929
Change to prior period tax expense	-13 107	-939
Permanent differences	3 235	-8 717
Effects of foreign tax rates	2 839	3 900
Withholding tax	19 372	
Non-deductible net interest	56 316	52 105
Other*	-31 226	-24 719
Recognised income tax expense/income (-)	**16 479**	**43 559**
Income tax expense/income (-) reported in the statement of profit and loss	16 479	43 560
Income tax expense/income (-) attributable to a discontinued operations	-	-

*Significant part of the balance represents the additional tax obligations that would arise if the operations were not included in the Tonnage Tax scheme. Amount related to tonnage tax equals NOK 848 thousands (2023: 827 thousands.)

OECD Pillar Two model rules

Pillar Two legislation was effective from 1 January 2025. The Group is subject to the Pillar 2 rules in 2024, based on revenue in the Group exceeding EUR 750m for 2023 and 2024. The Group has operations in Norway, Sweden and Demark with all countries having a corporate income tax above 15%. However, Molslinjen A/S is registered with the Danish tonnage tax scheme with binding effect for a 10-year period, the company is registered as of 2018. Øresundslinjen is also registered for a binding 10- year period from 2021 in Denmark and 2023 in Sweden. In the tonnage tax scheme, the calculation of the taxable income is not based on income and expenses, as in normal corporate taxation. Instead, the taxable income is calculated on the basis of the tonnage used in the period with additions/deductions of taxable profits/losses on disposal of non-tonnage-taxed assets and liabilities calculated in accordance with the general Danish tax rules. Based on the routine profits test for each jurisdiction the Group qualifies for the simplefied safe harbor rules and the top-up tax is set to zero for each juristiction.

Section 3 - Other operating activities

3.1 Inventories

ACCOUNTING POLICIES

Inventories consisting of oil bunkers, lubricants, ship spare parts and other consumables are measured at the lower of cost and net realisable value, whichever is lower. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

Inventories purchased in foreign currency are measured on the basis of historical cost prices, and converted at the exchange rate on the transaction date.

The cost price is valued according to the first-in/first-out basis (FIFO method) and includes the cost incurred in bringing each product to its present location and condition.

Spare parts
Major spare parts, stand-by-equipment and servicing equipment are accounted for as property, plant and equipment (PPE) when they meet the definition of PPE. Otherwise, spare parts are carried as inventories.

Inventories	31.12.2024	31.12.2023
Oil and gas	60 539	59 890
Spare parts [1)]	168 057	190 789
Inventory, catering and retail	30 752	27 923
Inventory LNG	498	131
Uniform warehouse	96	621
Other inventory	785	-
Total inventories at the lower of cost and net realisable value	**260 727**	**279 354**

[1)] Spare parts are components related to vessels, for example cylinder covers, propellers, parts for stabiliser, couplings for engine transmission, underwater housing, parts for overhauling thrusters, Schroch electric motors, diesel pumps, propeller blades, geislinger couplings, shaft seals.

There has been no write-down or reversal of write-down of inventory in 2024 or 2023.

3.2 Trade and other receivables

ACCOUNTING POLICIES

Trade and other receivables

The Group's trade receivables consist solely of accounts receivable from revenue contracts with customers. Trade receivables are generally on terms of 20-30 days for Norway and Denmark and 30-60 days for Sweden. Other receivables consist mainly of prepaid expenses and value-added tax (VAT) receivables which are expected to be realised or consumed in the normal operating cycle within twelve months after the reporting period.

Trade and other receivables are financial assets initially recognised at fair value and subsequently at amortised cost using the effective interest rate method. Trade and other receivables are subject to impairment by recognising an allowance for expected credit losses. A receivable is recognised if an amount of consideration that is unconditional is due from the customer or other counterparty (i.e., only the passage of time is required before payment of the consideration is due).

The Group uses the simplified method for measuring expected loss on receivables, where the provision is measured at the expected loss throughout the life of the receivable.

Expected credit losses

The Group recognises an allowance for expected credit losses (ECLs) for its financial assets. ECLs are based on the payment profiles on sales over a 36-month period and the corresponding ECLs during this period that the Group expects to receive. The Swedish entities calculates the ECL based on a 12-month period. The loss percentage is adjusted with the expected development in macroeconomic factors that may affect customers' ability to pay. The Group assesses gross domestic product (GDP) and energy prices as the most relevant factors, and adjusts the historical loss rate with expectations of developments in these factors. Conditions and policies for considering financial assets as in default and when they are written off are further described in note 6.1.

Trade receivables	31.12.2024	31.12.2023
Trade receivables from customers at nominal value	254 003	208 454
Allowance for expected credit losses	-3 460	-3 459
Trade receivables	**250 542**	**204 995**

Other receivables	31.12.2024	31.12.2023
Prepaid expenses	22 396	22 699
VAT receivable	29 781	26 930
Government grants receivable	797	943
Claims	34 025	14 502
Accrued income	64 520	41 022
Other receivables	80 976	71 875
Total other receivables	**232 494**	**177 971**

Allowance for expected credit losses	31.12.2024	31.12.2023
At 1 January	**3 459**	**2 106**
Additions through acquisitions	-	1 167
Provision for expected credit losses	1 280	88
Currency translation effects	-1 278	98
At 31 December	**3 460**	**3 459**

The credit risk of financial assets has not increased significantly from initial recognition.

As at 31 December the ageing analysis of trade receivables is, as follows:

Ageing analysis of trade receivables at nominal value	Not due	< 30 days	31-60 days	Over 60 days	Total
Trade receivables at 31.12.2024	130 872	110 089	9 397	3 644	254 003
Trade receivables at 31.12.2023	143 703	47 690	2 365	14 696	208 454

For details regarding the Group's procedures on managing credit risk, see note 6.4.

3.3 Trade and other payables

ACCOUNTING POLICIES

Trade and other payables are liabilities, i.e., present contractual obligations arising from a result of past events where settlement is expected to result in an outflow of resources (payment). Trade payables consist of invoices for goods and services where the Group has received the significant risks and rewards of ownership as at the end of the reporting period. Other payables mainly consist of VAT, withholding payroll tax and social security tax.

Trade and other payables are measured at fair value upon initial recognition and subsequently at amortised cost. Trade and other payables are expected to be settled within the normal operating cycle within twelve months after the reporting period.

Trade and other payables	**31.12.2024**	**31.12.2023**
Trade payables	434 079	354 396
VAT	-	12 113
Withholding payroll taxes and social security	98 278	109 481
Salary and holiday pay	298 871	295 139
Other accrued expenses	343 358	176 441
Total trade and other payables	**1 174 586**	**947 570**

For trade and other payables ageing analysis, reference is made to note 6.3.

3.4 Provisions

ACCOUNTING POLICIES

Provisions are liabilities with uncertain timing or amount and are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the expenditure required to settle the present obligation at the end of the reporting period, that is, the amount that an entity would rationally pay to settle the obligation at the end of the financial year or to transfer it to a third party. When the timing effect of money is substantial, the provision is equal to the present value of future payments to cover the obligation. An increase in the provision as a result of time is presented as interest costs.

Provisions for gratuities at resignations and anniversaries
The Danish entities within the Group sets aside dismissal liabilities related to liabilities for the payment of severance pay for 1-3 months' salary to certain employees upon resignation after the employee's turned 60. The severance payment is recognised over the vesting period. The empirical probability of times of resignation is the basis when calculating the scope of employees covered by the provision. The final provision is calculated as the present value of total liabilities.

The Danish entities within the Group pay anniversary gratuities to an employee after 25 years and 40 years of employment. The final provision is calculated as the present value of the total liability, which is calculated in accordance with the employee seniority and the empirical probability that 25 years and 40 years of employment, respectively, will be achieved.

The Group classifies provisions in the following categories:

- Salary related costs: Contains a provision for gratuities, restructuring (when the Group has approved a formal and detailed restructuring plan, and the restructuring either has commenced or been announced publicly) and other salary related accruals.
- Defined pension liability: Contains a provision for the accrued social security on PSUs which will be paid when the options are exercised.

A provision is made and calculated based on management assumptions at the time the provision is made and is updated as and when new information becomes available. All provisions are reviewed at the end of the financial year.

Onrous contracts
If the Group has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Group recognises any impairment loss that has occurred on assets dedicated to that contract (note 5.3)

An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Group cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it. The cost of fulfilling a contract comprises the costs that relate directly to the contract (i.e., both incremental costs and an allocation of costs directly related to contract activities).

No impairment of assets (note 5.3) nor provisions for onrous contracts is nessesary in 2023 and 2024.

Reconciliation of provisions and other liabilities:

	Salary related costs	**Defined pension liability**	**Other**	**Total**
At 1 January 2024	**9 212**	**3 852**	**23 331**	**36 396**
Additional provisions made	2 547	5 983	33	8 564
Amounts used	-209	-171	-2 361	-2 740
Unused amounts reversed	-88	-	-20 156	-20 244
Currency translation effects	223	-	-	223
At 31 December 2024	**11 685**	**9 664**	**848**	**22 198**
Current provisions	6 802	6 092	-	12 894
Non-current provisions	4 883	3 572	848	9 304

The decrease in provisions is mainly related to final effects from redemtion of shares from Flyco AS in 2021. The reduction is 20.1 mNOK of which 16.7 mNOK is taken against Retained Earnings related to unknown shareholders.

	Salary related costs	**Defined pension liability**	**Other**	**Total**
At 1 January 2023	23 989	2 002	29 089	55 080
Additional provisions made	2 399	1 680	1 815	5 893
Amounts used	-668	170	-7 572	-8 070
Unused amounts reversed	-16 842	-	-	-16 842
Currency translation effects	334	-	-	334
At 31 December 2023	**9 212**	**3 852**	**23 331**	**36 396**
Current provisions	4 401	-	22 517	26 917
Non-current provisions	4 812	3 852	815	9 478

The decrease in provisions is mainly related to a payment of 7.5 mNOK made to identified unknown shareholders in Flyco AS from the redemtion of shares in Flyco AS.

Section 4 - Group structure

4.1 Group companies

ACCOUNTING POLICIES

Basis of consolidation

The consolidated financial statements comprise the financial statements of Nordic Ferry Infrastructure AS and its subsidiaries as at 31 December 2024. The subsidiaries are consolidated when control is achieved as defined by IFRS 10 Consolidated Financial Statements. Specifically, the Group controls an investee if, and only if, the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights results in control. However, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income ("OCI") are attributed to the equity holders of the parent of the Group. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Associate and joint venture

The Group does not have ownership in joint arrangements as defined by IFRS 11 Joint Arrangements, other associates, interests in unconsolidated structured entities or interests in unconsolidated subsidiaries that require disclosure under IFRS 12.

