



# A pure play, "asset-light" renewables developer with greenfield origination





# Highlights in Q1, subsequent events and a look ahead: Restructuring combined with rapid growth and cash conversion

- Subject to approval,<sup>1)</sup> the legacy business is on track for trading on the Oslo Stock Exchange in June with 70 per cent of the shares assigned to Magnora shareholders a **dividend/share distribution** made possible by our increasingly profitable renewables business
- **Breakthrough in South Africa** on 5 April when Globeleq became preferred supplier for the largest stand-alone BESS project in Africa. The 153 MW / 612 MWh Red Sands was acquired from Magnora and progress triggered a milestone payment with more due at financial close, 2H 2024. A 360 MUSD battery energy storage project. Largest in Africa to date.
  - o (Equals 8.160 Tesla Model Y batteries.)
- On 23 February, Helios delivered a large-scale pv plant (40 MW) on Gotland to Nordic Solar AS
- Magnora's portfolio of renewable projects reached 9.1 GW with **robust growth** in all onshore markets
- Magnora's BESS portfolio leaped 50 per cent to 1.6 GW with new assets being added in Finland, South Africa and the UK
- Accelerating growth in South Africa with new hires coming on board to assist in origination and new sales opportunities
- At the end of Q1, cash and **cash** equivalents declined by 39.7 million to NOK 308 million as the company returned 0.187 per share to shareholders<sup>1)</sup> and increased investments in South-Africa and the UK
- High activity across the board in Q1, with a particular focus on sales as well as many deliveries and milestones being met.

## Q1 - 2024 in numbers Solid origination and value creation



Figures as of 31 March 2024

**1.6** MW

**BESS** assets

With near/mid-term opportunities

**9.1** GW

Portfolio size +17% in Q1 '24



X





**308** MNOK

**Cash and cash equivalents** 

**586** MNOK

Capital returned
Since 2018

**69.1** MNOK

**Capital returned** since June 2023 including share buy-back **0** NOK

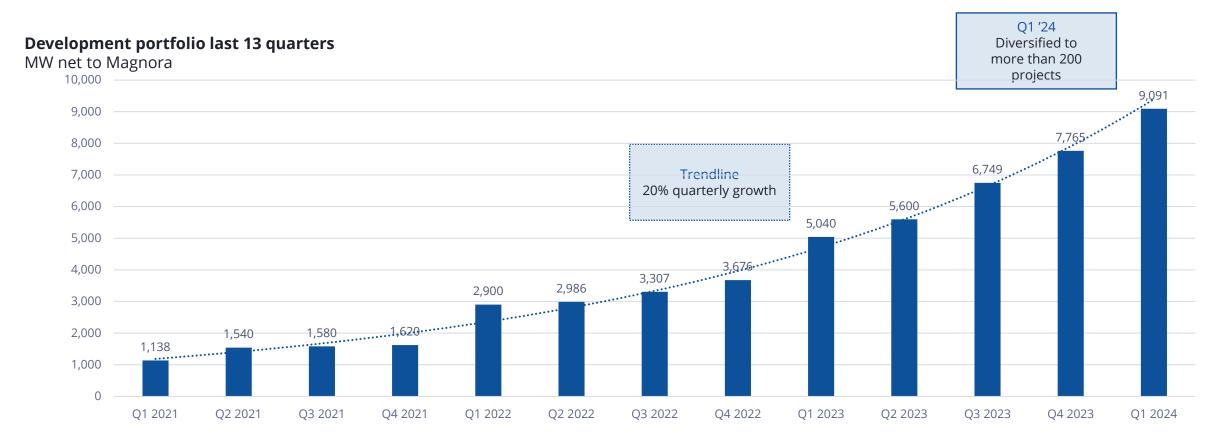
**Bank debt** 150 MNOK in credit facilities







# Sustained portfolio growth of ~100% annually: Magnora's portfolio typically grows ~20% per quarter







All figures in MW net to Magnora <sup>1</sup> as of 31 March 2024	Solar PV	Offshore floating wind	Offshore bottom-fixed	Onshore wind	Storage	Under development
Sweden	3,090		250		782	4,122
Finland <sup>2</sup>	332				361	693
Scotland		396				396
England	140				160	300
Norway	432					432
South Africa	1,950			845	353	3,148
Development portfolio	5,944	396	250	845	1,656	9,091

<sup>(1)</sup> Figures includes some volumes that have been transferred to customer – these are strictly speaking not in the portfolio but may trigger future milestone payments. (2) Indirect ownership through Helios Nordic Energy AB.



