

Q3

Report for the
NINE MONTHS
ended 30 September 2023

Orrön Energy AB (publ)
company registration number 556610-8055



Highlights

- Final commissioning work is progressing well on the Karskröv project, with handover expected at the end of November 2023. The project, in the SE4 price region, is set to add 290 GWh to the Company's yearly power generation.
- On track to deliver 800 GWh of power generation for the full year, with proportionate power generation of 539 GWh in the reporting period.
- Over 30 GW of grid connections secured in the UK, enabling initiation of solar and battery projects with estimated first grid energisation dates between 2030 and 2039.
- Continued to mature a broad portfolio of projects in the Nordics with access to grid and land, with permits submitted for 29 MW of battery and solar projects, out of which 14 MW have been granted.
- One acquisition signed during the quarter, comprising of ownership in six wind farms in Sweden, adding 5 MW installed capacity in the SE4 price region.

Consolidated financials - 9 months

- Cash flows from operating activities amounted to MEUR 15.1.

Proportionate financials – 9 months

- Achieved electricity price amounted to EUR 49 per MWh, resulting in proportionate EBITDA of MEUR 4.0.
- Proportionate net debt of MEUR 66, with significant liquidity headroom available through the MEUR 150 revolving credit facility entered into in early July 2023.

Financial Summary

Orrön Energy owns renewables assets directly and through joint ventures and associated companies and is presenting proportionate financials to show the net ownership and related results of these assets. The purpose of the proportionate reporting is to give an enhanced insight into the Company's operational and financial results.

Expressed in MEUR	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022 9 months	1 Jul 2022- 30 Sep 2022 3 months
Consolidated financials				
Revenue	19.6	2.3	2.5	2.5
EBITDA	-4.2	-6.7	-1.9	2.0
Operating profit (EBIT)	-12.6	-9.4	-2.5	1.4
Net result	-15.6	-7.8	26.5	1.8
Earnings per share – EUR	-0.05	-0.03	0.09	0.01
Earnings per share diluted – EUR	-0.05	-0.03	0.09	0.01
Proportionate financials¹				
Power generation (GWh)	539	161	166	83
Revenue	26.6	3.6	25.3	14.6
EBITDA	4.0	-4.3	11.4	10.1
Operating profit (EBIT)	-7.8	-8.2	8.5	8.5
Average price achieved per MWh – EUR	49	23	153	177

¹ Proportionate financials represent Orrön Energy's proportionate ownership (net) of assets and related financial results, including joint ventures. For more details see section Key Financial Data.

All numbers and updates in this report relate to the nine-month period ending 30 September 2023 (the reporting period), unless otherwise specified. Amounts presented in brackets refer, for the income statement, to the same period in the prior year and for the balance sheet to the prior year's end. References to "Orrön Energy" or "the Company" pertain to the Group in which Orrön Energy AB (publ) is the Parent Company or to Orrön Energy AB (publ), depending on the context.

Orrön Energy is an independent, publicly listed (Nasdaq Stockholm: "ORRON") renewable energy company within the Lundin Group of Companies. Orrön Energy's core portfolio consists of high quality, cash flow generating assets in the Nordics, coupled with greenfield growth opportunities in the Nordics and Europe. With significant financial capacity to fund further growth and acquisitions, and backed by a major shareholder, management and Board with a proven track record of investing into, leading and growing highly successful businesses, Orrön Energy is in a unique position to create shareholder value through the energy transition.

Words from the CEO

Our business continued to grow during the third quarter, adding scale to our greenfield pipeline and additional production into our portfolio. We have acquired producing assets at attractive terms, matured several battery and solar projects towards final investment decisions and are continuing to build our Nordic project pipeline. I am pleased to see the progress in our UK business where we have secured a pipeline of over 30 GW of grid connections for solar and battery projects. We have also seen great progress at the Karskröv project where we are expecting handover at the end of November, which is set to add 290 GWh to our annual power generation.

Market conditions were not favourable during the third quarter 2023 where the renewables sector faced continued headwinds, with sustained low energy prices, rising interest rates and increasing inflationary pressure. Electricity price levels in the Nordics were further impacted by unseasonably high levels of water in hydropower reservoirs as a result of the storm Hans, coupled with lower demand during the summer months. The weak price levels in the third quarter resulted in a negative net result for the Company, but with our robust financial capacity and resilient business model, we remain in a strong financial position. I am pleased to see that the price trend is starting to move in a more favourable direction as we enter the winter season in Europe.

Growing our Portfolio

Since inception we have been building a pipeline of onshore wind, solar and battery storage projects. During the third quarter, permits were granted in Sweden for 14 MW of battery projects, with an additional 15 MW of battery and solar projects awaiting final decisions from the municipalities. Our European development teams continue to lay the foundations for future growth where we are maturing an early stage portfolio in the UK with over 30 GW of onshore solar and battery projects where grid capacity has already been secured.

We also added profitable growth to our Nordic operational portfolio through the acquisition of ownership in six wind farms in the SE4 price area in southern Sweden. Looking back over the past year, we have added more than 100 GWh to our operational portfolio through value accretive acquisitions, which have been possible due to our strong networks in Sweden. This forms a key part of our strategy to steadily grow our portfolio of cash flow generating assets at attractive terms.

Project delivery at the Karskröv wind farm has been excellent, with final commissioning underway and handover expected ahead of schedule towards the end of November 2023. The turbines have been generating power since August 2023 and we have completed trial operations and final handover inspections with only minor commissioning work outstanding. Karskröv will increase the Company's estimated annual power generation to 1,100 GWh from 2024, adding significant revenues from the SE4 price region.

