SAMOS ENERGY INFRASTRUCTURE LTD (REGISTERED NO. 149126) FINANCIAL STATEMENTS (UNAUDITED) FOR THE PERIOD ENDED 31 DECEMBER 2024

Management account

GENERAL INFORMATION

Directors

The names of the directors in office at the date of this statement are:

Jacques Joseph Tohme (appointed on 7 June 2023)

Charles David Furness-Smith (appointed on 7 June 2023 and resigned on 12 February 2024)

Hussein Dada (appointed on 12 February 2024) Ocorian Corporate Services (Jersey) Limited (appointed on 30 June 2023)

Circle Corporate Services (Jersey) Limited (appointed on 30 June 2023 and resigned on 6 June 2024)

Nadia Helene Trehiou (appointed on 6 June 2024)

Craig Wilkinson Cameron (appointed as alternate director on 6 June 2024)

Secretary
Ocorian Secretaries (Jersey) Limited was appointed on 7 June 2023
26 New Street,
St Helier
Jersey JE2 3RA

Banker Barclays Bank PLC

Principal Shareholders
Samos Energy Infrastructure (Finco) Ltd
26 New Street
St Helier
Jersey JE2 3RA

Registered Office 26 New Street St Helier Jersey JE2 3RA

Auditor

Ernst & Young LLP

Management account

DIRECTORS' REPORT

The Directors present their report and unaudited financial statements of Samos Energy Infrastructure Ltd ("the Company") for the financial period ended 31 December 2024.

Incorporation

The Company was incorporated under the Companies (Jersey) Law 1991 on 7 June 2023. On 5th July 2023, the Company acquired Samos Energy Floating Infrastructure 1 Ltd ("SEFI1L") and Samos Energy Floating Infrastructure 2 Ltd ("SEFI2L"). During the year, Samos Energy Floating Infrastructure 1 Ltd (SEFI1L) and Samos Energy Floating Infrastructure 2 Ltd (SEFI2L) merged into the Company to form a single entity.

The immediate holding company is Samos Energy Infrastructure Management Ltd ("SEIML"). As a result of the issuance of a senior secured bond, since 3 July 2024, the immediate holding company has changed to Samos Energy Infrastructure (Finco) Ltd ("FINCO"), both companies being incorporated in Jersey, SEIML now owns 100% of FINCO.

The ultimate holding company is Amerocap LLC, which is incorporated in Delaware. The ultimate beneficial owner is Jacques Joseph Tohme.

Principal Activity

The principal activity of the Company is owning and leasing floating production platforms through its subsidiaries. The Company aims at expanding its activity through further acquisitions of floating production platforms, and is actively engaged in potential acquisition opportunities at this time. The Company also engages constructively with the field operators leasing the production platforms to support field growth and life extension, and to ensure the highest level of HSE standards in operations. The Company also aims to maximise the residual value of its fleet in the long-term by tracking both the scrap value and redeployment opportunities for each vessel in the fleet.

Dividend and Results

The result for the year is set out on page 4 of the financial statements. No dividends were declared in respect of the period ended 31 December 2024.

Directors and their Interests

The following directors, who held office at the end of the financial period, had, according to the register of directors' shareholdings:

DIRECTORS	SHAREHOLDERS AND % OF SHAREHOLDINGS
Jacques Joseph Tohme	92.8% of ordinary shares in ultimate holding company, Amerocap LLC (of
	which 1% is through Amerocap Inc)

Except as disclosed in this report, no director who held office at the end of the financial period had interests in shares or debentures of the Company, or of related corporations, either at the beginning of the financial period, or at the end of the financial period.

Management account

DIRECTORS' REPORT (Cont'd)

Directors' Responsibilities for the Financial Statements

The Directors are responsible for preparing financial statements for each financial period which give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period and are in accordance with applicable laws. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concerns basis unless it is inappropriate to presume the Company will continue in business.