# Both our clean energy projects and our business are built in a sustainable way

### 2024 Outlook: Scaling and harvesting

Separating legacy from renewable

Large potential "dividend" in Q2 '24, utility index, shareholder push, strong organic cashflow from both fossil and renewables, mutual funds, split of deferred assets, M&A and more. "Magnora 2.0"

### Revenue recognition

More businesses shifting from origination to sales, or from sales to delivery. Magnora more than Helios and Evolar in 2024. Breakthrough in South Africa.

### Organic growth

Strong organic growth and cashflow across geographies and products/technologies. New business development.

### Milestones payments

Multiple milestone payments from previous sales as well as legacy business.

### Farm-downs and alliances

Remain a very real prospects short to mid term.

### Capital allocation

Dividend and buybacks as we receive more cash

### 2018-2020

### New strategy established

- Returned 517 MNOK to shareholders
- Four employees and 50 MNOK cash
- Focus on renewables with support from top shareholders

### 2020-2021

### **Building business**

- Diversification to various segments
- · Investments in Helios, South Africa
- ScotWind application
- Kustvind, Evolar

### 2022

2023

### Operational and financial excellence

- · First dividend from portfolio company
- Hafslund becoming largest shareholder
- New mutual funds top 20 shareholders

### "Go-to-market"

- Exit from Evolar at up to 10x multiple
  - Sold 420 MW net: 3 to Globeleg + Hafslund, Commerz etc.
  - · Growth and return of capital
  - Legacy contract extension

## Business model





# We are developing renewable projects to the Ready-to-Build phase



Criteria: Small initial investment (2-20 MNOK)

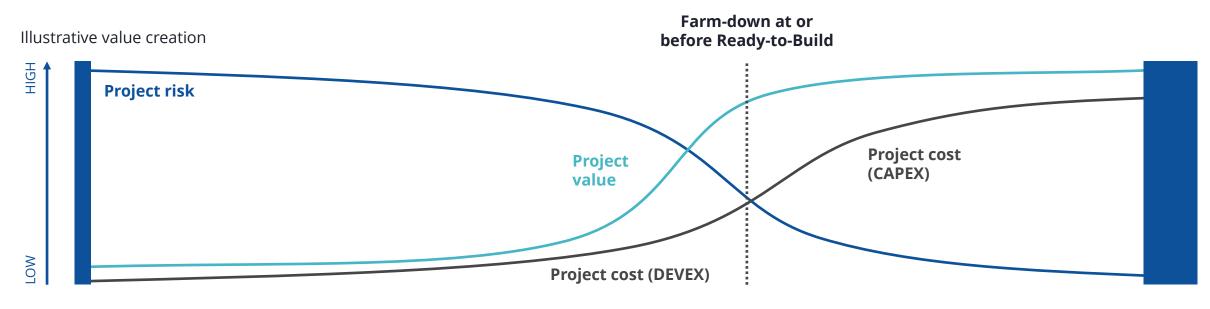
**Criteria:** Minimum 5x return potential



# Developing projects to Ready-to-Build phase ("asset-light") with limited balance sheet risk

Technical management

Project management



Feasibility and conceptual	Design development/permitting	Procurement and construction		
Development phase		Construction phase		
Landowner agreement				
Grid connection	(lua			
Environmental assessment/concession		Statkraft	Hafslund	