The consolidated entities

The subsidiaries of Nordic Ferry Infrastructure AS are presented below:

	Office	Country	Ownership	Group's voting ownership share
NFI Parent AS	Brønnøysund	Norway	100 %	100 %
NFI Borrower AS	Brønnøysund	Norway	100 %	100 %
Torghatten Group AS	Brønnøysund	Norway	100 %	100 %
Torghatten AS	Brønnøysund	Norway	100 %	100 %
Torghatten Midt AS [1)]	Trondheim	Norway	100 %	100 %
Torghatten Nord AS	Tromsø	Norway	100 %	100 %
Torghatten Sør AS [2)]	Horten	Norway	100 %	100 %
T-Finans AS	Brønnøysund	Norway	100 %	100 %
Molslinjen Group ApS	Aarhus	Denmark	100 %	100 %
Molslinjen A/S	Aarhus	Denmark	100 %	100 %
Öresundslinjen Group AB [3)]	Helsingborg	Sweden	100 %	100 %
Öresundslinjen AB	Helsingborg	Sweden	100 %	100 %
Öresundslinjen I/S	Helsingør	Denmark	100 %	100 %

All subsidiaries are included in the consolidated statement of financial position.

[1)] Torghatten Midt AS owned 51 % of the shares in the subsidiary Partrederiet Kystekspressens ANS, located in Trondheim.

[2)] Bastø Fosen AS change name to Torghatten Sør AS 9 January 2025.

[3)] Öresundslinjen Group AB was acquired in 2023

Molslinjen Drift A/S was liquidated 25 January 2024.

Partrederiet Kystekspressen ANS was liquidated 7 December 2024, see note 8.1

Section 5 - Fixed assets

5.1 Intangible assets

Nature of the Group's intangible assets

At the acquisition of Molslinjen Group ApS, the Group recognised intangible assets comprising Brand and Technology. In addition, at the acquisition of Torghatten AS, the Group recognised intangible assets for contracts with municipalities. At the acquisition of Öresundslinjen Group AB, the Group recognised intangible assets for Technology and Customer Contracts. The Group has also recognised goodwill from all acquisitions. Subsequently, the Group has recognised intangible assets for development costs related to a digitalisation project. When the development is concluded and the assets are ready for their intended use, the Group reclassifies development costs to relevant asset classes.

ACCOUNTING POLICIES

Intangible assets acquired

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination of Molslinjen Group ApS and Torghatten AS is their fair value on the date of acquisition by EQT Infrastructure V in 2021. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses. Refer to note 5.2 for accounting policies regarding goodwill.

SIGNIFICANT ACCOUNTING JUDGEMENTS

Capitalisation of internal development costs

Development expenditures on an individual project, which represents new applications, are recognised as an intangible asset when the Group can demonstrate:

- The technical feasibility of completing the intangible asset so that the asset will be available for use or sale
- Its intention to complete and its ability and intention to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to measure reliably the expenditure during development

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when the asset is available for its intended use and is amortised over the period of expected future benefit. When an asset is available for its intended use, it is reclassified from internal development to the respective relevant asset class.

Initial capitalisation of direct costs is based on management's judgement that technological and economic feasibility is confirmed, usually when a product development project has reached a defined milestone according to an established project management model. The milestone is reached when the preliminary project phase is completed. A concept development is performed where an assessment of necessary technology in addition to relevant alternatives are decided on. In determining the amounts to be capitalised, management makes assumptions regarding the expected future cash generation of the project, discount rates to be applied and the expected period of benefits. The assessment of when product development is capitalised is highly subjective, as the outcome of these projects may be uncertain.

Other costs classified as research and are expensed as incurred. These expenses are disclosed in note 2.4.

SIGNIFICANT ACCOUNTING ESTIMATES AND ASSUMPTIONS

Useful lives of intangible assets

The useful lives of intangible assets are assessed as either finite or indefinite and may in some cases involve considerable assessments. Intangible assets with indefinite useful lives are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

Intangible assets with finite useful lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets is recognised in the statement of comprehensive income in the line for amortisation of intangible assets. A potential change in remaining useful life of an intangible asset would have resulted in increased or decreased amortisation expense and a corresponding decrease or increase in profit and equity.

Economic life (years)	3-10 Years	10 Years	indefinite life	1-12 years
Depreciation plan	Straight-line	Straight-line	n.a.	Straight-line

	Technology	Brand	Goodwill	Customer Contracts	Digitalisation projects under development	Total
Acquisition cost as at 31 December 2022	**308 297**	**411 064**	**7 115 869**	**2 465 136**	**20 261**	**10 320 627**
Additions	346	-	-	-	34 293	34 640
Additions through acquisitions (note 4.2 FS 2023)	34 628	-	4 669 289	799 352	-	5 503 268
Disposals	-9 060	-	-	-	-	-9 060
Transfers*	33 469	-	-	-	-36 881	-3 412
Currency translation effects	21 623	27 006	591 006	41 591	-	681 226
Acquisition cost as at 31 December 2023	**389 303**	**438 070**	**12 376 164**	**3 306 078**	**17 674**	**16 527 289**
Additions	3 783	-	-	-	19 624	23 408
Disposals	-	-	-65 965	-	-	-65 965
Transfers*	20 787	-	-	-	-20 787	-
Currency translation effects	17 896	21 320	349 313	13 531	-	402 060
Acquisition cost as at 31 December 2024	**431 770**	**459 389**	**12 659 512**	**3 319 610**	**16 511**	**16 886 792**
Accumulated amortisation and impairment as at 31 December 2022	**29 242**	**38 023**	**-**	**376 160**	**-**	**443 424**
Amortisation charge for the year	61 979	49 486	-	483 899	-	595 363
Transfers*	-264	-	-	-	-	-264
Disposals	-9 060	-	-	-	-	-9 060
Currency translation effects	365	1 727	-	1 057	-	3 149
Accumulated amortisation and impairment as at 31 December 2023	**82 262**	**89 236**	**-**	**861 116**	**-**	**1 032 614**
Amortisation charge for the year	56 063	50 299	-	425 968	-	532 330
Currency translation effects	4 829	5 087	-	3 434	-	13 350
Accumulated amortisation and impairment as at 31 December 2024	**143 154**	**144 622**	**-**	**1 290 519**	**-**	**1 578 295**
Net book value:						
At 31 December 2023	**307 042**	**348 834**	**12 376 164**	**2 444 962**	**17 674**	**15 494 675**
At 31 December 2024	**288 616**	**314 768**	**12 659 512**	**2 029 091**	**16 511**	**15 308 498**

The Group has an ongoing digitalisation project in Torghatten and Nordic Ferry Infrastructure and have capitalised NOK 16 511 thousands per 31 December 2024 (2023: NOK 17 674 thousands). Refer to figures above regarding Digitalisation project.

*Transfers mainly relates to digitalisation projects under development being moved to technology. It does not net to zero due to some digitalisation projects under development being moved to other fixed assets (2023).

5.2 Goodwill and impairment considerations

ACCOUNTING POLICIES

Recognised goodwill in the Group is derived from the acquisitions of subsidiaries, see note 5.1 for more information.

Goodwill is an intangible asset which may not individually be recognised as an intangible asset due to the requirements in IAS 38 Intangible assets. The value of goodwill is primarily related to synergies, assembled workforce and their competency to generate and commercialise new technology as well as high growth expectations. Goodwill also arises due to the requirement to recognise deferred tax liabilities for the difference between the assigned values and the tax bases of assets acquired and liabilities assumed in a business combination at amounts that do not reflect fair value.

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred, the amount recognised for non-controlling interests, and any previous interest held over the net identifiable assets acquired and liabilities assumed).

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units (CGUs) that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

The Goodwill from the acquisitions was allocated to the Group's CGUs, which is the level management monitors goodwill. The key assumptions used to determine the recoverable amount of the CGU are disclosed further below.

Impairment considerations
The Group has goodwill which is subject to annual impairment testing. The testing is performed annually as at 31 December and when circumstances indicate that the carrying value may be impaired.

Impairment is determined by assessing the recoverable amount of each CGU (or group of CGUs) to which goodwill or intangible assets with indefinite useful lives relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length terms, for similar assets or observable market prices less incremental costs for disposing of the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Carrying amount of goodwill allocated to each of the groups of CGUs:

	31.12.2024	31.12.2023
Torghatten	1 843 724	1 909 689
Kattegat	4 242 487	4 045 599
Bornholm	1 107 120	1 055 740
Fanø	474 480	452 460
Öresundslinjen	4 991 701	4 912 676
Total goodwill	**12 659 512**	**12 376 164**

For impairment testing, goodwill acquired through the business combinations was allocated to the Torghatten CGU, Kattegat CGU, Bornholm CGU, Fanø CGU and Öresundslinjen CGU. Reference is made to note 5.1 for further information on the business combinations. Change in Goodwill relates to derecognition from the dissolution of Partrederiet Kystekspressen ANS for Torghatten and Cumulative translation adjustments for the rest.

Basis for determining the recoverable amount

The groups of CGUs' recoverable amount has been determined based on its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. The cash flows are derived from the detailed budget and forecast calculations for the next five years approved by the Board of Director. Restructuring activities and significant future investments are excluded from the budgets. A long-term growth rate is calculated and applied to project future cash flows after the tenth year. The recoverable amount is sensitive to revenue growth in the forecast period, the discount rate, expected future cash flows and the terminal growth rate.

SIGNIFICANT ACCOUNTING ESTIMATES AND ASSUMPTIONS

Impairment testing of goodwill

The calculation of value in use for the groups of CGUs is most sensitive to the following assumptions:

- Revenue growth
- Pre-tax discount rate
- Terminal growth rate

Revenue growth
The expected growth in revenues are based on the expected growth in the industry and the Group's market share. The growth forecast is based on management's expectations of future conditions in the markets incl. competition. The assumption is presented as the constant average growth rate over the forecast period of 2025 - 2029 (2023: 2024 - 2028).

Pre-tax discount rate
The discount rate reflects the current market assessment of the risks specific to the groups of CGUs. The pre-tax discount rate is estimated based on the weighted average cost of capital (WACC).

Terminal growth rate
The terminal growth rate is the estimated long-term rate of growth in the economy where the business operates, aligned with long term global inflation targets.