The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company. The Directors are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

DocuSigned by:

► DB26BB54665C48E... Nadia Trehiou

Director

Date 27 February 2025

Management account

STATEMENT OF COMPREHENSIVE INCOME

	Notes	Q4 2024 USD' 000	FY 2024 USD' 000
REVENUE	4	12,951	43,247
Cost of sales		-	-
GROSS PROFIT		12,951	43,247
Administrative expenses	5	(1,387)	(5,975)
Other expenses	5	(3,279)	(6,934)
Interest Income	6	65	113
Fair value loss on loan	13	(8,270)	(8,270)
Finance costs	7	(2,344)	(1,443)
PROFIT/(LOSS) BEFORE TAX		(2,264)	20,738
Income tax expense	8	-	-
PROFIT/(LOSS) FOR THE PERIOD ENDED		(2,264)	20,738
Other Comprehensive income		-	-
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD ENDED	_	(2,264)	20,738

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Management account

STATEMENT OF FINANCIAL POSITION

	Notes	2024 USD' 000	2023 USD' 000
ASSETS		0.02	0.52 000
Non-current Assets			
Investments	15	23,605	66,541
		23,605	66,541
Current Assets			
Trade and other receivables	9	1,905	11,075
Cash and short-term deposit	10	21,137	677
		23,042	11,752
TOTAL ASSETS		46,647	78,293
LIABILITIES			
Current Liabilities			
Trade and other payables	11	14,916	-
Intra group loan	12	-	10,020
Borrowings	13	28,421	32,757
		43,337	42,777
Non-current Liabilities			
Borrowings	13	54,849	70,983
TOTAL LIABILITIES		98,186	113,760
NET CURRENT LIABILITIES		(20,295)	(31,025)
NET LIABILITIES		(51,538)	(35,467)
EQUITY ATTRIBUTABLE TO OWNER OF THE COMPANY			
Share Capital	14	18,100	7,500
Retained Earnings		(22,229)	(42,967)
Merger Reserve	15	(47,409)	· -
Total equity		(51,538)	(35,467)

SAMOS ENERGY INFRASTRUCTURE LTD FOR THE PERIOD ENDED 31 DECEMBER 2024 Management account

STATEMENT OF CHANGES IN EQUITY

	Share capital USD'000	Retained Earnings USD'000	Merger reserves USD'000	Total USD'000
At 7 June 2023	7,500	-	-	7,500
Total comprehensive income	-	(42,967)	-	(42,967)
Dividend paid	-	-	-	-
At 31 December 2023	7,500	(42,967)	-	(35,467)
At 1 January 2024	7,500	(42,967)	-	(35,467)
Additional capital	10,600	-	-	10,600
Merger of SEFI		-	(47,409)	(47,409)
Total comprehensive income	-	20,738	-	20,738
Dividend paid	-	-	-	-
At 31 December 2024	18,100	(22,229)	(47,409)	(51,538)

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

SAMOS ENERGY INFRASTRUCTURE LTD FOR THE PERIOD ENDED 31 DECEMBER 2024 Management account

STATEMENT OF CASH FLOWS

	Note	Q4 2024 USD' 000	FY 2024 USD' 000
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit/(Loss) before tax		(2,264)	20,738
Finance costs	7	2,344	1,443
Other income	6	(65)	(113)
Fair value adjustment on the Senior Secured Bonds	13	8,270	8,270
Operating cash flows before changes in working capital		8,285	30,338
Working Capital adjustments:			
Trade and other receivables		(926)	(2,987)
Trade and other payables		3,256	9,796
Net cash flows generated from operating activities		10,615	37,147
Interest received	6	65	113
Net cash generated from operating activities	_	10,680	37,260
INVESTING ACTIVITIES			
Net cash acquired due to merger of SEFI	15	-	544
Cash flows used in investing activities	_	-	544
FINANCE ACTIVITIES			
Interest paid	7	(2,344)	(32,944)
Repayment of Secured Acquisition Facility		-	(70,000)
Proceeds from issuance of Senior Secured Bond		_	75,000
Proceeds from issuance of shares or capital injection		_	10,600
Cash flows (used in)/ generated from financing activities	_	(2,344)	(17,344)
(DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS		8,336	20,460
CASH AND CASH EQUIVALENTS AT OPENING OF THE PERIOD		12,801	677
CASH AND CASH EQUIVALENTS AT END OF THE PERIOD	_	21,137	21,137