Power generation and financial performance

We achieved proportionate power generation of 539 GWh for the reporting period, and 161 GWh during the third quarter, which was slightly lower than expected mostly due to lower-than-expected wind speeds across the Nordics. Our full-year production estimate remains unchanged at 800 GWh. We delivered in line with our expenditure guidance, and for the reporting period, achieved an average electricity price of EUR 49 per MWh, proportionate revenues of MEUR 26.6, proportionate EBITDA of MEUR 4.0 and ended the period with a proportionate net debt position of 66 MEUR. We secured a revolving credit facility of MEUR 150 at the beginning of July 2023 at attractive rates and with flexible conditions, which gives us ample headroom for growth, allowing us to take advantage of favourable market conditions as they arise. During periods of low electricity pricing like we have seen in the third quarter, the financial resilience of the Company is a real strength.

Beginning of the end in the Sudan legal case

At the beginning of September 2023, the trial in the Sudan legal case started at the Stockholm District Court in Sweden, marking the beginning of the end of this legacy issue. While it is deeply regrettable that the case has been allowed to proceed this far, personally, after having spent time listening to the proceedings and receiving continuous updates, I remain entirely convinced that this case will end in a full acquittal of the defendants and dismissal of all claims against the Company. Our stance towards the case has not changed over the years, nor have the facts. The defendants and the Company refute any allegations of wrongdoing in what is a baseless case that has been ongoing for over 13 years related to alleged activities over 20 years ago. We announced during the third quarter that the claimed forfeiture had been increased, which means that, with no change to any of the underlying facts the Prosecutor has presented three completely different forfeiture amounts based on three different methodologies over the past five years. This raises serious questions about the substance and credibility of the Prosecutor's claim, and I see no circumstance in which a corporate fine or forfeiture would become payable. I am of the firm view that there are no grounds for any allegations of wrongdoing by any former Company representatives, and that this will now once and for all be proven by the Court process.

Building our business for the long term

Looking ahead to the rest of the year and into 2024, I see a lot of positive triggers within the business that will allow us to continue to create value. Our production will increase by 40 percent with Karskröv online, our first battery projects will reach investment decisions and we continue to build a diversified pipeline of projects, which I am convinced will deliver significant value in the coming years. 2023 has delivered many challenges for the market and for our business, however we remain in a strong financial position, have continued to deliver production growth, and I continue to see many exciting opportunities ahead of us.



CEO

Operational review

Power generation outlook¹

Orrön Energy's operating portfolio consists of high-quality, cash generating renewable energy assets in the Nordics with an estimated power generation of 800 GWh in 2023. The proportionate power generation amounted to 539 GWh for the reporting period, and the Company remains on track to achieve its estimated power generation for 2023 with the lower-than-expected windspeeds in the second and third quarter offset by the addition of acquired production during the year and contribution from the expected early handover of the Karskröv project. The wind farm Karskröv, which is under development in southern Sweden, is in final commissioning stages, with commercial handover expected at the end of November 2023. Once online, Karskröv is set to increase the estimated annual power generation to 1,100 GWh.

	2023	2024
Estimated annual power generation¹	800 GWh	1,100 GWh

¹Proportionate power generation estimates assuming average long-term meteorological conditions and operational performance

Guidance

The Company delivered in line with guidance for the reporting period. The 2023 guidance for operating expenses is between MEUR 12-14, where a portion of the operating expenses will vary based on electricity prices. The G&A expense guidance is MEUR 10, and guidance for legal costs in relation to the defence of the Company and its former representatives in the Sudan legal case is MEUR 8. Capital expenditure guidance is MEUR 80 and mainly relates to completion of the Karskröv project in southern Sweden, and capital allocated to the greenfield activities. The Company's guidance remains unchanged.

Guidance ¹	Nine months	
	2023 Actuals	2023 Guidance
Operating expenses	MEUR 9.8	MEUR 12-14
G&A expenses²	MEUR 6.7	MEUR 10
Sudan legal costs³	MEUR 5.3	MEUR 8
Capital expenditure	MEUR 55.9	MEUR 80

¹Guidance is presented based on proportionate (net) ownership in assets and related financial results.

²Excludes non-cash items and costs in relation to the Sudan legal case.

³Legal costs in relation to the defence of the Company and its former representatives in the Sudan legal case. These costs are included in the G&A expenses line item in the consolidated income statement. More information about the case can be found in the section Contingent liabilities.

Operational assets

The Company's proportionate power generation amounted to 539 GWh for the reporting period, which was slightly below expectation. The proportionate power generation in the third quarter amounted to 161 GWh, which was below expectation due to lower-than-average windspeeds. The Company's expected power generation in the third quarter is historically lower than in the first and fourth quarters due to seasonal variations in wind speed.

Realised electricity price amounted to EUR 49 per MWh for the reporting period, and EUR 23 per MWh for the third quarter. Out of the realised electricity prices, guarantees of origin accounted for EUR 5 per MWh for the reporting period and EUR 4 per MWh for the third quarter. The Company is awarded and sells guarantees of origin for all of its power generation, certifying that the electricity has been produced from renewable energy sources. The weighted average regional electricity price for the Company's power generation during the reporting period amounted to EUR 53 per MWh, and the Nordic system price averaged EUR 56 per MWh. The variance to the Company's realised electricity price is explained by 'capture price discounts', which occur in any given period where a majority of power is generated during periods of low prices relative to the average spot price for the same period. The realised price for the reporting period included EUR 2 per MWh positive impact from historical hedges linked to acquired companies, and EUR 1 per MWh positive hedging impact for the third quarter. In 2023, less than five percent of the Company's estimated power generation is affected by historical hedges related to acquired companies.