The key assumptions used to determine the recoverable amount for each CGU are presented below:

2024

CGU	Average revenue growth in the forecast period	Pre-tax discount rate (WACC)	Terminal growth rate
Torghatten	2.5 %	8.8 %	2.0 %
Kattegat	4.7 %	7.1 %	1.0 %
Bornholm	3.4 %	7.1 %	1.0 %
Fanø	3.1 %	7.1 %	1.0 %
Öresundslinjen	3.8 %	9.8 %	2.0 %

2023

CGU	Average revenue growth in the forecast period	Pre-tax discount rate (WACC)	Terminal growth rate
Torghatten	2.0 %	9.0 %	2.0 %
Kattegat	5.0 %	7.4 %	1.0 %
Bornholm	4.9 %	7.4 %	1.0 %
Fanø	3.8 %	7.4 %	1.0 %
Öresundslinjen	3.7 %	9.5 %	2.0 %

The recoverable amount of the cash generating units (CGUs) exceed their carrying amount, and no impairment loss has been recognised in the current or prior period. A reasonably possible change in the key assumptions used to determine the recoverable amount of the CGUs would not cause its carrying amount to exceed its recoverable amount, except for Torghatten. A rise in the pre-tax discount rate to 9.2% (i.e. +0.4%) for Torghatten would result in impairment. Similarly, a decrease in the terminal growth rate to 1.4% (i.e. -0.6%) for Torghatten would result in impairment.

Sensitivity analysis

Future events could cause the key assumptions to deviate from the amounts used in the forecast period. The Group has performed a sensitivity analysis for each key assumption for Torghatten; revenue growth in the forecast period, terminal growth rate and the pre-tax discount rate. The table below shows how much the recoverable amount of the CGU changes if each key assumption was increased or decreased in an unfavourable direction by one percentage point:

Climate-related matters

For information on climate-related matters refer to note 7.1.

2024

Sensitivity of assumptions (presented as change in recoverable amount for each CGU)	Headroom	Recoverable amount	Effect of -1% change in revenue growth	Effect of +1% change in the pre-tax discount rate	Effect of -1% change in terminal growth rate
Torghatten	1 398 469	11 221 240	-939 000	-3 117 000	-2 191 000

2023

Sensitivity of assumptions (presented as change in recoverable amount for each CGU)	Headroom	Recoverable amount	Effect of -1% change in revenue growth	Effect of +1% change in the pre-tax discount rate	Effect of -1% change in terminal growth rate
Torghatten	352 470	8 933 072	-821 522	-1 930 971	-1 297 717

5.3 Property, plant and equipment

ACCOUNTING POLICIES

Property, plant and equipment ("PPE") are tangible items that:

- are held for use in the production or supply of goods or services, for rental to others, or for administrative purposes; and
- are expected to be used during more than one period.

PPE is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. When significant parts of PPE are required to be replaced at intervals (dry-dockings and inspections), the Group depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in profit or loss as incurred.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets.

Dry-dockings and inspections
Expenses incurred for periodic inspections of ships and ship engines are added to the particular ships' cost price and depreciated on a straight-line basis until the next planned inspection.

The cost price of ships, including new constructions, is divided into a cost price for the ship and a cost price of the asset relating to docking and inspection. The two elements are separately recognised and depreciated. When purchasing ships, including new constructions, the cost price of the docking/inspection element is estimated based on the company's experience and history of similar ships and docking/inspection intervals.

Costs for docking and inspection typically consist of external costs for shipyards and repair work, materials used, hiring of crew and costs for own inspectors and staff during docking/inspection periods.

Repair and maintenance costs
Normal vessel repair and maintenance costs are expensed when incurred. These costs include costs related to engine overhaul, costs related to upgrading navigation equipment (autopilot, automatic web-based map update, etc.) and similar repair and maintenance costs.

Impairment assessment
The Group assesses at each reporting date, whether there is an indication that property, plant and equipment may be impaired. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. The recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its capital value. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. The impairment for the year relates to decomssioning of ships.

SIGNIFICANT ACCOUNTING ESTIMATES AND ASSUMPTIONS

Useful life and residual value of vessels
When calculating the residual value, the Group takes into account the amount for which the asset is expected to be sold for if the asset had the age and condition that the asset is expected to have at the end of its useful life, less the cost of disposal. Operating assets are depreciated to their residual value. For the determination of residual values, the Group uses a common scale. Ferries are classified as: large, medium, medium-class small and small ferries. Express boats are classified as large or small. An individual assessment is made of all vessels and certain vessels may therefore deviate from the established scale. The Group estimates at the end of 2024 that this residual value remain an expression of the vessels' market value at the end of the periods of use, based on current market conditions and the ships' expected condition. The residual values, useful lives and methods of depreciation of PPE are reviewed at each financial year end and adjusted prospectively, if appropriate.

Economic life (years)	5-30 years	3-30 years	3-10 years
Depreciation plan	Straight-line	Straight-line	Straight-line

*Transfers mainly relates to assets under constructions being moved to ships. It does not net to zero due to some assets under constructions being moved to inventories, in addition to transfer from digitalisation projects under development to other fixed assets.

	Buildings, terminals and ports	Ships	Other fixed assets	Assets under construction	Total
Acquisition cost as at 31 December 2022	**228 501**	**9 062 821**	**137 868**	**1 094 953**	**10 524 143**
Additions	79 147	549 018	54 855	491 674	1 174 694
Additions through business combinations (note 4.2 FS 2023)	630 170	349 524	197 229	10 279	1 187 202
Disposals	-8 402	-35 518	-3 507	-1 355	-48 782
Transfers	122	868 367	27 622	-893 218	2 893
Currency translation effects	36 822	184 172	11 156	73 525	305 675
Acquisition cost as at 31 December 2023	**966 360**	**10 978 385**	**425 223**	**775 859**	**13 145 826**
Additions	48 295	432 822	120 147	1 912 469	2 513 733
Disposals	-310	-879 182	-1 273	-	-880 764
Discontinued operations	-	-95 276	-	-	-95 276
Transfers*	-	-38 359	43 680	-5 322	-
Currency translation effects	55 985	310 651	37 624	22 328	426 588
Acquisition cost as at 31 December 2024	**1 070 330**	**10 709 041**	**625 402**	**2 705 334**	**15 110 106**
Accumulated depreciation and impairment as at 31 December 2022	**32 835**	**614 310**	**29 125**	**-**	**676 270**
Depreciation for the year	60 649	772 502	50 768	-	883 919
Impairment for the year	-	1 375	-	-	1 375
Depreciation on disposals	-8 263	-15	-3 507	-	-11 785
Discontinued operations	-	-	264	-	264
Currency translation effects	6 340	22 462	-2 150	-	26 652
Accumulated depreciation and impairment as at 31 December 2023	**91 560**	**1 410 634**	**74 501**	**-**	**1 576 695**
Depreciation for the year	68 980	819 717	56 033	-	944 729
Impairment for the year	-	17 120	-	17 244	34 364
Depreciation on disposals	-248	-724 221	-1 258	-	-725 727
Transfers*	-	-5 870	5 870	-	-
Currency translation effects	17 892	132 928	21 470	57	172 346
Accumulated depreciation and impairment as at 31 December 2024	**178 184**	**1 650 308**	**156 615**	**17 302**	**2 002 408**
Net book value:					
At 31 December 2023	**874 800**	**9 567 751**	**350 722**	**775 859**	**11 569 131**
At 31 December 2024	**892 146**	**9 058 733**	**468 787**	**2 688 033**	**13 107 699**

5.4 Right-of-use assets and lease liabilities

ACCOUNTING POLICIES

At inception of a contract, the Group assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- The agreement creates enforceable rights of payment and obligations
- The identified asset is physically distinct
- The supplier does not have a substantive right to substitute the asset throughout the period of use
- It has the right to obtain substantially all of the economic benefits from use of the asset
- It has the decision-making rights that are most relevant to changing how and for what purpose the asset is used throughout the contract period

Group as a lessee

At the commencement date, the Group recognises a lease liability and corresponding right-of-use asset for all lease agreements in which it is the lessee, except for the following exemptions applied:

- Short-term leases (defined as 12 months or less)
- Low value assets (with an underlying value of less than NOK 50 thousands)

For these leases, the Group recognises the lease payments as operating expenses in the consolidated statement of comprehensive income.

The Group only recognises the lease payments in the calculation of the leases, and all services are recognised in line with their consumption. The calculation of the total lease obligation may have an effect regarding the assessment of whether something is leasing or service. The Group therefore conducts a careful examination of whether the contracts contain a service element, including what costs may relate to a day-to-day operation.

Measuring the lease liability

The lease liability is initially measured at the present value of the lease payments for the right to use the underlying asset during the lease term that are not paid at the commencement date. The lease term represents the non-cancellable period of the lease, together with periods covered by an option to extend the lease when the Group is reasonably certain to exercise this option, and periods covered by an option to terminate the lease if the Group is reasonably certain not to exercise that option.

The lease payments included in the measurement comprise:

- Fixed lease payments, less any lease incentives received
- Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date
- The purchase price under a call option, if it is deemed reasonably probable that it will be exercised
- Compensation to the lessor in the event of an early termination of the leasing agreement, if the Group is expected to utilise such an option

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications, or to reflect adjustments in lease payments due to an adjustment in an index or rate.The Group presents its lease liabilities as separate line items in the consolidated statement of financial position.

Measuring the right-of-use asset

The right-of-use asset is initially measured at cost. The cost of the right-of-use asset includes the corresponding amount of the initial measurement of the lease liability, any lease payments made at or before the commencement date, initial direct costs associated with the leasing agreement and estimated obligation to demolish or re-establish the asset after use.

The right-of-use asset is subsequently measured at cost less accumulated depreciation and impairment losses, applying the same policies for impairment as for property, plant and equipment (note 5.3). The right-of-use asset is depreciated from the commencement date to the earlier of the lease term and the remaining useful life of the right-of-use asset. Depreciation is calculated on a straight-line basis.

The Group presents its right-of-use assets as separate line items in the consolidated statement of financial position.

Remaining lease term or remaining useful life (years)	1-4 years	1-5 years	1-12 years	1-12 years
Depreciation plan	Straight-line	Straight-line	Straight-line	Straight-line

The Group's leased assets

The Group leases several assets, mainly ferries, terminal and port facilities, office buildings and apartments and office equipments in Norway, Denmark and Sweden.