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Management account

NOTES TO FINANCIAL STATEMENTS

1 ACTIVITIES

The Company is a subsidiary of Samos Energy Infrastructure (Finco) Ltd, of 26 New Street, St Helier, Jersey, JE2 3RA.

The principal activity of the Company is owning and leasing floating production platforms through its subsidiaries.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards. The financial statements have been prepared under the historical cost convention and are presented in United States Dollars, which is the functional currency of the Company. All balances are rounded to the nearest thousand (USD'000) except where otherwise stated.

In preparing the financial statements, the directors are responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

2.2 Investment in Subsidiaries

Investment in subsidiaries is stated at cost less any provision for impairment.

2.3 Impairment assets

At each reporting date, the Company reviews the carrying amounts of its tangible assets to assess whether there is an indication that those assets may be impaired. If any such indication exists, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value less costs to sell and its value in use. In assessing value in use, the estimated future cash flows attributable to the asset are discounted to 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.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in the consolidated statement of comprehensive income, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in the consolidated statement of comprehensive income, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment is treated as a revaluation increase.

2.4 Accrued expenses

Liabilities are recognised for amounts to be paid in the future for goods or services received, whether billed by the supplier or not.

2.5 Trade and other receivables

Trade receivables are recognised and carried at original invoice amount less an allowance for any amounts estimated to be uncollectible. An estimate for doubtful debts is made when collection of the full amount is no longer probable. Impaired debts are derecognised when they are assessed as uncollectible.

2.6 Contingencies

Contingent liabilities are not recognised in the financial statements. They are disclosed unless the possibility of an outflow of resources embodying economic benefit is remote. A contingent asset is not recognised in the financial statements but is disclosed when an inflow of economic benefits is probable.

Management account

NOTES TO FINANCIAL STATEMENTS

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (cont'd)

2.7 Foreign currency

The Company's financial statements are presented in USD, which is also the Company's functional currency.

Transactions and balances

Transactions in foreign currencies are measured in the functional currency of the Company and are recorded on initial recognition in the functional currency at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the closing rate of exchange ruling at the end of the reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Exchange differences arising on the settlement of monetary items or on translating monetary items at the end of the reporting period are recognised in statement of comprehensive income.

2.8 Borrowing costs

Borrowing costs directly attributable to the construction of qualifying assets, which are assets that necessarily take a substantial period of time to prepare for their intended use, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use. All other borrowing costs are recognised as finance costs in the statement of comprehensive income in the period in which they are incurred.

2.9 De-recognition of financial assets and liabilities

(a) Financial assets

A financial asset (or, where applicable a part of a financial asset) is derecognised where:

- the rights to receive cash flows from the asset have expired;
- the group retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a 'pass-through' arrangement; or
- the group has transferred its rights to receive cash flows from the asset and either a) has transferred substantially all the risks and rewards of the asset, or b) has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

(b) Financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

If 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 a derecognition of the original liability and the recognition of a new liability such that the difference in the respective carrying amounts together with any costs or fees incurred are recognised in the statement of comprehensive income.

2.10 Revenue recognition

Revenue is recognised to the extent that it is probable the economic benefits will flow to the Company and the revenue can be reliably measured. The Company's revenue is recognised as follows:

Dividend income

Dividend income is recognised in the statement of comprehensive income when the right to receive a payment dividend is finalised.

Management fee

The Company derives management fees from FPF003 Pte Ltd when services are provided.

2.11 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and at banks and fixed deposits subject to an insignificant risk of changes in value.