Proportionate operating expenses amounted to MEUR 9.8 for the reporting period, which was in line with guidance.

Sweden

The Company owns a diversified portfolio of operational wind power assets across Sweden, which have an estimated proportionate annual power generation in 2023 of around 500 GWh, with a total net installed capacity of about 190 MW. A majority of the assets are situated in the price areas SE3 and SE4. Power generation from the Swedish portfolio was slightly below expectation during the reporting period, due to lower-than-average windspeeds during the second and third quarter.

Finland

The Company owns 50 percent of the Metsälamminkangas (MLK) wind farm and 100 percent of a 9 GWh wind farm located in Hanko in Finland. MLK has an estimated gross annual power generation of around 400 GWh, which is generated from 24 turbines with a total installed capacity of 132 MW. The wind farm has an estimated operational life of around 30 years and has been in operation since the end of March 2022. An availability warranty is in place from GE Renewable Energy, which guarantees the availability of the turbines through their operational life and gives the Company protection against downtime and outages. Power generation from MLK was in line with expectation during the reporting period.

Operational review

Norway

The Company owns 50 percent of the Leikanger hydropower plant in Norway, which is situated in the NO5 price area. Leikanger has an estimated gross annual power generation of around 200 GWh per annum, which is generated from a single turbine with a total capacity of 77 MW. It has been operational since 2021 and has an estimated operational life of approximately 60 years. As the asset is a run-of-river hydropower plant, the power generation is variable depending mainly on the rate of snow melt during the spring and summer months, and precipitation conditions during the autumn season. Power generation from Leikanger during the reporting period was below expectation, mostly due to low precipitation in July.

Project Pipeline

During the reporting period, the Company has taken further steps to develop its growth platforms in the Nordics and Europe, aiming to create a long-term pipeline of new projects. This includes laying the foundation for greenfield project developments in onshore wind, solar and battery storage solutions, maturing growth opportunities in the operational portfolio and finalising construction activities at the Karskröv wind farm project. The Company has established a presence in all stages of the renewable lifecycle and will continue to progress and advance its project pipeline.

Nordic Business

Karskröv project

Orrön Energy has a 100 percent interest in the Karskröv wind farm project in southern Sweden, which will add 290 GWh to the Company's estimated annual power generation once operational. The Karskröv wind farm consists of 20 Vestas turbines with a total installed capacity of 86 MW. The wind farm was acquired from OX2, who is managing the construction and commissioning phase alongside the turbine supplier Vestas. The project has an availability warranty in place, which guarantees the availability of the turbines through their operational life of approximately 30 years and gives the Company protection against downtime and outages. The wind farm is situated in the SE4 price area and constitutes an important part of the Company's growth.

The Karskröv project is in the final stages of commissioning, and is expected to be handed over to the Company at the end of November 2023. Project execution and delivery has been excellent and ahead of schedule throughout the project. During the first quarter, civil construction works, including foundation casting and anchor tensioning, were completed. In the second quarter, the turbine supplier installed all 20 wind turbines, approximately one month ahead of schedule, and grid connection works were completed. In the third quarter, work to energise and connect all turbines to the grid was finalised. Handover inspections for all turbines as well as civil and electrical works have been completed. Turbine test runs have been completed successfully, and the commissioning is in its final stages prior to project handover.

Development projects

In the Nordics, the Company has identified a range of stand-alone greenfield as well as co-located project opportunities, ranging from early-stage projects in the screening phase, through to projects with construction permits in place moving towards investment decisions. The identified project opportunities are across proven and low-cost onshore technologies; wind energy, solar energy and battery storage, which when realised will diversify the Company's power generation capacity and revenue streams.

The Company is continuously working on securing project rights and the necessary land, grid connections and permits for identified projects and is continually exploring opportunities to grow its project pipeline. The Company is working on a wide range of opportunities to organically grow its portfolio, optimise power generation and crystallise further value from its operational assets, which includes projects aimed at extending asset lifetimes, re-powering and consolidation of ownership shares.

During the reporting period, work has been ongoing to progress a number of co-location projects within the Company's existing portfolio. Permit applications for 29 MW of battery storage and solar projects have been submitted, out of which permits enabling battery projects up to 14 MW have been obtained. The Company intends to invest in battery storage solutions, providing ancillary services and enabling the addition of new revenue streams.

Feasibility studies have been conducted to use the Company's largest wind farms, MLK and Karskröv, to provide ancillary services and the Company's expectation is that MLK will be qualified by the transmission system operator by the end of 2023, and Karskröv in early 2024, shortly after project completion.

In Finland, the Company has entered into a strategic collaboration with a partner with proven track record in delivering renewable projects, giving access to an extensive network of developers and other industry stakeholders. The Company aims to leverage this network in Finland to secure access to both brownfield and greenfield project opportunities.

European Business

In the beginning of 2023, the Company expanded its geographical footprint in Europe and entered into agreements to establish a business focusing on developing onshore greenfield projects in France, Germany and the UK. The European business is led by an experienced development team, with a proven track-record in greenfield project origination and development in these markets. The strategy is to develop large scale, transmission connected greenfield solar and battery projects to a stage where there is a market demand for such projects and prior to incurring significant development expenditure.