The Group's right-of-use assets recognised in the consolidated statement of financial position are presented in the table below:

Right-of-use assets	Ships	Office space	Terminals & ports	Other	Total
Carrying amount as at January 1 2023	**1 101 044**	**7 830**	**840 602**	**4 391**	**1 953 867**
Additions of right-of-use assets	-	15 114	396 775	22 250	434 139
Additions through business combinations (note 4.2 FS 23)	-	-	239 169	1 021	240 190
Disposals of RoU	-	-	-238 241	-509	-238 750
Depreciation of right-of-use assets	-71 426	-4 699	-166 734	-6 774	-249 633
Remeasurement	-608 054	-	103 730	-	-504 324
CPI/Currency translation effects	94 479	-1 281	65 641	1 723	160 563
Carrying amount as at 31 December 2023	**516 043**	**16 964**	**1 240 943**	**22 102**	**1 796 052**
Adjusting opening balance	-	17	-	-	17
Reclass of opening balance	-	12 318	-4 258	-8 060	-
Additions of right-of-use assets	4 282	7 493	190 271	16 794	218 840
Disposals of RoU	-1 725	-	-	-2 698	-4 424
Depreciation of right-of-use assets	-177 309	-7 929	-182 837	-5 901	-373 976
Remeasurement	124 257	601	92 358	-	217 216
Reversal of depreciation of assets disposed of	1 727	-	-	2 072	3 799
CPI/Currency translation effects	22 230	-	57 105	32	79 367
Carrying amount as at 31 December 2024	**489 505**	**29 464**	**1 393 582**	**24 341**	**1 936 891**

Expenses in the period related to practical expedients and variable payments	**2024**	**2023**
Short-term lease expenses	10 126	26 571
Low-value assets lease expenses	3 308	1 353
Variable lease expenses in the period (not included in the lease liabilities)	10 756	4 522
Total lease expenses in the period	**24 190**	**32 445**

The lease expenses in the period related to short-term leases, low-value assets and variable lease payments are included in other operating expenses in the consolidated statement of comprehensive income, and the payments are presented in the Group's operating activities in the consolidated statement of cash flows.

The Group's lease liabilities

Undiscounted lease liabilities and maturity of cash outflows	**31.12.2024**	**31.12.2023**
Less than one year	400 757	380 183
One to five years	1 114 201	1 096 117
More than five years	684 092	534 460
Total undiscounted lease liabilities	**2 199 051**	**2 010 761**

Lease liabilities	**Total**
Carrying amount as at 1 January 2023	**1 955 886**
New leases recognised during the period	434 139
New leases recognised during the period through business combinations	240 190
Cash payments	-383 648
Disposal	-238 767
Remeasurement	-504 324
Interest expense on lease liabilities	127 132
CPI/Currency translation effects	163 259
Carrying amount as at 31 December 2023	**1 793 867**
Current lease liabilities in the statement of financial position	310 669
Non-current lease liabilities in the statement of financial position	1 483 198
Carrying amount as at 1 January 2024	**1 793 867**
Adjusting OB	38
New leases recognised during the period	216 539
Cash payments	-407 528
Disposal	-592
Remeasurement	217 216
Interest expense on lease liabilities	80 295
CPI/Currency translation effects	79 781
Carrying amount as at 31 December 2024	**1 979 617**
Current lease liabilities in the statement of financial position	335 282
Non-current lease liabilities in the statement of financial position	1 644 335

Lease commitments not included in the lease liabilities

Inflation adjustments

In addition to the lease liabilities presented above, the Group is committed to pay variable lease payments for its ferries and office buildings, mainly related to future inflation adjustments which is not included in the initial calculation of lease liabilities. The lease liability and right-of-use asset will be adjusted to reflect the inflation adjustment when the uncertainty related to the adjustment has been resolved, however, due to low inflation forecasts these adjustments are expected to be immaterial.

Other matters

The Group's leases do not contain provisions or restrictions that impacts that Group's dividend policies or financing possibilities.

Section 6 - Financial instruments and equity

6.1 Overview of financial instruments

ACCOUNTING POLICIES

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Classification of financial instruments

The Group's financial instruments are grouped in the following categories:

Financial Assets

Financial assets measured subsequently at amortised cost:
This includes mainly trade receivables, other receivables and cash and cash equivalents.

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. All of the Group's financial assets (i.e., trade receivables and cash and cash equivalents) are part of the Group's business model with the sole objective to collect contractual cash flows. Additionally, the contractual terms of the financial assets, primarily applicable to trade receivables, give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, thereby passing the SPPI test.

The Group considers a financial asset in default according to individual assessment of the financial assets. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Financial assets at fair value through profit and loss
This includes mainly share investments and pension assets.

Derivative financial instruments

Derivative financial instruments are recognised from the trading day and measured in the balance sheet at fair value. Positive and negative fair values of derivative financial instruments are included under other receivables and other debt in the balance sheet, respectively, and set-off of positive and negative values is only made when the company has the right and intention to settle several financial instruments net. Fair value for derivative financial instruments are calculated on the basis of current market data and recognised valuation methods.

Cash flow hedging (Interest rate swap agreements and oil price contracts)
Changes in the portion of fair value of derivative financial instruments that are classified as and meet the conditions for hedging future cash flows and that effectively hedge changes in future cash flows are recognised in other comprehensive income in a separate reserve for hedging transactions under equity until the hedged cash flows affects the income statement. At this time, gains or losses relating to such hedging transactions are reclassified from other comprehensive income and recognised in the same accounting item as the hedged item.

If the hedging instrument no longer meets the criteria for accounting hedging, the hedging relationship will cease in the future. The accumulated change in value recognised in other comprehensive income is reclassified to the income statement when the hedged cash flows affect the income statement. If the hedged cash flows are no longer expected to be realised, the accumulated change in value is reclassified to the income statement immediately. The part of the value adjustment of a derivative financial instrument that is not included in a hedging relationship is presented under financial items.

Financial Liabilities

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. 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, loans and borrowings, and derivative financial instruments. The Group subsequently measured the financial liabilities, except for derivative financial instruments, at amortised costs.

Further derivative financial instruments
Derivative financial instruments that do not meet the conditions for treatment as hedging instruments are considered trading stocks and are measured at fair value with recognition of fair value adjustments on an ongoing basis in the income statement as financial items.

ACCOUNTING POLICIES

Initial recognition and subsequent measurement

The Group's financial assets and liabilities are initially recognised at fair value plus directly attributable transaction expenses. Subsequently, these instruments are measured at amortised cost using the effective interest method (EIR). Gains and losses are recognised in profit or loss upon impairment, when the instruments are derecognized 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 consolidated statement of comprehensive income.

Financial liabilities measured at amortised cost include the Group's interest-bearing liabilities as well as non-interest-bearing liabilities such as trade payables.

The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

Impairment of financial assets

Financial assets measured at amortised cost are considered for impairment by recognising an allowance for expected credit losses (ECLs). Refer to note 3.2 for details.

Derecognition of financial instruments

A financial asset is derecognized when the rights to receive cash flows from the asset have expired, the Group has transferred its rights to receive cash flows from the asset or the Group has assumed an obligation to pay the received cash flows in full under a "pass-through" arrangement.

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the consolidated statement of comprehensive income.

IBOR reform
The Group has non-current interest-bearing loans and borrowings with indexed interest rates based on EURIBOR and NIBOR. As a consequence of the IBOR reform, EURIBOR is already reformed and no further changes are expected as of this date. NIBOR is expected to be discontinued as a benchmark rate and will be replaced by new benchmark rate based on Nowa. The Group is continuously monitoring the situation, however as of 31 December 2024, the Group does not expect any significant effects on the Group's financial reporting as a result of the IBOR reform.

The carrying amount of the Group's financial assets and liabilities are presented in the tables below:

Financial assets

	Note	31.12.2024	31.12.2023
Derivatives designed as hedging instruments			
Interest rate swaps	6.5	1 797	150 779
Oil price futures contracts	6.5	7 856	-
Currency rate swaps	6.5	1 895	23 544
Financial assets at fair value through profit and loss			
Share investments (current)		-	37 152
Share investments (non-current)	6.5	23 448	47 250
Pension assets	2.3	802	1 636
Financial instruments at amortised cost			
Trade receivables		250 542	204 995
Interest-bearing receivables to related parties	6.5	2 849 920	2 561 835
Other non-current financial receivables		9 968	11 420
Other investments	6.1	54	53
Cash and cash equivalents	6.6	1 175 449	1 695 609
Total financial assets		**4 321 732**	**4 734 273**

Financial liabilities

31 December	Note	31.12.2024	31.12.2023
Financial liabilities at amortised cost			
Non-current interest-bearing liabilities	6.2	18 124 987	17 385 724
Current interest-bearing liabilities	6.2	225 079	133 684
Trade and other payables	3.3	1 174 586	947 570
Non-current lease liabilities	5.4	1 644 335	1 483 198
Current lease liabilities	5.4	335 282	310 669
Other current financial liabilities*	6.3, 6.5	24 453	48 204
Total financial liabilities		**21 528 720**	**20 309 048**

*Other current financial liabilities relates to the Group's interest rate swap contracts in 2024 compared to the Group's oil hedge contracts in 2023.

Significant finance income and finance costs arising from the Group's financial instruments are disclosed separately in note 2.6.

	Note	31.12.2024	31.12.2023
Current financial assets			
Interest rate swaps	6.4	-	141 792
Oil price contracts	6.5	7 856	-
Currency rate swaps	6.5	1 895	-
Interest rate swaps (prepaid option premium)	6.5	1 797	-
Share investments (current)		-	37 152
Total Current financial assets		**11 548**	**178 945**
Non-current financial assets			
Interest rate swaps (prepaid option premium)	6.5	-	8 987
Currency rate swaps	6.5	-	23 544
Other investments		54	53
Interest-bearing receivables to related parties	6.5	2 849 920	2 561 835
Other non-current financial receivables	6.5	9 968	11 420
Share investments (non-current)		23 448	47 250
Pension plan assets	2.3	802	1 636
Total Non-current financial assets		**2 884 192**	**2 654 724**

Share investments mainly include investments in Zeabuz AS. In 2023 it also included investments in WattsUp Power A/S. The Group holds 4.0% owner-share but the investment was wrote down to 0 during 2024. WattsUp Power A/S develops and sells electromechanical solutions for energy storage.

Interest-bearing receivables to related parties mainly include loan to Float Holdco DK ApS.

The Group`s financial instruments as of 31 December 2024 includes interest swap, currency swap and oil hedge.