Management account

NOTES TO FINANCIAL STATEMENTS

2.12 Income tax

The Company is liable to Jersey Income Tax at a rate of 0%.

2.13 Share capital

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

3 SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the end of each reporting period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

3.1 Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Fair value of borrowings

The Company's borrowings were fair valued at 31 December 2023 and 31 December 2024 in accordance with IFRS (refer note 13).

4 REVENUE

Revenue is dividend income representing dividends declared and received from the subsidiaries as below during the financial year.

	Q4 2024 USD' 000	FY 2024 USD' 000
Dividend Income from Subsidiaries	12,000	41,520
Management fees charged to FPF003 Pte Ltd	951	1,727
	12,951	43,247

The \$41.5 million dividend income is inclusive of the \$10 million converted from the intra group loan (refer note 12).

5 ADMINISTRATIVE EXPENSES

	Q4 2024 USD' 000	FY 2024 USD' 000
Professional fees	72	227
One-off transactional fees on the issuance of the Senior Secured	-	2,986
Bond in Q3		
Management fees	1,238	2,500
Audit fees	22	141
Corporate Secretarial fees	53	77
Insurance	35	73
Other expenses	(33)	(29)
	1,387	5,975
Accrued payment of non-controlling interest	3,279	6,934

Management account

NOTES TO FINANCIAL STATEMENTS

The management fees of \$1.2 million charged by Samos Energy LLC incorporated in USA and Samos Energy Ltd incorporated in UK in Q4 were expenses incurred for Q3 & Q4. Insurance expense is made up mainly for directors and mortgage insurance. Other expenses is made up of write back of travel expenses no longer needed and gain on foreign exchange recognised in the accounts.

6 OTHER INCOME

	Q4 2024 USD' 000	FY 2024 USD' 000
Interest income from bank	65	113
	65	113
7 FINANCE COSTS		
	Q4 2024	FY 2024
	USD' 000	USD' 000
Interest paid for Senior Secured Bond	2,344	2,344
Interest paid on Secured Acquisition Facility	-	30,600
Fair value of Secured Acquisition Facility	-	(33,740)
Interest accrued for Senior Secured Bond	-	2,239
	2,344	1,443

Q4 2024 is more representative of the recurring cash costs while FY2024 includes one offs linked to the settlement of the Secured Acquisition Facility and the fair valuation adjustment in July 2024.

The fair valuation of \$33.7 million for the Secured Acquisition Facility at year end 31 December 2023 is in accordance with its term where it is discounted to the present value of its future liabilities and cashflow (refer note 13).

8 INCOME TAX

The Company is liable to Jersey Income Tax at a rate of 0%.

9 TRADE AND OTHER RECEIVABLES

	2024	2023
	USD' 000	USD' 000
Amount due from FPF005 Ltd	-	11,038
Amount due from SEIML	178	37
Amount due from FPF003 Pte Ltd	1,727	-
	1,905	11,075

The Directors noted that as part of the transaction to acquire SEFI1L and SEFI2L on 5 July 2023, a loan facility in place between Natixis and FPF005 Ltd was to be repaid. On this basis, the Company had provided an intra-group loan to FPF005 Ltd, a wholly owned subsidiary. The amount has since been fully repaid in August 2024. The above included \$0.6 million during the year due to the merger of SEFI (refer note 15).

10 CASH AND SHORT TERM DEPOSIT

	2024	2023
	USD' 000	USD' 000
Barclays USD	21,081	132
Barclays GBP	56	545
	21,137	677

The cash at year ending 31 Dec 2024 is inclusive of the \$0.5 million net cash acquired due to the merger of SEFI during the year (refer note 15).