MAGNORA ASA

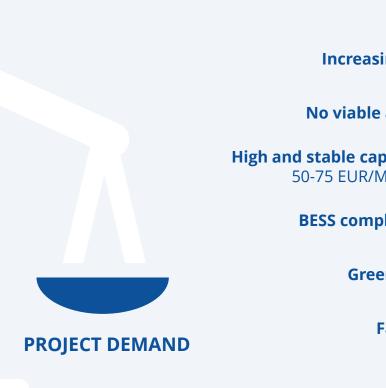


# Basic economics ensure that Ready-to-Build projects will remain in high demand with limited new supply

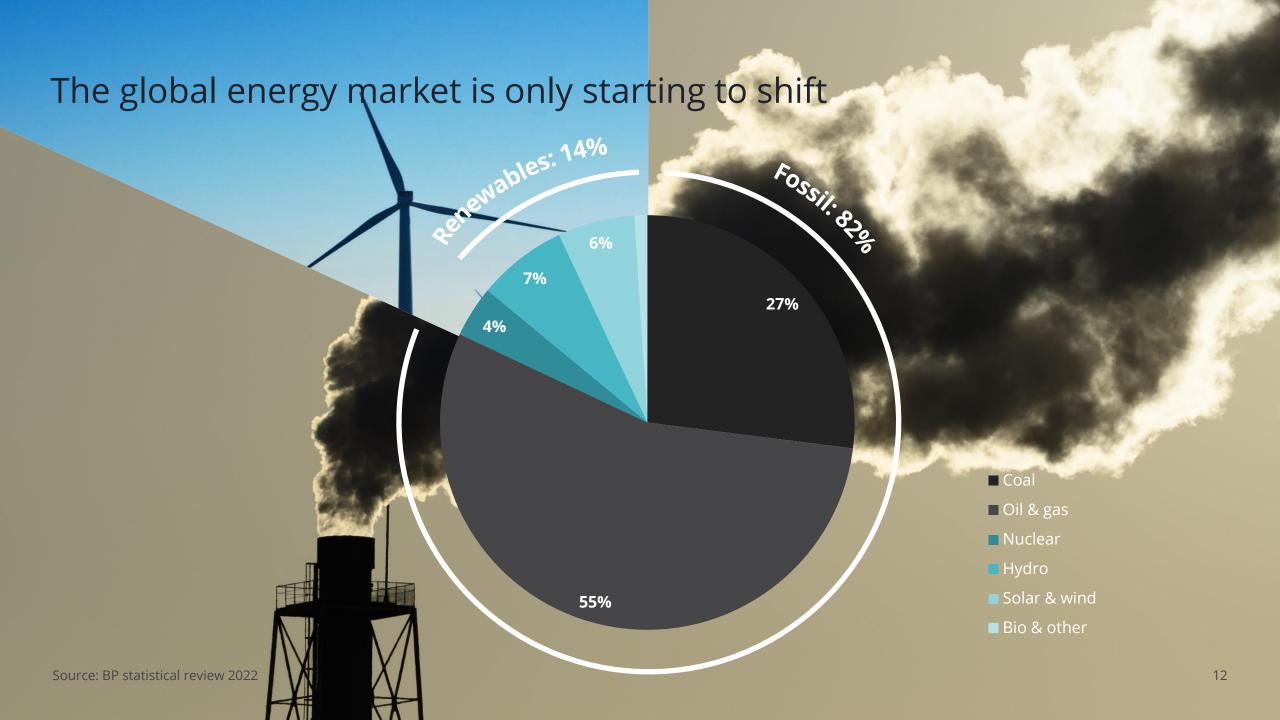


**Regulatory constraint** 











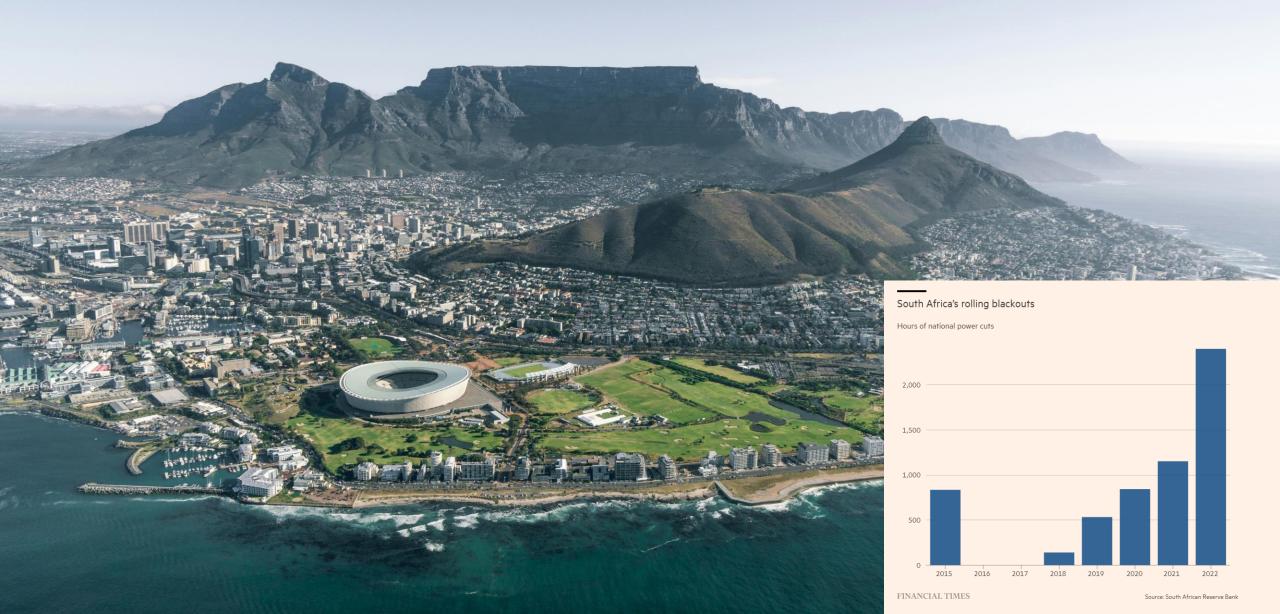
## Our customers are leaders in their respective markets with low risk and high future potential for Magnora