6.2 Interest-bearing liabilities

Specification of the Group's interest-bearing liabilities

NFI Borrower AS (subsidiary of NFI AS) signed a 7-year loan agreement (Senior Facilities Agreement) on March 11 2022. The purpose of the agreement is refinancing of the Group's existing loans and general corporate and working capital purposes of the Group. The Group has incurred transaction costs in connection with the refinancing of the Group and the preceding restructuring of the Group.

Non-current interest-bearing liabilities	Interest rate	Maturity	31.12.2024	31.12.2023
Junior facility agreement B1 (NOK 2 078 737 thousand)	NIBOR+5.00%	29.11.2031	2 078 738	-
Junior facility agreement B2 (EUR 175 000 thousand)	NIBOR+5.00%	29.11.2031	2 064 125	-
Term Loan B2 Facility (EUR 445 200 thousand)	EURIBOR+2.325%	31.03.2029	5 251 134	5 004 271
Term Loan B1 Facility (NOK 4 530 000 thousand)	NIBOR+2.325%	31.03.2029	4 530 000	4 530 000
Capex Fac 2+ (EUR)	EURIBOR+2.325%	31.03.2029	2 526 800	2 408 011
Revolving Credit Facility	NIBOR+2.325%	31.03.2025	25 000	25 000
Shareholder loan	0	25.02.2036/ 26.02.2036	-	4 951 356
Capex Facility	NIBOR+1.875%	31.03.2029	1 040 877	47 640
Capex Facility	NIBOR+2.1750%	31.03.2029	379 522	193 329
Capex Fac 2B (EUR)	EURIBOR+2.025%	31.03.2029	434 056	413 649
Capex Fac 2B (EUR)	EURIBOR+2.025%	31.03.2029	97 185	-
Revolving Credit Facility	NIBOR+2.325%	31.03.2025	43 000	43 000
Revolving Credit Facility	CIBOR+2.325%	31.03.2025	142 344	-
Danske Bank	6.78 %	30.04.2024	-	51 167
Loan Hati Holdco AS	1.50 %	on demand*	14 735	14 516
- Upfront fee			-277 449	-162 532
Total interest-bearing liabilities			**18 350 066**	**17 519 407**
Current interest-bearing liabilities			225 079	133 684
Non-current interest-bearing liabilities			18 124 987	17 385 724
Total interest-bearing liabilities			**18 350 066**	**17 519 407**

*on demand loan. Loan is due 30 days after lender calls the loan.
The shareholder loan was settled in 2024 and replaced by the Junior Facility agreement.

For the loan arrangement DNB Bank ASA serves as an agent. The original lenders are:

Original lender
DNB Bank ASA
ABN Amro Bank NV
BNP Paribas Fortis SA/NV
BNP Paribas SA
C.M. Life Insurance Company
Cooperatieve Rabobank UA
Credit Agricole CIB
Climate Infrastructure Debt S.V.
Danske Bank
DWS Alternatives GmbH
Intesa Sanpaolo Bank Luxembourg S.A.
Jyske Bank A/S
La Banque Postale
Massachusetts Mutual Life Insurance Company
Mizuho Bank Europe N.v.
MUFG Bank (Europe) N.V
National Australia Bank Ltd
NatWest Bank Europe GmbH
Nordea Bank Abp, Filial i Norge
Nykredit Bank A/S
OP Corporate Bank PLC
Skandinaviska Enskilda Banken AB
Royal & Sun Alliance Insurance Limited
Siemens Bank GmbH
Nordic Investment
DNB Liv
Ares Strategic Income Fund
CION Ares Diversified Credit Fund
Ares Credit Strategies Insurance Dedicated Fund Series Interests of the SALI Multi-Series Fund, L.P.
Ares Capital Corporation
Ares (IDS VI EUR U) S.a.r.l
PSP Investment

Assets pledged as security and guarantee liabilities in NOK thousands

	31.12.2024	**31.12.2023**
Secured balance sheet liabilities:		
Interest-bearing liabilities to financial institutions	18 036 956	335 136
Value of assets pledged as security for secured liabilities in NOK thousands:		
Receivables	250 542	70 755
Inventories	260 727	18 052
Property, plant and equipment	9 424 852	2 501 111
Bank	946 041	25 043
Shares in subsidiaries	8 950 170	7 023 155
Other receivables	232 494	235 782
Total assets pledged as security	**20 064 826**	**9 873 897**

The Group has given guarantees amounted to NOK 210 921 thousands in 2024 (2023: NOK 311 543 thousands). The guarantees were provided by the following entities in the group:

Guarantors	**31.12.2024**	**31.12.2023**
Torghatten Nord AS	179 833	154 480
Bastø Fosen AS	2 392	48 392
Torghatten Midt AS	26 323	50 777
Torghatten AS	1 727	57 247
Nordic Ferry Infrastructure AS	647	647

Financial Covenants

In order to achieve this overall objective, the Group's capital management, among other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. The Group has different financial covenants requirements. The covenants requirements are related to NIBD/EBITDA, and EBITDA/Net Finance Charges. There have been no breaches of the financial covenants of any interest-bearing loans and borrowing in the current period or prior period.

Senior facilities agreements

The covenant says the Company shall ensure that the interest coverage ratio (EBITDA/Net Finance Charges) in respect of each testing period shall not be less than 1.75:1. Also, the Net Debt Cover ratio (NIBD/EBITDA) shall not exceed 7.39 as at 31 December 2024 (2023: 1.75:1 and 7.56, respectively). Regarding Net Debt coverage the Company has a long-term testing period schedule in which the ratio are not to exceed at maximum 8.21 and minimum 6.54. The testing period is scheduled with six months intervals ranging from 31 December 2022 to 31. December 2028, and is set up so that the Company must increase its EBITDA in relation to net debt in order to be compliant in the long term.

Junior facilities agreements

The covenant says the Company shall ensure that the interest coverage ratio (EBITDA/Net Finance Charges) in respect of each testing period shall not be less than 1.6:1. Also, the Net Debt Cover ratio (NIBD/EBITDA) shall not exceed 8.5 as at 31 December 2024. Regarding Net Debt coverage the Company has a long-term testing period schedule in which the ratio are not to exceed at maximum 8.5 and minimum 8.0. The testing period is scheduled with six months intervals ranging from 31 December 2024 to 30 June 2031, and is set up so that the Company must increase its EBITDA in relation to net debt in order to be compliant in the long term.

6.3 Ageing of financial liabilities

Contractual undiscounted cash flows from financial liabilities, including interest payments are presented below:

Remaining contractual maturity 31.12.2024	Note	On demand	Less than 1 year	1 to 5 years	Over 5 years	Total
Financial liabilities						
Non-current interest-bearing liabilities	6.2	-	798 193	16 932 677	4 850 174	22 581 044
Current interest-bearing liabilities	6.2	14 735	212 070	-	-	226 804
Non-current lease liabilities	5.4	-	-	1 114 201	684 092	1 798 294
Lease liabilities	5.4	-	400 757	-	-	400 757
Trade and other payables	3.3	-	1 185 004	-	-	1 185 004
Other current financial liabilities	6.5	-	24 453	-	-	24 453
Total financial liabilities		**14 735**	**2 620 477**	**18 046 878**	**5 534 266**	**26 216 356**

Remaining contractual maturity 31.12.2023	Note	On demand	Less than 1 year	1 to 5 years	Over 5 years	Total
Financial liabilities						
Non-current interest-bearing liabilities	6.2	-	1 138 511	4 554 045	20 033 890	25 726 446
Current interest-bearing liabilities	6.2	14 516	121 169	-	-	135 686
Non-current lease liabilities	5.4	-	-	1 096 117	534 460	1 630 578
Lease liabilities	5.4	-	380 183	-	-	380 183
Trade and other payables	3.3	27	968 629	-	-	968 656
Other current financial liabilities	6.5	-	48 204	-	-	48 204
Total financial liabilities		**14 543**	**2 656 696**	**5 650 162**	**20 568 350**	**28 889 752**

Reconciliation of changes in liabilities incurred as a result of financing activities:

2024	01.01.2024	Cash flow effect	Capitalised interests	New leases recognised	Other changes	Additions through acquisition	Capitalised transaction costs (net)	31.12.2024
Non-current interest-bearing liabilities	17 385 724	468 121	-	-	386 057	-	-114 915	18 124 987
Current interest-bearing liabilities	133 684	91 177	218	-	-	-	-	225 079
Lease liabilities	1 793 867	-407 528	-	216 539	376 739	-	-	1 979 616
Derivative financial instruments	-	-	-	-	24 453	-	-	24 453
Total liabilities from financing	**19 313 274**	**151 769**	**218**	**216 539**	**787 249**	**-**	**-114 915**	**20 354 135**

2023	01.01.2023	Cash flow effect	Capitalised interests	New leases recognised	Other changes	Additions through acquisition	Capitalised transaction costs (net)	31.12.2023
Non-current interest-bearing liabilities	13 008 500	-240 116	312 019	-	547 940	3 726 423	30 958	17 385 724
Current interest-bearing liabilities	178 619	-3 187	215	-	-41 963	-	-	133 684
Lease liabilities	1 955 885	-383 648	-	434 139	-452 700	240 190	-	1 793 867
Total liabilities from financing	**15 143 004**	**-626 951**	**312 233**	**434 139**	**53 276**	**3 966 613**	**30 958**	**19 313 274**

6.4 Financial risk management

Overview

The Group's principal financial liabilities, comprise interest bearing liabilities, lease liabilities, and trade payables. The main purpose of these financial liabilities is to finance the Group's operations. The Group's principal financial assets include trade receivables, share investments, derivative financial instruments, other financial receivables and cash and short-term deposits that derive directly from its operations.

The Group is exposed to a range of risks affecting its financial performance, including market risk, credit risk and liquidity risk. The Group seeks to minimise potential adverse effects of such risks through sound business practice, risk management and hedging.

Risk management is carried out by Group management under policies approved by the Board. The Board reviews and agrees policies for managing each of these risks, which are summarised below.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk for the Group comprises three types of risk: interest rate risk, currency risk and oil price risk. Financial instruments affected by market risk include interest bearing debt, cash and cash equivalents, trade receivables, lease liabilities and trade and other payables.

Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's interest-bearing liabilities with floating interest rates.

NFI Borrower AS (subsidiary of NFI AS) entered into three interest rate swap agreements in 2022. The notional amounts per contracts are NOK 906 millions, EUR 300 millions and EUR 145.2 millions. The interest rate swap is for 100% of the EUR Term Loan B2 Facility and 20% of NOK Term Loan B1 Facility. The loan facilities are for 6 years while the interest rate swap is for 3 years. The interest rate swap secure a fixed interest rate of 0.85% for the Term Loan B2 Facility and interest rate cap of 2.5% for the 20% of the Term Loan B1 Facility.