In the UK, the Company has secured a portfolio of grid connections with a capacity of over 20 GW for solar projects and over 10 GW of co-located battery projects with grid energisation dates between 2030 and 2039. The Company is working on obtaining access to land adjacent to the secured grid connections, and has entered into discussions around commercial terms for land leases. The grid

Operational review

portfolio is at early-stage and final project realisation will be dependant on a number of factors, such as access to land, permitting, fulfilment of projects milestones and commercial viability.

In Germany, the Company has continued its early land screening work, including land constraint mapping, and is now actively working to secure land positions. The Company has entered into exclusive negotiations to assess project viability and negotiate terms of land leases.

In France, the Company has carried out early-stage land availability studies as well as high level grid surveys in line with the Company's business plan.

Transactions

Orrön Energy's strategy is to invest in renewable energy projects and pursue value accretive opportunities in the energy transition to grow and optimise its portfolio.

In February 2023, the Company entered into an agreement to acquire an additional 15 percent ownership in the wind farm Långås, which takes the Company's interest to 32.5 percent. The transaction adds an estimated annual power generation of 3 GWh and 1.2 MW installed capacity in price area SE4.

In February 2023, the Company entered into agreements, focusing on developing brownfield and greenfield projects in Finland, France and Germany.

In March 2023, the Company entered into an agreement, focusing on developing greenfield projects in the UK.

In June 2023, the Company entered into an agreement to acquire additional minor ownership stakes in the Kulle, Storugns and Klinte wind farms. The transaction adds an estimated annual power generation of 1.3 GWh and 0.5 MW installed capacity in the price area SE3.

In June 2023, the Company entered into an agreement to acquire a company which has minority ownership stakes in five different wind farms in Sweden. The transaction adds an estimated annual power generation of 4.4 GWh and 1.4 MW installed capacity in price areas SE3 and SE4. The transaction was completed in July 2023.

In September 2023, the Company entered into an agreement to acquire a company which has various ownership stakes in six different wind farms in Sweden. The transaction adds an estimated annual power generation of 10.2 GWh and 5 MW installed capacity in price area SE4. The transaction was completed in October 2023.

Sustainability

Sustainability is at the core of Orrön Energy's business as a pure play renewables company and constitutes an important cornerstone of the Company's long-term shareholder value creation. The Company owns and operates renewable assets in a safe and responsible manner, with a long-term horizon for the benefit of all its stakeholders.

Climate change is one of the biggest challenges of our time, and the world needs to transition to energy sources with lower greenhouse gas emissions, such as renewable energy, if we are to limit global warming in line with the Paris Agreement. The energy transition is backed by firm targets set by the EU, which will require a significant increase of renewable energy generation, with wind and solar power being highlighted as crucial to achieve these objectives. Orrön Energy is directly contributing to the achievement of these goals by investing in and increasing the supply of renewable energy in its countries of operation. The demand for clean energy is set to increase, and Orrön Energy is committed to continue investing in renewable power generation and technologies to drive the energy transition, for a clean and sustainable energy future.

Orrön Energy's approach to sustainability is aligned with the UN Sustainable Development Goals, in particular Goal 7 on Affordable and Clean Energy, Goal 13 on Climate Action and Goal 15 on Life on Land, which underpins the way in which the Company conducts its business. This ensures that the business delivers lasting value for all its stakeholders. The Company also actively supports the UN Global Compact's 10 Principles on human rights, labour standards, environment and anti-corruption. Orrön Energy is developing biodiversity enhancement projects in areas around its renewable assets, such as targeted projects aiming to increase biodiversity, planting of wildflowers to stimulate the growth of bee populations, wildlife monitoring systems and grazing projects in collaboration with local farming communities. In addition, the Company considers strong community engagement as essential to its business success and is collaborating with several local organisations to support and contribute to the local communities around its assets. Environmental aspects and community engagements are key considerations throughout the assets' operational life.

During the second quarter, the Company was awarded with Prime Status by ISS ESG, one the world's largest ESG rating agencies.

Health and safety of people and the environment are core priorities for the business and the Company has procedures in place to identify and mitigate risks, including investigation and reporting of incidents and accidents. During the third quarter, a fire occurred at one wind turbine, which was safely managed with no personal injury or material environmental impact. A thorough investigation has been conducted to identify both the root cause and preventative measures. There were no other recordable health and safety incidents during the reporting period.

Financial Review

Changes in the Group

The Company has from 1 January 2023 changed its presentation currency from US dollar to Euro to better reflect the economic environment in which the Company operates. Assets and liabilities, for each period presented, have been translated at closing rate of the respective balance sheet date. Income and expenses for each period presented have been translated at average rate for the period and all resulting exchange differences have been recognised in other comprehensive income.

In 2022, Orrön Energy Holding AB, a wholly-owned subsidiary of Orrön Energy AB (publ), made a public offer to acquire all shares in Slitevind AB (publ) ("Slitevind") for SEK 125 in cash per share. The offer was accepted by shareholders owning 96.5 percent of all shares and votes in Slitevind. The remaining shares have been acquired in 2023 through a compulsory buy-out procedure, in accordance with the Swedish Companies Act. Slitevind has subsequently been renamed Orrön Energy Sweden AB ("Orrön Energy Sweden").

On 30 June 2022, Orrön Energy, then named Lundin Energy, completed a transaction to combine the Company's exploration and production ("E&P") business with Aker BP. The result of this transaction is shown as discontinued operations in the comparative income statement for 2022. In addition, the comparative statement of cash flows show the cashflow from discontinued operations. Through this transaction, the shareholders of the Company received cash totalling USD 2.2 billion and 271,908,589 shares in Aker BP, and retained their shareholding in Orrön Energy. The combination was carried out as a statutory cross-border merger in accordance with Norwegian and Swedish law, through which Aker BP absorbed Lundin Energy MergerCo AB (publ), which at the time of the completion contained the Company's E&P business. Shortly before the merger and completion of the transaction, the shares in Lundin Energy MergerCo (publ) were distributed to the Company's shareholders as a so called *lex asea* dividend.