Globeleq	Our first customer in South Africa - is owned by the Norwegian and UK governments and is an ambitious and respected developer	<b>√</b> GLOBELEQ
Commerz Real AG	A Helios customer and a leading European bank and infrastructure investor	COMMERZ REAL 🔷
Hafslund	Leading European utility Hafslund produces 21 TWh year in green energy: a Helios customer and a partner in Hafslund Magnora Sol AS	<b>№</b> Hafslund
Nordic Solar	Leading European Solar Independent power producers (IPP) and Helios customer	° <b>N</b> Nordic Solar
Solgrid	Owned by some of the largest utilities in Norway, Helios customer	SOLGRID
First Solar Inc.	America's leading manufacturer of Solar PV, and the most valuable solar PV company anywhere, acquired Evolar AB from Magnora	First Solar.

# Business update









# South Africa has huge potential and a growing urgency to sort out the electricity crisis

### Renewables are entering the scene...

- Coal fired power plant account for ca 50.000 MW installed effect. But...
- Some 60 million customers in a potential midincome market – with rolling black-outs
- A power-consuming and export-oriented industry that needs secure, green power supply
- A well-established system of gov auctions (REIPPP)
- Ambition is to secure another 20-30 GW in a decade from private suppliers
- Abundant land, best-in-class sun resources and stable wind resources

### ...while coal power is collapsing

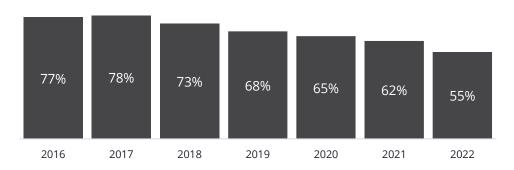


Figure: Avg. annual energy availability factor for Eskom fleet, 2013-2022

- A run-down power system where coal contributes to 80-85% of the current electricity supply
- Rolling shut-downs drives strong interest from corporate and industrial customers bypassing the government auction system



# Magnora South Africa today resembles Sweden 15 months ago, with the perfect foundation for rapid growth





A huge electricity demand & excellent wind/sun resources

- A huge shortfall in energy generation
- Power intensive export industries
- High electricity prices
- Large tracts of available land with windy hills and 2,500 sun hours/year

Renewables by far the cheapest way to meet electricity demand



### **Right team**

A dozen incentivized, battlehardened people

- Extensive industry experience
- Mature 3.1 GW portfolio with wind, solar PV and BESS
- Culture: No bragging, no nonsense, just getting projects to market!