In 2023 the Group entered into two interest rate swap agreements. The notional amounts per contracts are NOK 144 million and EUR 70 million. The interest rate swap is for 100% of the EUR Capex Facility 2. The loans facilitates are for 7 years while the interest rate swap is for 4 years. The interest rate swap secure a fixed interest rate of 2.829% for the contract of NOK 144 million and 2.85 for the contract of EUR 70 million. The purpose of the swap agreements is to mitigate the risk related to fluctuations in the interest rate.

There is an economic relationship between the hedged item and the hedging instrument as the terms of the interest rate swap match the terms of the fixed rate loan (i.e., notional amount, maturity, payment and reset dates). The Group has established a hedge ratio of 1:1 for the hedging relationships as the underlying risk of the interest rate swap is identical to the hedged risk component. To test the hedge effectiveness, the Group uses the hypothetical derivative method and compares the changes in the fair value of the hedging instrument against the changes in fair value of the hedged item attributable to the hedged risk.

Interest rate swap	31.12.2024	31.12.2023
Remaining debt	18 627 514	17 681 939
Expiry of interest rate swap*	31.03.2025 / 24.01.2027	31.03.2025 / 24.01.2027

* Different interest swap agreements, one agreement expires 31 March 2025 and two expires 24 January 2027.

Interest rate sensitivity

The sensitivity to a possible change in interest rates, with all other variables held constant, on the Group's profit before tax, is illustrated below. In calculating the sensitivity analyses, the Group assumes that the sensitivity of the relevant statement of profit or loss item is the effect of the assumed changes in respective financial risks.

Interest rate sensitivity	Increase / decrease in basis points	Increase/ decrease in profit before tax	Increase/ decrease in equity*
31 December 2024	+/- 100	-78 637	420 413
31 December 2023	+/- 100	-95 866	1 241 157

* The Group has financial instruments through OCI and hence the effects on equity are shown.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's interest-bearing liabilities in EUR.

The Group's presentation currency is NOK. Accordingly, changes in the value of the currencies in which it generated revenues incurs costs in relation to NOK affect the Group's overall revenue, profit or loss and financial position. The Group partly hedges currency exposure with the use of financial instruments and monitors the exposure over time. The Group has a foreign currency hedge in which expires in 2025. The value of the currency hedge is NOK 1 895 thousands in 2024 (2023: NOK 23 554 thousands). The Group doesn't apply hedge accounting for the currency hedge.

Foreign currency sensitivity

The following table illustrates the sensitivity for a hypothetical increase or decrease in the foreign exchange rates in the period, holding all other variables constant:

Foreign currency sensitivity	Date	Change in FX rate	Effect on profit before tax	Effect on equity
Increase / decrease in NOK/EUR	31.12.2024	+/- 10%	830 917	648 116
Increase / decrease in NOK/EUR	31.12.2023	+/- 10%	782 593	610 423

10 % is used as it is considered to be a reasonable fluctuation in EUR/ NOK based on calculations on previous years variance.

Commodity price risk / Oil price risk

The Group is affected by the price volatility of oil.

It is the Group's policy to continuously secure a share of the next two years' oil consumption regarding both oil price risk and currency risk. The Group does not engage in active speculation within the financial risk market. The hedging is considered to be effective as the hedging is the same as the oil the group consumes.

Within the Kattegat and the western routes, the company's policy is to ensure 50-70% of oil consumption for the next 12 months and to ensure 30-50% of oil consumption for the following 13-24 months. At Bornholm, the Group's policy is to ensure 30-50% of oil consumption for the next 12 months and ensure 10-30% of oil consumption for the following 13-24 months. However, 100% may be guaranteed if it may be done at prices below (budgeted prices).

The Group purchases oil for ships on the spot market in force at any given time. The forward contracts do not result in physical delivery of oil but are designated as cash flow hedges to offset the effect of price changes in oil. The Group's management continuously assess on the basis of current oil prices, expected oil price developments and current CAP and forward prices, whether and, if so, for what period the oil price is hedged. Hedging is done in DKK.

The Group has per 31 December 2024 secured a fixed oil price in DKK/NOK of 62% of the expected oil consumption in 2025 (2023: 64%) and 24% of the expected oil consumption in 2026 (2023: 19%). Volume of oil purchases under forward contracts per 31.12.2024 amounts to 55,500 tonnes (2023: 59,900 tonnes) and expires as follows:

	Expire in 2025	Expire in 2026
Hedged quantity, tonnes	42 000	13 500
Average guaranteed price in NOK per ton	4 651	7 236

Commodity price risk / Oil price sensitivity
The following table shows the effect of price changes in oil prices net of hedge accounting impact.

Oil price sensitivity		Increase/ Decrease in year-end price	Increase/ Decrease effect in profit before tax	Increase/ Decrease effect on equity*
Increase / decrease in oil price	31.12.2024	+/- 10%	-	40 990
Increase / decrease in oil price	31.12.2023	+/- 10%	-	43 296

*The Group has financial instruments through OCI and hence the effects on equity are shown.

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

The Group is considered not to have a significant credit risk linked to a single counterparty or several counterparties that can be seen as a group due to similarities in the credit risk. As the most important part of the Group's income is either sale to travellers or sales related to government grants from the state, county or municipality, the Group's overall credit risk is considered to be very low. For the part of the Group that conducts sales on credit, such sales are only made to customers who have not had significant problems with payment in the past. In addition, outstanding amounts must not exceed any established credit limits. The Group does not expect any credit losses.

The Group does not guarantee the debts of third parties. The Group's guarantee obligations apply to counter-guarantees in connection with necessary guarantees on behalf of group companies, including in connection with submitted offers regarding the operation of the state highway ferry connections, guarantees in accordance with regulations and EEAC-rules regarding access to the profession of road transportation, as well as guarantees within travel agency operations.

As the counterparty in derivatives trading is normally banks, the credit risk associated with derivatives is considered to be small. The Group therefore considers its highest risk exposure to be the balance sheet value of trade receivables and other current assets. For an overview of the ageing of trade receivables and the expected credit losses recognised for trade receivables see note 3.2.

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Group monitors its risk to a shortage of funds by monitoring its working capital, overdue trade receivables and establishing credit facilities.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of excess liquidity from operations and additional financing through establishment of credit facilities and interest-bearing liabilities. The Group has a positive cash flow from operating activities, including a steady revenue stream and cash reserves which limits its liquidity risk.

An overview of the maturity profile of the Group's financial liabilities with corresponding cash flow effect is presented in note 6.3.

Capital management

The main purpose of the Group's capital management is to ensure that it maintains high creditworthiness and solidity in order to maintain the confidence of investors, creditors and the market. The board wishes to maintain a balance between a higher return, which is made possible by a higher level of borrowings, and the benefits and security that follow from solid equity. As a result of this, the Group's objective is for the Group's equity to be over 30% of the Group's total capital. The Group's main focus in capital management is that the Group as a whole, and all main subsidiaries individually, must have sufficient working capital to finance their ordinary activities in the various contracts with the client for the execution of public transport, the focus is on getting payment terms from the client and financing of means of transport in place from banks, which make a positive contribution to working capital.

6.5 Fair value asurement

ACCOUNTING POLICIES

The Group measures financial instruments such as derivatives, and non-financial assets 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 on 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 principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another participant that would use the asset in its highest and best use.

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

Fair value disclosures
Management has assessed that the fair values of cash and short-term deposits, trade and other receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments and the current risk-free interest rates.

Derivatives
The fair value of the oil price derivatives, currency derivatives and the interest rates derivatives are valued according to generally accepted valuation methods based on relevant observable market values for oil prices in DKK, NOK and SEK and forward pricing for interest rate, respectively. Only observable and relevant market inputs were used in the valuation therefore the fair value measurement was classified as level 2 valuation.

Interest-bearing liabilities
The fair values of the Group's interest-bearing liabilities are determined by using the Discounted Cash Flow (DCF) method using a discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The fair values of the Group's interest-bearing loans and borrowings are in most cases similar to carrying amount, as the interest rates are floating and as the own non-performance risk as at the end of the reporting period was assessed to be insignificant.

Share investments
Share investments include investments in listed companies.

Set out below is a comparison, by class, of the carrying amounts and fair values of the Group's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

Fair value measurement

	Note	Carrying amount	Fair value	Level 1	Level 2	Level 3
Current financial assets as at 31.12.2024						
Oil price contracts	6.4	7 856	7 856		X	
Currency rate swaps		1 895	1 895		X	
Interest rate swaps (prepaid option premium)	6.4	1 797	1 797		X	
Total		**11 548**	**11 548**			
Non-current financial assets as at 31.12.2024						
Other investments		54	54			X
Interest-bearing receivables to related parties		2 849 920	2 849 920			X
Other non-current financial receivables		9 968	9 968			X
Share investments (non-current)		23 448	23 448		X	
Pension plan assets		802	802			X
Total		**2 884 192**	**2 884 192**			
Financial liabilities as at 31.12.2024						
Interest-bearing liabilities	6.2	18 350 066	18 350 066			X
Interest rate swap agreements	6.3	24 453	24 453		X	
Total		**18 374 518**	**18 374 518**			

Fair value measurement

	Note	Carrying amount	Fair value	Level 1	Level 2	Level 3
Current financial assets as at 31.12.2023						
Interest rate swap agreements	6.4	141 792	141 792		X	
Share investments (current)	6.4	37 152	37 152	X		
Total		**178 945**	**178 945**			
Non-current financial assets as at 31.12.2023						
Interest rate swaps (prepaid option premium)	6.4	8 987	8 987		X	
Currency rate swaps		23 544	23 544		X	
Other investments		53	53			X
Interest-bearing receivables to related parties		2 561 835	2 561 835			X
Other non-current financial receivables		11 420	11 420			X
Share investments (non-current)		47 250	47 250		X	
Pension plan assets		1 636	1 636			X
Total		**2 654 724**	**2 654 724**			
Financial liabilities as at 31.12.2023						
Interest-bearing liabilities	6.2	17 519 407	17 519 407			X
Oil price contracts	6.3	48 208	48 208		X	
Total		**17 519 407**	**17 519 407**			

There was no transfer between the levels of the fair value hierarchy in the current or prior periods.

6.6 Cash and cash equivalents

ACCOUNTING POLICIES

Cash and cash equivalents in the statement of financial position comprise cash at banks and short-term deposits with a maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits. Restricted bank deposits comprise of cash for withholding taxes which may not be used for other purposes.