Management account

NOTES TO FINANCIAL STATEMENTS

11 TRADE AND OTHER PAYABLES

	2024 USD' 000	2023 USD' 000
Accrual other expenses	128	-
Senior Secured Bond interest payable	2,240	-
Trade Payable	49	-
Accrued payment of non-controlling interest	12,499	-
	14,916	-

No transactions were accrued in Year 2023 as the accounts were prepared on cash accounting basis. Since the merger and the issuance of Senior Secured Bond, accrual basis of accounting is adopted. During the merger of SEFI, \$5.6 million was included in the above (refer note 15).

12 INTRA GROUP LOAN

	2024 USD' 000	2023 USD' 000
Amount due to related company	-	10,020
	-	10,020

Since February 2024, the Company has converted the above into dividend income following approval from the board during a board meeting in Jersey.

13 BORROWINGS

	2024 USD' 000	2023 USD' 000
Senior Secured Bond issued	75,000	-
Fair value adjustment on the Senior Secured Bond	8,270	-
Secured Acquisition Facility	103,740	70,000
Fair value adjustment on the Secured Acquisition Facility	(33,740)	33,740
•	153,270	103,740
Repayment of Secured Acquisition Facility	(70,000)	-
	83,270	103,740
Current	28,421	32,757
Non-current	54,849	70,983
	83,270	103,740

The Secured Acquisition Facility ("the Loan") was a hybrid instrument providing both debt and a form of preferred equity financing. The Loan was structured as a Pay As You Go facility, and the Company repaid the lenders based on the available cash of the Company. On 11 July 2024, the Company terminated the Loan with a final settlement value of \$109 million. Interest paid to date in 2024 was \$30.6 million (Year 2023 \$8.4 million) and this amount has been expensed as interest cost in the accounts.

The Loan is fair valued at year end 31 December 2023 according to its term where it is discounted to the present value of its future liabilities and cashflow. It was realised when the Loan was repaid in July 2024. The fair valuation treatment is in accordance with IFRS.

The Company has issued a \$75 million Senior Secured Bond ("the Bond") which has been listed on the Euronext Oslo Bors Nordic Alternative Bond Market, a self-regulated marketplace organised and operated by Oslo Bors with a coupon rate of 12.5% per annum, maturing 5 July 2028. The Bond is fair valued up by \$8.2 million at year end 31 December 2024 according to its term where it is discounted to the present value of its future liabilities and cashflow. The fair valuation at 31 December 2024 is in accordance with IFRS.

Management account

NOTES TO FINANCIAL STATEMENTS

14 SHARE CAPITAL

- · · · · · · · · · · · · · · · · · · ·	2024 USD' 000	2023 USD' 000
Issued and paid-up		
2 ordinary shares with no par value	7,500	7,500
Additional paid-up capital	10,600	-
	18,100	7,500

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions. The ordinary shares have no par value.

Paid-up capital is the capital injection by FINCO during repayment of the secured acquisition facility on 11 July 2024.

15 MERGER

During the year, the Company, SEFI1L and SEFI2L ("SEFI") have merged into a single entity. This is a parent-subsidiary merger due to an internal reorganisation in which no consideration is paid. Accordingly, no fair value adjustments made to SEFI's assets and liabilities, and no goodwill or gain/loss recognised at the date of the merger. The items below are recorded as net book value and merger accounting is adopted as tabled below.

	Investment USD' 000	Transferred USD' 000	2024 USD' 000
Investment cost of SEIL transferred to merger reserves	66,541	(66,541)	-
Investment cost of SEFI	23,605	-	23,605
	90,146	(66,541)	23,605
	Company USD' 000	SEFI USD' 000	2024 USD' 000
Share capital of SEFI	-	58,470	58,470
Investment cost of SEIL	(66,541)	-	(66,541)
Retained earnings of SEFI	-	(39,338)	(39,338)
	(66,541)	19,132	(47,409)

Below are accounts of SEFI included in the Financial Statement of the Company during the year which have cash flow effect:

	SEFI USD' 000	2024 USD' 000
Net cash acquired	544	544
Trade and other receivables	625	625
Trade and other payables	(5,642)	(5,642)
	(4,473)	(4,473)