**Growing portfolio with over 1GW ready to market in 2024** 



### Right business model

Emerging market for Ready-to-Build renewables projects

- Various investors and IPPs are flocking to the South African energy market
- Improving deal flow
- Customers knows who brags and who delivers

Three projects sold – a total of 278 MW to a satisfied customer



### Right timing

Not an easy market, but with an urgency to improve

- No spot market, but aiming for deregulation
- Grid being separated from production
- The auction system works private funding required for renewables
- 60 TWh of renewables replacing coal

**Every year has been better than the previous** 

# Organization



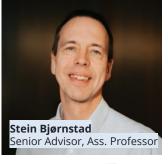


## Hand-picked management supporting strong local teams with experience and entrepreneurial approach



- Co-founder of Lundin Petroleum Norway and DNO
- Held several executive positions during his 25 years at Saga Petroleum
- Chairman of Attica Exploration/Concedo, vice chair of Panoro Energy and board member for Aquila Holding, previously Chairman of Lundin Petroleum Norway
- Master's degree in Engineering (geology, geophysics and mining engineering) from NTH





Deloitte.























- Worked with EY, DnB Markets, Energy Future Invest,\* Tore Tønne and Torstein Tvenge
- COO in a software company built business in Norway, the UK, Romania and Sri Lanka
- Work experience from Norway, the US, Sweden and Germany
- Has twice done profitable exits from Swedish solar technology company Solibro AB (Evolar AB) first to Ocells, then to First Solar
- B.Sc. in Finance from Arizona State University with Summa Cum Laude (Dean's list)









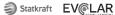
















Responsibilities as of 31 March



## Board and management exposure Skin in the game

### **Board and management exposure**

Person		Number of shares	Number of options
Erik Sneve	CEO	1,173,871	450,000
Torstein Sanness	Chairman	629,442	325,000
Haakon Alfstad	CEO Magnora Offshore Wind	111,177	200,000
Hilde Ådland	Board Member	39,011	10,000
Bård Olsen	CFO	75,000	125,000
John Hamilton	Board Member	33,837	40,000
Espen Erdal	VP Business Development	17,174	125,000
Trond Gärtner	SVP Business Development	7,000	100,000
Emilie Brackman	VP Wind & Solar	2,600	75,000
Hanne Wiger	Business Controller	4,474	50,000
Stein Bjørnstad	Head Advisor	15,000	50,000
Total		2,108,586	1,550,000
% of shares outstanding		3.16 %	

### **Ownership structure as of 27 March 2024**

Shareholder	Shares	% of total
HAFSLUND VEKST AS	4,474,272	6.70
KING KONG INVEST AS	2,670,995	4.00
GINNY INVEST AS	2,469,144	3.70
ALDEN AS	2,217,825	3.32
F1 FUNDS AS	1,811,870	2.71
F2 FUNDS AS	1,688,249	2.53
PHILIP HOLDING AS	1,648,377	2.47
CARE HOLDING AS	1,500,000	2.24
DNB BANK ASA	1,450,995	2.17
JPMorgan Chase Bank	1,434,742	2.15
MP PENSJON PK	1,242,732	1.86
NORDNET LIVSFORSIKRING AS	1,222,887	1.83
ALTEA AS	1,154,944	1.73
MAGNORA ASA	1,070,854	1.60
AARSKOG	1,000,000	1.50
Morgan Stanley & Co. Int. Plc.	820,334	1.23
BALLISTA AS	760,372	1.14
BAKLIEN	756,100	1.13
DANSKE BANK	698,552	1.05
CLEARSTREAM BANKING S.A.	684,274	1.02
Total number owned by top 20	30,777,518	46.06
Total number of shares	66 822 679	100.00

## Financials





# Condensed profit and loss Q1 2024, NOK million

- EBITDA of negative NOK 11.3m vs. negative NOK 12.9m\* in Q4 '23
  - Other income increased by NOK 5.5m due to milestone payments from previous sales in South Africa
  - Operating expenses in Q1 are affected by legal services and other cost related to restructuring. Operating expenses in Q4 '23 is low due to slightly lower activity level. All quarters are adjusted for discontinued operation.
  - The Development and M&A expense are lower in Q1 2024 than in the previous quarter
- Operating loss of NOK 2m vs. loss of NOK 15.9m in Q4 '23
  - Gain from associated companies was NOK 9.3m vs loss of NOK 3.0m in Q4
- Tax not payable due to accumulated tax losses of over NOK 3.5 billion from legacy business
- Paid in capital of NOK 8.4 billion

	Q1 '24_	Q4 '23*	Q1 ′23*
Operating revenue	0.3	0.2	11.1
Other income	14.9	9.4	0.0
Operating expense (ex. non-cash)	-10.8	-4.5	-6.2
EBITDA	-11.3	-12.9	-12.6
Option expense (opex non-cash)	-2.1	-3.5	-1.9
Development and M&A expense	-14.5	-20.2	-17.4
Profit/loss from associated companies	9.3	-3.0	26.6
Operating profit/loss	-2.0	-15.9	14.0
Net financial items	-4.6	1.1	-7.0
Profit/loss before tax	-6.6	-14.9	7.0
Discontinued operation	1.7	-1.0	3.7
Total result	-4.9	-15.9	10.7

<sup>\*)</sup> The licensing business is presented as discontinued operations and previous quarters are restated.