Revenue and results – Consolidated financials

EBITDA for the reporting period amounted to MEUR -4.2 compared to MEUR -1.9 in the same period last year, with the increased revenues resulting from the acquisition of Slitevind being more than offset by lower share in result from associates and joint ventures due to lower achieved electricity prices.

Revenue

Revenue from power generation amounted to MEUR 19.6 (MEUR 2.5) for the reporting period. The fully consolidated Orrön Energy Sweden started to contribute to the Group's result from 1 September 2022 and impacted the revenue for the same period last year with one month. The MLK wind farm and the Leikanger hydropower plant are consolidated through the equity method and therefore reported as share in result from associates and joint ventures.

Operating expenses

Operating expenses amounted to MEUR 9.4 (MEUR 0.5) for the reporting period. The explanation given in the section above on revenue also explains the variation in operating expenses compared to the same period last year.

General and administration expenses

General and administration expenses amounted to MEUR 13.6 (MEUR 12.0) for the reporting period, of which MEUR 5.3 (MEUR 4.7) related to legal and other fees incurred for the defence of the Company and its former representatives in the Sudan legal case. A non-cash expense of MEUR 1.6 (MEUR 0.4) relating to long-term incentive plans has been recorded in the reporting period.

Share in result from associates and joint ventures

Share in result from associates and joint ventures amounted to MEUR -1.2 (MEUR 8.1 Gain) for the reporting period and is detailed in note 2. This represents mainly Orrön Energy's portion of the results in the 50 percent owned joint ventures, the MLK wind farm and the Leikanger hydropower plant. These investments are consolidated through the equity method and the net result of these entities is therefore recognised as a single line item in the income statement. The share in result from the MLK wind farm, which started to generate power in the second quarter of 2022, amounted to MEUR -1.6 (MEUR 4.4) for the reporting period. The result reported in the same period last year included liquidated damages net of tax, due to late start-up of the wind farm in 2022. The share in result from the Leikanger hydropower plant represented a gain of MEUR 0.4 (MEUR 3.6). The decrease compared to the same period last year was due to lower achieved electricity prices.

Net financial items

Finance income amounted to MEUR 4.8 (MEUR 4.2) for the reporting period and is further detailed in note 3. Interest income of MEUR 4.1 (MEUR 1.4) related to loans to joint ventures. Other finance income amounted to MEUR 0.7 (MEUR 2.1) and represented a financial gain due to the variation in market value of historical hedges between 31 December 2022 and the balance sheet date.

Finance costs amounted to MEUR 7.8 (MEUR 2.7) for the reporting period and are detailed in Note 4. The net foreign exchange loss for the reporting period amounted to MEUR 4.0 (MEUR 0.7 Gain). Foreign exchange movements occur on the settlement of transactions denominated in foreign currencies and the revaluation of working capital and loan balances to the prevailing exchange rate at the balance sheet date where those monetary assets and liabilities are held in currencies other than the functional currencies of the Group's entities. Orrön Energy is exposed to exchange rate fluctuations relating to the relationship between Euro and other currencies. The net foreign exchange loss related mainly to the revaluation of intercompany loan balances, denominated in other currencies than the functional currency of the group company providing the financing. Interest expenses amounted to MEUR 3.1 (MEUR 0.2) and related to the Group's external loans. Other finance costs amounted to MEUR 0.7 (MEUR 2.5) and represented mainly fees and other costs in relation to the Company's revolving credit facility.

Financial Review

Revenue and results – Proportionate financials

In addition to the consolidated financial reporting in line with IFRS, the Group provides proportionate financial reporting which forms part of the alternative performance measures the Group presents. Proportionate reporting is aligned with the Group's internal management reporting, analysis and decision making.

Proportionate financials represent Orrön Energy's proportionate share of all the entities in which the Group holds an ownership.

This is different to the consolidated financial reporting under IFRS, where the results from entities in which the Group holds an ownership of 50 percent or less are not fully consolidated but instead reported on one line, as share of result in joint ventures. All entities in which the Group holds an ownership of more than 50 percent are fully consolidated in the financial reporting presented under IFRS.

Proportionate financials MEUR	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022 9 months	1 Jul 2022- 30 Sep 2022 3 months	1 Jan 2022- 31 Dec 2022 12 months
Revenue	26.6	3.6	25.3	14.6	40.0
Other income	0.8	0.2	2.0	0.0	4.0
Operating expenses	-9.8	-3.3	-3.8	-1.9	-6.7
G&A expenses ¹	-13.6	-4.8	-12.1	-2.6	-16.6
EBITDA	4.0	-4.3	11.4	10.1	20.7
Depreciation	-11.8	-3.9	-2.9	-1.6	-6.0
Operating profit/loss (EBIT)	-7.8	-8.2	8.5	8.5	14.7

¹ Includes legal and other fees of MEUR 5.3 (MEUR 4.7) incurred for the defence of the Company and its former representatives in the Sudan legal case and a non-cash expense for long-term incentive plans of MEUR 1.6 (MEUR 0.4) for the reporting period.

Proportionate revenues amounted to MEUR 26.6 (MEUR 25.3) for the reporting period, which included revenues from the Company's operational assets in the Nordics. During the same period last year, revenues from the Leikanger hydropower plant contributed for the full period, the MLK wind farm contributed from 1 April and the asset portfolio from Orrön Energy Sweden contributed from 1 September.