Cash and cash equivalents	31.12.2024	31.12.2023
Bank deposits, unrestricted	1 111 224	1 643 508
Bank deposits, restricted	64 225	52 101
Total cash and cash equivalents	**1 175 449**	**1 695 609**

Bank deposits earns a low interest at floating rates based on the bank deposit rates.

6.7 Share capital, reserves, and shareholders information

ACCOUNTING POLICIES

Costs related to equity transactions

Transaction costs are deducted from equity, net of associated income tax.

Distribution to shareholders

The Group recognises a liability to make distributions to equity holders when the distribution is authorised, and the distribution is no longer at the discretion of the Group. As per the corporate laws of Norway, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

No distributions were made to shareholders in the current or prior period. Further, there are no proposed dividends.

The ultimate parent

The ultimate parent of the Group is EQT AB.

Issued capital and reserves:

Share Capital Increase 23 January 2023

On 23 January 2023, the share capital of the Company was increased by NOK 30 thousands and the share premium by NOK 4 057 061 thousands to finance to acquisition of Öresundslinjen Group AB. The share capital increase was performed by increasing the par value of the shares from NOK 20 to NOK 30.

Share capital in Nordic Ferry Infrastructure AS

	Number of shares authorised and fully paid	Par value per share (NOK)	Financial Position (NOK thousands)
At 01 January 2023	**3 000**	**20**	**60**
Share capital increase at 23 January 2023		10	30
At 31 December 2023	**3 000**	**30**	**90**
At 31 December 2024	**3 000**	**30**	**90**

All shares are ordinary and have the same voting rights and rights to dividends. Reconciliation of the Group's equity is presented in the statement of changes in equity.

Share premium in Nordic Ferry Infrastructure AS	
At 01 January 2023	**7 703 623**
Share capital increase at 23 January 2023	4 057 332
At 31 December 2023	**11 760 955**
At 31 December 2024	**11 760 955**

The Group's shareholders:

Shareholders in Nordic Ferry Infrastructure AS at 31.12.2024	Total shares	Ownership/ Voting rights
Float Holdco DK ApS	3 000	100 %
Total	**3 000**	**100 %**

The Group's shareholders:

Shareholders in Nordic Ferry Infrastructure AS at 31.12.2023	Total shares	Ownership/ Voting rights
Float Holdco DK ApS	3 000	100 %
Total	**3 000**	**100 %**

Shares held by management and the Board of Directors at the end of the reporting period is disclosed in note 7.2.

Hedging reserve

The hedging reserve relates to cash flow hedges of future secured revenues and expenses fluctuations in oil price and interest rates. The income statement effects of such instruments are recognised in accordance with the progress of the underlying contract as part of revenues or expenses as appropriate. The hedging reserve represents the value of such hedging instruments that is not yet recognised in the income statement. The underlying nature of a hedge is that a positive value on a hedging instrument exists to cover a negative value on the hedged position, see note 6.1 Overview of financial instruments.

Amounts in NOK thousands	Oil price agreements	Interest rate swap	Total
Reserves as at 31 December 2022	**-116 937**	**260 994**	**144 057**
Adjustment opening balance*	137 918	10 557	148 475
Opening balance as 1 Janaury 2023 (adjusted)	**20 981**	**203 575**	**224 556**
Fair value adjustment of derivative financial instruments	-34 802	9 796	-25 006
Cash flow hedges, related tax	-	-2 155	-2 155
Reclassified to profit & loss interest expense	-	-128 997	-128 997
Reclassified to profit & loss interest expense, tax effect	-	28 379	28 379
Basis adjustment transferred to inventory	-35 787	-	-35 787
Currency translation differences	1 404	-	1 404
Reserves as at 31 December 2023*	**-48 204**	**110 598**	**62 395**
Fair value adjustment of derivative financial instruments	30 908	-45 457	-14 549
Cash flow hedges, related tax	-	10 001	10 001
Reclassified to profit & loss interest expense	-	-120 788	-120 788
Reclassified to profit & loss interest expense, tax effect	-	26 573	26 573
Basis adjustment transferred to inventory	25 152	-	25 152
Currency translation differences	-2	-	-2
Reserves as at 31 December 2024	**7 854**	**-19 073**	**-11 219**

*It was discovered that the opening balance of hedge reserves from aquisition of Molslinjen was not brought forward under the businesscombinations entires in 2022. The group elected to continue the accounting for the hedge reserve following the common control transaction with Molslinjen in February 2022 and thus the hedge reserves is carried forward and adjusted for to reflect the carrying amount of hedge reserve from Molslinjen local accounts. The change is a reclassifiacation under the presentation of equity, adjusting the difference out of the hedge reserves and including it under retained earings. Ultimately the change is a reclassification under the statement of equity and does not affect the total equity of the group.

Currency translation reserve

The foreign currency translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations, as well as the effective portion of any foreign currency differences from hedges of net investments in foreign operations. The foreign currency translation reserve includes exchange differences arising from the translation of the net investments in foreign operations. Upon the disposal of investments in foreign operations or liquidation of such entities, the accumulated currency translation differences related to these entities are reclassified from the currency translation reserve to the income statement.

Section 7 – Other disclosures

7.1 Climate risk

The Group is exposed to transition risks and physical risks related to climate change that may have a positive or negative financial impact. Transition risks are risks related to the transition to a low carbon economy, while physical climate risk refers to the potential negative impacts of climate change on the business.

The financial impact of climate-related risks is assessed regularly and incorporated in the group's financial planning via business planning, forecasting and risk management processes. The risks and changes addressed are incorporated in management's assumptions and estimates in relation to budgeting, forecasting and value assessments related to tenders, contracts and assessments of impairment of tangible and intangible assets.

Cash flows used in assessments of recoverable amounts and value in use as well as assessments of potential onerous contracts and the useful life of existing and new assets (depreciation and impairment) include elements derived from identified climate risks. Examples of impacts are described below. See also the sustainability chapter of this report for additional information.

Transition risk

Policy and legal
The Group operates across the Scandinavian maritime market under local jurisdictions as well as EU regulations due to being located in both EU (Denmark & Sweden) and EEA Countries (Norway). The Group is thus subject to increasing carbon taxes and evolving EU sustainability regulations aimed at reducing greenhouse gas emissions, such as Fuel EU Maritime and EU Emission trading systems (EU ETS). From 2024 and onwards, vessel operators are required to monitor, report and verify GHG emissions. In addition, there are increased compliance costs related to preparation to report under the EU Corporate Sustainability Reporting Directive (CSRD).

The Group is actively monitoring regulatory developments while developing and maintaining its business plan. Our strategy is to lead the transition from conventional propulsion to clean energy by building new ferries and converting existing ones to run on zero- and low-emission energy, hence financial impact from increased carbon taxes and compliance with existing and upcoming regulations is considered low. From 2025, the Group is also expecting additional revenue streams from selling GHG surplus under the Fuel EU Maritime regulation.

Technology
The decarbonization of our fleet involves significant capital-intensive investments to retrofit or construct new low-carbon alternative vessels and supporting infrastructure. The Group invests substantially in innovation and development to introduce new and improved technology adapted to the green transition and deploys proven technologies to reduce commercial risk. The investment program includes electrification of more than 35% of the fleet by 2030, and in 2026 we will introduce the world's largest hydrogen vessels. Such investments may increase credit and liquidity risk. However, we seek to mitigate this risk by ensuring access to new funding and staying ahead of regulations to reduce compliance costs and emission-related penalties. By investing in new technologies, we are also able to reduce operational costs and benefit financially through Fuel EU by selling our GHG surplus to other maritime parties.

Market
Climate and environmental considerations are increasingly important in public tenders and contract terms. Hence, adopting more eco-friendly energy solutions will be core to tender competitiveness and financial growth.

The transition to a net-zero economy is expected to drive demand for renewable energy which may increase electricity costs in the coming years. Electricity is a key element of the Group's sustainability strategy and an increase in prices could have a negative financial impact. To mitigate such risk, the Group uses hedging instruments to ensure predictability and work continuously with energy efficiency measures.

Reputational risk
Investors and lenders are increasingly incorporating climate-risk considerations into their investment decision. By linking capital needs to the green transition, the Group has succeeded in accessing sustainability-linked loans with lower cost-of-capital to finance new low-carbon emission vessels. The current loan terms include two KPIs which may give a discount or penalty of up to 7.5 bps on margin if they are reached or not. Both KPIs were fulfilled in 2023 leading to discounts in 2024. In 2024 only one KPI will be fulfilled due to delays in delivery of ships under construction leading to loosing the discount in 2025.

The business model and strategy of the Group is aligned with the emerging changes to the market and how the decarbonization of the fleet will serve its purpose as a sustainable and profitable business. Shifts in consumer preferences towards more sustainable transportation could impact demand for ferry services as well as change the competition between market participants. Competition between operators will also be impacted by the said regulations and their ability to adjust and adapt. When it comes to public tenders and contract terms, climate and environmental considerations are increasingly important to maintain and ensure competitiveness going forward. In Norway, all new public tenders are required to weigh climate considerations by 30% when selecting new suppliers. On routes where revenues are driven by ticket sales (mainly Denmark, Sweden and Moss-Horten in Norway), the Group is dependent on staying attractive to the consumer as well as generating profits to avoid losing market shares which again could impact risks of impairment.

Physical climate risks

The Group is facing potential disruptions due to extreme weather events such as storms with heavy rain or snow, high wind and rough sea, or flooding. Such events can lead to damage to vessels and related infrastructure which may negatively impact maintenance cost. In addition, power outages or damage to charging infrastructure may challenge the operation of electrified vessels. To mitigate, every vessel is equipped with dual propulsion with the possibility of changing to conventional fuel in case of emergency or breakdown, increasing operational capabilities. Extreme weather may also lead to delays or cancellation of fares due to safety, especially on routes in Western and Northern Norway. These contracts have, however, fixed contract terms which makes them less volatile to eventual cancellations.

7.2 Remuneration to Management and Board

Remuneration to the management team

The Board determines the principles applicable to the Group's policy for compensation to the management team. The Board is directly responsible for determining the CEO's salary and other benefits. The Group's management team includes the Chief Executive Officer ("CEO") and the Chief Financial Officer ("CFO") in NFI AS.

Bonus
The management team are entitled to a performance-based bonus agreement. The criteria for bonus realisation for the CEO is determined on the Group's financial performance and achievement of KPIs.