## Cash flow Q1 2024, NOK million

### Cashflow from:

- Operating activities: NOK -22.6
  - Mainly operating activities in Magnora ASA, Magnora Offshore Wind AS, Magnora Offshore Wind N3 & Magnora South Africa
- Investment activities: NOK -5.4m
  - Investments in associated companies (GMDC & Kustvind)
- Financing activities: NOK -11.7m
  - Mainly capital distribution to shareholders
- Ending cash balance: NOK 308.0m
  - The Group's cash and available credit facilities was NOK 458.0 million as of 31 March 2024





## Outlook



## Updated guiding



### PORTFOLIO

11 GW in 2025

(+2 GW)

### **SALES**

500-625 MW in 2024

(+300 MW)

#### **PRICE**

0.5-1.5 MNOK/MW

(unchanged\*\*\*)



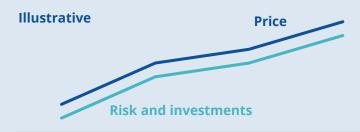


- We strive to be conservative in portfolio estimates, counting assets with signed land agreements and a reasonable prospect for grid connection
- In 2024, deliveries and sales have even higher priority than origination in most markets





 Sales are frequently closed early, combining up-front and milestone payments\*



- Prices differ between markets with e.g. high prices in the UK and lower prices in South Africa due to historical auctions. Deregulation drive prices.
- In 2023, the mid price range provided an accurate picture of average asset value when Ready-to-Build\*
- As previously, outliers are excluded\*\*



### Outlook

## 2023 was about going to market, 2024 will be cash and profits

2023 2024 Mid-term Continue growing the portfolio Development portfolio of 9,1 GW Farm-down 500-625 MW typically at NOK 2025 development portfolio Sold 420 MW 0.5m to 1.5m or more per MW\* target of 11 GW Nordic Solar **Hafslund** Sold net cash position– funds from Evolar Listing our legacy business and its deferred assets implies a large dividend, a place on the utility index, attractive position for new investor groups, and M&A options for "Magnora 2.0" and Helios – began returning capital to Strong organic cashflow, accelerating sales from onshore and renewable businesses, milestone shareholders First Solar. payments and dividends More businesses reaching the market, more farm down opportunities and opportunities for Maturing investment portfolio partnering. A broad focus aiming for deliveries and sales, but also a growing land bank

Board initiated an evaluation of corporate structure and engaged Pareto Securities to assist in the process of enhancing shareholder value based on interest for the group and group companies

# Appendices





## 2024 outlook Scaling and harvesting



## Separating legacy from renewable

Attractive stock for impact investors and funds tracking the utility index



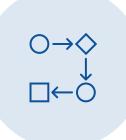
## Revenue recognition and new sales

More businesses shifting from origination to sales, or from sales to delivery



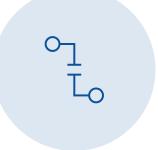
## Organic growth

Across geographies and products/technologies



## Milestone payments

Milestone payments from multiple sources



## Farm-downs and alliances

Farm-downs and alliance both remain very real prospects in 2024



## Capital allocation

Dividend and buyback as we receive more cash



# Revenues from a diversified business, with long-term growth prospects,\* give a bright outlook across all our segments

### Onshore

## Self-sustained, accelerating, profitable growth

- Rapid growth in origination above 20% quarterly
- Increase emphasis on diversification
- Increased emphasis on harvesting
- A large portion of the landbank is marketable – timing the sales is key

### Offshore

## Cyclical – starting high, going low, and rising again

- Kustvind: Arguably the most cost-efficient offshore wind project in Sweden
- Talisk: The best wind resource in Europe with potential for early grid connection
- Very supportive regulatory environment in the UK\*\*
- Revenue potential from farm-downs