EBITDA amounted to MEUR 4.0 (MEUR 11.4) for the reporting period, with increased power generation being more than offset by lower electricity prices and higher operating costs linked to the larger asset base.

Proportionate operating expenses relating to operating assets amounted to MEUR 9.8 (MEUR 3.8) for the reporting period.

The Group operates in various countries and fiscal regimes where corporate income tax rates are different from the regulations in Sweden. Corporate income tax rates for the Group vary between 13.7 and 20.6 percent for the majority of the business with the exception of Norway. Following a change to the hydropower tax regime in Norway in late 2022, the Leikanger hydropower plant is subject to a tax rate of 67 percent. This change consists of an eight-percentage point increase in ground rent tax, effective retroactively from 1 January 2022. The additional 23 percent levy on electricity sold at a price exceeding NOK 700 per MWh effective from 28 September 2022, is proposed to be terminated from 1 October 2023 in the Norwegian Government's national budget proposal for 2024.

Cash flow and investments – Consolidated financials

Cash flow

Net cash flows from operating activities amounted to MEUR 15.1 (MEUR -5.7) for the reporting period. The positive cash flows from operating activities included dividend payments from joint ventures of MEUR 13.1 (MEUR 7.3).

Investments

Cash flows from investing activities amounted to MEUR 59.3 (MEUR 127.2), out of which MEUR 54.5 (MEUR 47.5) related to investments in the renewable energy business. The acquisition of the remaining 3.5 percent of the shares in Orrön Energy Sweden, which have been acquired in 2023, together with acquisition of a company and additional ownership in wind farms in Sweden, impacted the cash flows from investing activities with MEUR 4.7.

Financing and liquidity – Consolidated financials

On 3 July 2023, the Group entered into a new three-year revolving credit facility of MEUR 150, at a floating interest rate margin 1.8 percent above EURIBOR. The new facility includes an additional MEUR 150 accordion option and replaced the previous MEUR 100 revolving credit facility.

Interest bearing loans and borrowings amounted to MEUR 91.8 (MEUR -) and related mainly to an outstanding loan of MEUR 89.0 (MEUR -), which has been drawn under the Group's revolving credit facility. Interest bearing loans and borrowings also included a long-term loan of MEUR 2.8 (MEUR -) taken up by a subsidiary. Following the completion of the refinancing, the amount drawn under the Group's previous MEUR 100 revolving credit facility was reclassified in the second quarter 2023 from current to non-current liabilities.

Financial Review

The Company's net debt amounted to MEUR 72.6 compared to MEUR 29.7 at year end 2022.

Other current financial liabilities amounted to MEUR 0.7 (MEUR 27.8) and related to a short-term loan, with less than twelve months maturity of MEUR 0.7 (MEUR 6.4), which is held by a subsidiary. At year-end 2022, other current financial liabilities included an amount of MEUR 21.4 related to the Group's MEUR 100 revolving credit facility which has been reclassified from current to non-current following the refinancing.

Cash and cash equivalents amounted to MEUR 19.9 (MEUR 26.9).

Subsequent events

There are no subsequent events to report.

Other Information

Parent Company

The business of the Parent Company is to invest in and manage operations within the renewable energy sector as of 1 July 2022. This is a change to the Company's previous business mainly conducted within the oil and gas sector.

The Parent Company reported a gain of MSEK 67.5 (MSEK -539.1 loss) for the reporting period, which was mainly impacted by financial income and general and administration expenses.

General and administration expenses amounted to MSEK 141.4 (MSEK 157.6), out of which MSEK 61.3 (MSEK 51.3) related to legal fees and other costs incurred for the defence of the Company and its former representatives in the Sudan legal case.

Finance income amounted to MSEK 186.2 (MSEK 23.0) and related to dividends and group contributions received from a subsidiary.

Contingent Liabilities

In November 2021, the Swedish Prosecution Authority brought criminal charges against former representatives of the Company in relation to past operations in Sudan from 1999 to 2003. The charges also included claims against the Company for a corporate fine of MSEK 3.0 and forfeiture of economic benefits of MSEK 2,381.3, which according to the Swedish Prosecution Authority represents the value of the gain of MSEK 720.1 that the Company made on the sale of an asset in 2003. The claim for forfeiture of economic benefits was increased from MSEK 1,391.8 by the Swedish Prosecution Authority in August 2023. This latest increase to the claimed forfeiture amount means that the Prosecutor has presented three completely different amounts, based on three different methodologies, over the past five years, raising serious questions about the substance and credibility of the Prosecutor's claim. It is obvious that the methodology used by the Prosecutor to arrive at the claimed forfeiture amount is fundamentally flawed, leading to an unreasonable forfeiture claim which has no basis in law and is highly speculative. Any potential corporate fine or forfeiture of economic benefits would only be imposed after an adverse final conclusion of the case. The trial at the Stockholm District Court started in September 2023 and is expected to last until February 2026. The Company refutes that there are any grounds for allegations of wrongdoing by any of its former representatives and sees no circumstance in which a corporate fine or forfeiture could become payable. The Company considers this to be a contingent liability and therefore no provision has been recognised.

As part of the IPC spin-off that was completed on 24 April 2017, the Company has indemnified IPC for certain legal proceedings related to the period before the spin-off concerning Indonesian land and building tax assessed for the fiscal years 2012 and 2013. The Company has not recognised any provision in relation hereto as it does not believe the proceedings will lead to any liability for the Company.