Pension
All members of the management team are part of the defined contribution pension scheme, refer to section 2.3 for further information.

Indirect share investment program
Executive management and certain key employees in Molslinjen A/S and Torghatten participate in an indirect share investment program. The share investment is subject to customary leaver provision. Management and key employees together hold an indirect interest less than 1 % as of 31 December 2024. The participants paid fair value for the shares and has an obligation to sell upon resignation.

Remuneration to the management team for the year ended 31 December 2024:

Amounts in NOK thousands	Base salary	Other remuneration	Bonus	Pension	Total remuneration
Carsten Grøne Jensen, CEO	6 111	282	3 000	715	10 108
Bjørn Harald Brodersen, CFO	3 068	128	500	156	3 852
Total for management team	**9 179**	**410**	**3 500**	**871**	**13 960**

Remuneration to the management team for the year ended 31 December 2023:

Amounts in NOK thousands	Base salary	Other remuneration	Bonus	Pension	Total remuneration
Carsten Grøne Jensen, CEO	4 966	240	909	517	6 632
Bjørn Harald Brodersen, CFO	1 294	73	-	30	1 397
Total for management team	**6 260**	**313**	**909**	**547**	**8 029**

Remuneration to the Board of Directors

Remuneration for the members of the Board is determined by the Annual General Meeting (AGM).

Remuneration to the Board of Directors for the year ended 31 December:

Amounts in NOK thousands	2024	2023
Total compensation to Board of Directors	**3 213**	**1 548**

7.3 Related party transactions

Related parties are group companies, major shareholders, members of the Board, Management team in the parent company and the group subsidiaries. Note 4.1 provides information about the Group structure, including details of the subsidiaries and shareholders. Significant agreements and remuneration paid to management and the Board for the current and prior period is presented in note 7.2. Shares and PSUs held by the management team and the Board are also summarised in note 7.2.

All transactions within the Group or with other related parties are based on the principle of arm's length.

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

2024

Amounts in NOK thousands	Amounts received from related parties	Payments made to related parties	Amounts owed by related parties	Amounts owed to related parties
Hati LuxCo S.á.r.l.	-	2 965 322	-	-
Nysnø Klimainvesteringer AS	-	78 730	-	-
EQT Infrastructure V Collect EUR SCSp	-	1 115 316	-	-
EQT Infrastructure V Collect USD SCSp	-	841 943	-	-
EQT Infrastructure V Co-Investment (A) SCSp (Sampension)	-	243 719	-	-
Other shareholders	-	12 145	-	-
Hati Holdco AS	756	-	1 014	14 735
Float Topco AS	641	-	-1 990	-
Nordic Ferry Infrastructure Holding AS	132	-	87 288	11 272
Float Holdco DK ApS	-	-	2 773 903	-
Total related-party transactions	**1 529**	**5 257 176**	**2 860 215**	**26 007**

Amounts received from related parties relate to fees received for administration and accounting services provided by the Group, and loan paid out by related parties.

In 2024, amounts owed to related parties related to shareholder-loans of NOK 5 257 million was payed off and was replaced with the Junior facility agreement (see note 6.2).

In 2024, amounts owed to related parties consist of loan NOK 14.7 million to Hati Holdco AS as a Shareholder- loan and NOK 11.3 millions to NFI Holding AS from group contributions.

In 2024, amounts owed by related parties mainly consist of intercompany loan to Float Holdco DK ApS of NOK 2 773.9 million. The loan have a duration of 7 year from 31 March 2022. At the time of entry the interest rate was set to 1, 3 or 6-month Euribor + 2.25% in the first three year, 2.5% in the years 4 and 5.2,75% in the year 6 and 3% in the year 7. With effect from 20 June 2023 the margin was increased with 0.075%.

Loan from Hati Holdco is classified as non-current interest-bearing liabilities (see note 6.2). The loan is due 30 days after lender calls the loan with an annual interest of 1.5%. Amounts received from related parties relate to fees received for administration and accounting services provided by the Group, and loan paid out by related parties.

2023

Amounts in NOK thousands	Amounts received from related parties	Payments made to related parties	Amounts owed by related parties	Amounts owed to related parties
Hati LuxCo S.á.r.l.	490 791	-	-	2 808 856
Nysnø Klimainvesteringer AS	11 266	-	-	65 080
EQT Infrastructure V Collect EUR SCSp	197 738	-	-	1 239 501
EQT Infrastructure V Collect USD SCSp	111 612	-	-	696 592
EQT Infrastructure V Co-Investment (A) SCSp (Sampension)	20 192	-	-	129 848
Other shareholders	-	-	-	11 504
Hati Holdco AS	812	-	23	14 516
Float Topco AS	885	-	1 194	-
Nordic Ferry Infrastructure Holding AS	2 001	-	79 303	-
Float Holdco DK ApS	-	-	2 490 970	-
Total related-party transactions	**835 296**	**-**	**2 571 490**	**4 965 897**

Amounts received from related parties relate to fees received for administration and accounting services provided by the Group, and loan paid out by related parties.

In 2023, amounts owed to related parties consist of shareholder-loans of NOK 4 951 million and loan of NOK 14.5 million to Hati Holdco AS.

In 2023, amounts owed by related parties mainly consist of intercompany loan to Float Holdco DK ApS of NOK 2 491 million. The loan have a duration of 7 year from 31 March 2022. At the time of entry the interest rate was set to 1, 3 or 6-month Euribor + 2.25% in the first three year, 2.5% in the years 4 and 5, 2.75% in the year 6 and 3% in the year 7. With effect from 20 June 2023 the margin was increased with 0.075%.

Shareholder-loans are classified as non-current interest-bearing liabilities (see note 6.2). The loans have maturity of 15 years from February/March 2021 with an annual interest of 6.75 %. At the time of the entry, the interest level was assessed to be on market terms.

Loan to Hati Holdco is classified as non-current interest-bearing liabilities (see note 6.2). The loan is due 30 days after lender calls the loan with an annual interest of 1.5%.

7.4 Commitments and contingencies

ACCOUNTING POLICIES

Other commitments and contingencies

Contingent liabilities are not recognised in the annual accounts. Significant contingent liabilities are disclosed, with the exception of contingent liabilities where the possibility of an outflow of economic resources is considered remote.

Contingent assets are not recognised in the annual accounts but are disclosed when an inflow of economic benefits is considered probable.

Other commitments

The Group has entered into agreements to purchase several new electric and Hydrogren driven ferries together with relevant infrastrucutre with expected delivery during 2025-2027. The acquisition price is expected to total approx. DKK 630 million and EUR 321 million of which DKK 230 million and EUR 167 million has already been paid and included under assets under construction.

Assets pledged as security and guarantee liabilitiesFor assets pledged as security and guarantee liabilities, see note 6.2.

Legal claims

The Group does not have significant legal claims to be disclosed.

7.5 Events after the reporting period

ACCOUNTING POLICIES

If the Group receives information after the reporting period, but prior to the date of authorisation for issue, about conditions that existed at the end of the reporting period, the Group will assess if the information affects the amounts that it recognises in the Group's consolidated financial statements. The Group will adjust the amounts recognised in its financial statements to reflect any adjusting events after the reporting period and update the disclosures that relate to those conditions in the light of the new information. For non-adjusting events after the reporting period, the Group will not change the amounts recognised in its consolidated financial statements but will disclose the nature of the non-adjusting event and an estimate of its financial effect, or a statement that such an estimate cannot be made, if applicable.

Non-adjusting events

In Q1 2025 USA has announced new trade tariffs to be implemented on trade with EU and other parts of the World including Norway. A potential trade war between the US and EU can lead to increased prices and a trading squeeze for the Group driving up cost on resources and goods. The Group is both situated inside (Denmark and Sweden) and outside EU (Norway), but the EEA agreement reduces risk of Norway being sanctioned with trade tariffs from the EU. So far the Norwegian government has decided not to answer with increased toll charges on goods and services from the US and EU has stated that Norway will be inclueded in EU's inner market reducing the risk. Still the situation increases volatiltiy and risk for higher cost in the future.

Section 8 – Discontinued operations

8.1 Discontinued operations

On 31 October 2024, the Group Dissolved Partrederiet Kystekspressen ANS, a consolidated 51 % owned. The Group has recognised a loss of NOK 35 209 thousands from the Dissolution.

Financial information relating to the discontinued operation for the period from the date of incorporation to the date of disposal is set out below.

Financial performance and cash flow information

The financial performance and cash flow information presented in 2024 are for the 10 months: January- October

Amounts in NOK thousands	2024	2023
Revenue	13 498	120 326
Expenses	536	-118 593
Operating profit/loss (-)	**14 034**	**1 733**
Finance income	1 285	666
Finance costs	-68	-3 522
Profit/ Loss (-) before income tax from discontinued operations	**15 251**	**-1 123**
Tax benefit/(expense)	-	-
Profit/Loss (-) for the year from discontinued operations	**15 251**	**-1 123**
Net cash flow from operating activities	112	8 127
Net cash flow from investing activities	95 276	-2 360
Net cash flow from financing activities	-51 167	-8 187
Net increase/decrease in cash generated by the subsidiary	**44 221**	**-2 419**

FROM THE BOARDROOM

Auditor's report

To the General Meeting of Nordic Ferry Infrastructure AS

Independent Auditor's Report

Opinion

We have audited the consolidated financial statements of Nordic Ferry Infrastructure AS and its subsidiaries (the Group), which comprise the statement of financial position as at 31 December 2024, statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion the consolidated financial statements give a true and fair view of the financial position of the Group as at 31 December 2024, and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as adopted by the EU.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Group as required by relevant laws and regulations in Norway and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The Board of Directors and the Managing Director (management) are responsible for the other information accompanying the financial statements. The other information comprises information in the annual report, but does not include the consolidated financial statements and our auditor's report thereon. Our opinion on the consolidated financial statements does not cover the other information accompanying the consolidated financial statement.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information. The purpose is to consider if there is material inconsistency between the other information and the consolidated financial statements or our knowledge obtained in the audit, or whether the other information otherwise appears to be materially misstated. We are required to report if there is a material misstatement in the other information. We have nothing to report in this regard.

Responsibilities of Management for the Consolidated Financial Statements

Management is responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with IFRS Accounting Standards as adopted by EU, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. For further description of Auditor's Responsibilities for the Audit of the Financial Statements reference is made to: https://revisorforeningen.no/revisjonsberetninger

Oslo, 15 May 2025
PricewaterhouseCoopers AS

Martin Alexandersen
State Authorised Public Accountant
(This document is signed electronically)


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