### Legacy – Royalty

## Long-term, low-risk revenue – a foundation for new business

- Established as a separate legal entity heading for the Oslo Stock Exchange
- A secure revenue stream coupled with deferred tax assets and an ability to return cash to shareholders
- Near and mid-term revenue at USD 8.6 million from Shell Penguins
- Legacy extension securing long term revenues of 50 cent per barrel in years to come



## Gross numbers per March 2024

## Broad portfolio of attractive companies and projects

Ownership	40%	100%	100%	80%	47% Option 50%	50%	50%	48%
	Helios	MAGNORA SOUTH AFRICA	** AGY	MAGNORA OFFSHORE WIND	kust. Vind	MAGNORA STORAGE UK	MAGNORA PV UK	Hafslund Magnora Sol
Segment	Solar & Energy Storage	Onshore Wind & Solar		Offshore Wind	Offshore Wind Shallow Water	Energy Storage	Solar	Solar
Gross Capacity	11,411 MW	3,148 MW		495 MW	500 MW	320 MWh	281 MW	900 MW
Location	Sweden, Finland	South Africa		Scotland	Sweden	UK	UK	Norway



# FY 2023 and subsequent events An eventful year of growth and harvesting

#### 2023 →

#### **FEBRUARY**

Received USD 7.5 million license fees from Shell

### FEBRUARY/MARCH

126 MW handed over from Helios

### MAY

Sold shares in Evolar to First Solar for NOK 314 million and additional milestone payments up to NOK 256 million<sup>1</sup>

### JUNE

Resumed return of capital to shareholders through dividends and share buy-back<sup>2</sup>

### JUNE

Reached portfolio goal two years ahead of time

### JUNE

Received ~NOK 24 million in dividends paid by Helios (second dividend from Helios)

### JULY

First sale in South Africa: 153 MW battery storage to Globeleq

### **JULY**

Helios divested 7 projects totaling 252 MW to Hafslund

### **AUGUST**

Returned NOK 0.187 per share to shareholders<sup>3</sup>

### **AUGUST**

Evaluated corporate structure and engaged Pareto Securities

### 2024 →

### **OCTOBER**

Second sale in South Africa: solar PV project sold to Globeleq (later expanded to 125MW)

### **NOVEMBER**

Returned NOK 0.187 per share to shareholders<sup>3</sup>

### **NOVEMBER**

Agreement with NEO and Dana Petroleum to redeploy the Western Isles FPSO to the Greater Buchan Area

### **IANUARY**

Decided to demerge legacy business aiming for OSE listing in 1H24

### **FEBRUARY**

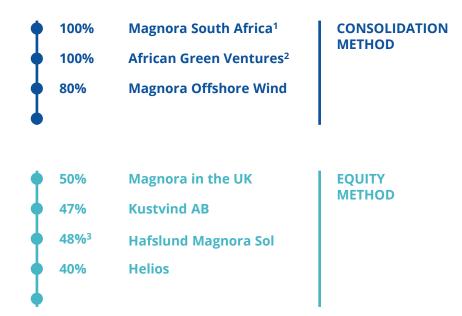
Additional handover from Helios to Nordic Solar



# Consolidation of portfolio companies

- Companies with a shareholder interest of more than 50% are accounted by the consolidation method
  - The full net profit/loss is recognized
- Companies with a shareholder interest of less or equal to 50% and more than 20% are accounted by the equity method
  - The Group recognizes its share of the financial results according to its ownership share
- Typically, sales convert to revenues from 0-24 months from signing based on maturity of projects and "ready-to-build" status depending on multiple factors
- Helios local GAAP
- Helios reporting year from 1st May to 30th of April
- Remaining companies IFRS