A portion of the Company's past operations was held through a Canadian holding structure when acquired back in 2006. The tax filings in Canada since 2006 in relation to both corporate income tax and withholding tax are under review by the Canadian Tax Office. All tax has been paid in relation to these tax filings and no provision has been recognised.

Share Data

Share capital

The Company's issued share capital amounted to SEK 3,478,713 represented by 285,924,614 shares with a quota value of SEK 0.01 each (rounded off).

Remuneration

The Policy on Remuneration and details of long-term incentive plans ("LTIP") are provided on www.orrön.com.

Employee LTIP

In 2022, a new long-term share-related incentive plan was introduced in the form of a share option plan for members of Group management and other employees of the Company as approved by the 2022 EGM ("Employee LTIP 2022"). The reason for establishing a new long-term share related incentive plan was to align the interests of the members of Group management and other employees with the interests of the shareholders as well as to provide market appropriate reward for a new business reflecting continuity, commitment and share appreciation.

The Employee LTIP 2022 was introduced as part of a new remuneration approach within the updated Policy on Remuneration for Group management, where base salaries and annual bonus opportunities have been set at the lower end of the market to create an overall remuneration approach that further emphasises the long-term sustainable growth and strategic success of the Company. The updated Policy on Remuneration was approved by the 2022 EGM.

In order to secure the Company's obligations under the Employee LTIP 2022, the Company has issued 8,560,000 warrants, which were registered on 5 July 2022.

A similar plan was approved by the 2023 AGM ("Employee LTIP 2023").

In order to secure the Company's obligations under the Employee LTIP 2023, the 2023 AGM resolved to approve that the Company enters into an equity swap arrangement with a third party, whereby the third party in its own name shall be entitled to acquire and transfer shares (including to the participants) in accordance with the terms and conditions of Employee LTIP 2023. The equity swap arrangement was concluded during the second quarter 2023.

Board LTIP

The 2022 EGM resolved to approve a one-off long-term share-related incentive plan for members of the Board ("Board LTIP 2022") in the form of a share option plan.

The Company has secured its obligations under the Board LTIP 2022 by entering into an equity swap arrangement with a third party, whereby the third party in its own name shall be entitled to acquire and transfer shares (including to the participants) in accordance with the plan.

Other Information

Exchange rates

For the preparation of the financial statements, the following currency exchange rates have been used.

	30 Sep 2023		30 Sep 2022		31 Dec 2022	
	Average	Period end	Average	Period end	Average	Period end
1 EUR equals SEK	11.4751	11.5325	10.5237	10.8993	10.6274	11.1218
1 EUR equals NOK	11.3483	11.2535	10.0047	10.5838	10.1015	10.5138
1 EUR equals USD	1.0835	1.0594	1.0650	0.9748	1.0539	1.0666

The financial information relating to the nine-month period ended 30 September 2023 has not been subject to review by the auditors of the Company.

Stockholm, 8 November 2023

Daniel Fitzgerald
CEO

Consolidated Income Statement

MEUR	Note	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022 9 months	1 Jul 2022- 30 Sep 2022 3 months	1 Jan 2022- 31 Dec 2022 12 months
Revenue		19.6	2.3	2.5	2.5	13.8
Other income		0.4	0.0	–	–	–
Operating expenses		-9.4	-2.5	-0.5	-0.5	-3.5
General and administration expenses		-13.6	-4.8	-12.0	-2.6	-16.7
Depreciation		-8.4	-2.7	-0.6	-0.6	-3.5
Share in result of associates and joint ventures	2	-1.2	-1.7	8.1	2.6	10.9
Operating profit/loss		-12.6	-9.4	-2.5	1.4	1.0
Finance income	3	4.8	1.6	4.2	2.7	9.0
Finance costs	4	-7.8	0.0	-2.7	-2.7	-9.2
Net financial items		-3.0	1.6	1.5	0.0	-0.2
Profit/loss before income tax		-15.6	-7.8	-1.0	1.4	0.8
Income tax	5	0.0	0.0	27.5	0.4	26.6
Net result from continuing operations		-15.6	-7.8	26.5	1.8	27.4
Discontinued operations						
Net result from E&P business	6	–	–	12,823.4	1.2	12,823.3
Net result		-15.6	-7.8	12,849.9	3.0	12,850.7
Attributable to:						
Shareholders of the Parent Company		-15.9	-7.7	12,849.9	3.0	12,850.4
Non-controlling interest		0.3	-0.1	0.0	0.0	0.3
		-15.6	-7.8	12,849.9	3.0	12,850.7
Earnings per share – EUR¹						
From continuing operations		-0.05	-0.03	0.09	0.01	0.10
From discontinued operations		–	–	44.97	0.00	44.92
Earnings per share diluted – EUR¹						
From continuing operations		-0.05	-0.03	0.09	0.01	0.10
From discontinued operations		–	–	44.90	0.00	44.75

¹ Based on net result attributable to shareholders of the Parent Company.