### **MAGNORA ASA**



# MAGNORA ASA

## Reported financials

### Condensed consolidated income statement

NOK million	Note	Q1 2024	Q4 2023 (restated*)	Q1 2023 (restated*)	2023 (restated*)
Operations					
Operating revenue	5	0.3	0.2	11.1	12.1
Other income	4	14.9	9.4	0.0	249.2
Operating expense	2	-12.0	-2.4	-6.2	-25.9
Development and M&A expense	2	-14.5	-20.2	-17.4	-74.7
EBITDA		-11.3	-12.9	-12.6	160.7
Profit/loss from associated companies		9.3	-3.0	26.6	10.5
Operating profit/(loss)		-2.0	-15.9	14.0	171.2
Financial income/(expense)		0.4	-0.2	-0.5	1.8
FX gain/(loss)		-5.0	1.3	-6.5	0.5
Net <u>financial items</u>		-4.6	1.1	-7.0	2.3
Profit/(loss) before tax		-6.6	-14.9	7.0	173.6
Tax income/(expense)		0.0	0.0	0.1	0.1
Net profit/(loss)		-6.6	-14.9	7.1	173.7
Net profit/ (loss) discontinued operations	12	1.7	-1.0	3.7	5.2
Total result		-4.9	-15.9	10.7	178.9

<sup>\*</sup>The licensing business is presented as discontinued operations and previous quarters are restated. See note 12 for further information

Numbers are <u>unaudited</u>



## Reported financials

## Condensed statement of financial position

NOK million No	le 31.03.2	4 31.03.23	31.12.23
<u>Deferred</u> tax assets	3 8.	2 15.1	15.1
Intangible assets	141.	5 193.7	135.2
Right-of-use assets	1.0	8.7	1.1
Fixed assets	0.3	3 19.8	0.3
Goodwill	8.	4 35.7	8.4
Loan to associates	21.	6 0.0	19.5
Other non-current assets	18.	2 0.0	3.4
Investment in associates	53.	5 86.0	41.3
Total non-current assets	252.	6 359.1	224.3
Trade and other receivables	6.	7 19.7	7.3
Other current financial assets	28.	7 22.2	25.4
Cash and cash equivalents	308.	0 121.4	347.6
Discontinued operations	6.1	9 0.0	0.0
Total current assets	350.	3 163.4	380.3
Total <u>assets</u>	603.	522.4	604.6
Share capital	33.	4 32.7	32.7
Treasury shares	-0.		-0.5
Other reserves	0.0		8.6
Other equity	496.		497.5
Total shareholders' equity	529.		538.3
Non-controlling interest	11.3		14.0
Total equity	541.		552.3
Deferred tax liability	0.		0.4
Non-current liabilities	0.		0.9
Total non-current liabilities	0.		1.3
Trade payables	0.0		6.3
Overdraft facility*	0.		0.0
Provisions	0.		4.0
***************************************	10 60.		40.7
Total current liabilities	61.		51.0
Total liabilities	61.		52.3
			604.6
Total <u>equity</u> and <u>liabilities</u>	603.	522.4	604.

<sup>\*</sup> As of 31 March 2024, there was no draw on the loan facility, leaving the full NOK 150 million loan facility available.



## Reported financials

## Condensed statement of cash flow

CONDENSED STATEMENT OF CASH FLOW (Numbers are unaudited)

NOK million		Q1 2024	Q4 2023	Q1 2023	2023
Cash flow from operating activities					
Cash from operations		-22.6	2.8	42.0	3.0
Taxes paid/repaid		0.0	0.0	0.0	0.0
Net cash generated from operating activities		-22.6	2.8	42.0	3.0
Cash flow from investment activities					
Investment in fixed assets		0.0	0.0	-3.7	-5.5
Dividend received		0.0	0.0	0.0	24.1
Divestment of subsidiary net of cash acquired		0.0	18.0	0.0	326.0
Investments in associated companies	8	-5.4	-15.7	-11.5	-39.7
Net cash from investment activities		-5.4	2.3	-15.2	304.9
Cash flow from financing activities					
Purchase of own shares		0.0	0.0	0.0	-32.2
Capital distribution/increase		0.0	0.0	-1.0	0.0
Leasing payments		-0.2	-0.8	0.0	-2.2
Project Loan		0.0	1.6	0.0	3.1
Overdraft facility drawn*		0.9	0.0	-76.3	-76.3
Dividend paid out		-12.3	-12.3	0.0	-24.6
Net cash from financing activities		-11.7	-11.5	-77.3	-132.2
Net cash flow from the period		-39.6	-6.5	-50.4	175.7
Cash balance at beginning of period		347.6	354.1	171.9	171.9
Cash balance at end of period		308.0	347.6	121.5	347.6

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Karenslyst allé 6, 1<sup>st</sup> floor 0277 Oslo, Norway **magnoraasa.com**