Consolidated Statement of Comprehensive Income

MEUR	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022 9 months	1 Jul 2022- 30 Sep 2022 3 months	1 Jan 2022- 31 Dec 2022 12 months
Net result	-15.6	-7.8	12,849.9	3.0	12,850.7
Items that may be subsequently reclassified to profit or loss:					
Exchange differences foreign operations	-1.6	3.7	423.2	13.6	410.5
Cash flow hedges	–	–	–	-16.2	9.8
Other comprehensive income, net of tax	-1.6	3.7	423.2	-2.6	420.3
Total comprehensive income	-17.2	-4.1	13,273.1	0.4	13,271.0
Attributable to:					
Shareholders of the Parent Company	-17.4	-3.9	13,273.1	0.4	13,270.7
Non-controlling interest	0.2	-0.2			0.3
	-17.2	-4.1	13,273.1	0.4	13,271.0

Consolidated Balance Sheet

MEUR	Note	30 September 2023	31 December 2022	31 December 2021 ¹
ASSETS				
Non-current assets				
Property, plant and equipment		273.5	235.8	27.9
Investment in associates and joint ventures		35.1	51.5	95.9
Deferred tax assets		26.5	27.5	–
Other non-current financial assets	10	95.4	96.8	31.0
		430.5	411.6	154.8
Current assets				
Assets held for distribution		–	–	6,480.4
Other current assets		2.6	9.0	0.1
Trade receivables	10	2.3	0.3	–
Other current financial assets	10	3.8	2.5	118.1
Cash and cash equivalents	10	19.9	26.9	114.8
		28.6	38.7	6,713.4
TOTAL ASSETS		459.1	450.3	6,868.2
EQUITY AND LIABILITIES				
Equity				
Shareholders' equity		338.0	359.7	-1,253.1
Non-current liabilities				
Interest bearing loans and borrowings	10	91.8	28.8	–
Deferred tax liability		16.2	16.9	–
Provisions		0.9	1.1	–
		108.9	46.8	–
Current liabilities				
Trade and other payables	10	11.1	13.0	3.7
Current tax liabilities		0.4	0.5	–
Provisions		–	2.5	–
Dividends payable		–	–	113.5
Liabilities held for distribution		–	–	8,004.1
Other current financial liabilities	10	0.7	27.8	–
		12.2	43.8	8,121.3
TOTAL LIABILITIES		121.1	90.6	8,121.3
TOTAL EQUITY AND LIABILITIES		459.1	450.3	6,868.2

¹ Following the change in presentation currency from US dollar to Euro in 2023, an additional comparative period is presented, corresponding to the beginning of the preceding period, in line with IAS 1.

Consolidated Statement of Cash Flows

MEUR	Note	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022 9 months	1 Jul 2022- 30 Sep 2022 3 months	1 Jan 2022- 31 Dec 2022 12 months
Cash flows from operating activities						
Net result from continuing operations		-15.6	-7.7	26.5	1.8	27.4
Net result from discontinued operations		–	–	12,823.4	1.2	12,823.3
Adjustments for items not included in the cash flow	11	14.5	3.7	-9,504.4	105.2	-9,957.5
Interest received		3.4	0.9	1.9	0.7	1.0
Interest paid		-2.0	-0.0	-32.5	0.8	-32.9
Income taxes paid		0.0	0.0	-1,422.7	–	-1,402.2
Distributions received		13.1	0.2	7.3	6.3	12.2
Distributions paid to non-controlling interest		-0.3	0.0	–	–	–
Changes in working capital		2.0	4.1	-297.4	-51.3	-310.8
Total cash flows from operating activities		15.1	1.2	1,602.1	64.7	1,160.5
- of which relates to continuing operations		15.1	1.2	-5.7	4.5	7.1
- of which relates to discontinued operations		–	–	1,607.8	60.2	1,153.4
Cash flows from investing activities						
Investment in oil and gas properties		–	–	-281.4	–	-277.4
Investment in renewable energy business ¹		-54.5	-13.6	-47.5	–	-53.1
Acquisition of subsidiary net of cash		-4.7	-0.8	-74.1	-74.1	-102.6
Investment in other fixed assets		-0.1	-0.1	-0.8	–	-0.8
Decommissioning costs paid		–	–	-1.3	–	-1.3
Total cash flows from investing activities		-59.3	-14.5	-405.1	-74.1	-435.2
- of which relates to continuing operations		-59.3	-14.5	-127.2	-81.2	-154.3
- of which relates to discontinued operations		–	–	-277.9	7.1	-280.9
Cash flows from financing activities						
Net drawdown/repayment of credit facility		38.6	8.0	-577.6	–	-557.7
Repayment of lease commitments		–	–	-11.6	–	-11.5
Sold treasury shares		–	–	54.2	–	53.4
Dividends paid		–	–	-277.4	–	-273.4
Financing fees paid		-1.3	-1.3	–	–	–
Total cash flows from financing activities		37.3	6.7	-812.4	–	-789.2
- of which relates to continuing operations		37.3	6.7	-290.5	–	-261.8
- of which relates to discontinued operations		–	–	-521.9	–	-527.4
Change in cash and cash equivalents		-6.9	-6.6	384.6	-9.4	-63.9
Cash and cash equivalents at the beginning of the period		26.9	28.0	399.2	180.1	399.2
Currency exchange difference in cash and cash equivalents		-0.1	-1.5	91.0	-12.4	95.8
Change in consolidation - E&P business		–	–	-810.7	-94.2	-404.2
Cash and cash equivalents at the end of the period		19.9	19.9	64.1	64.1	26.9
- of which relates to continuing operations		19.9	19.9	64.1	36.5	26.9
- of which relates to discontinued operations		–	–	–	-152.5	–

¹Includes acquisitions of renewable energy assets and funding of joint ventures.

Consolidated Statement of Changes in Equity

MEUR	Attributable to owners of the Parent Company				Non-controlling interest	Total equity
	Share capital	Additional paid-in-capital/Other reserves	Retained earnings	Total		
1 January 2022	0.4	-164.3	-1,089.2	-1,253.1	–	-1,253.1
Comprehensive income						
Net result	–	–	12,850.7	12,850.7	–	12,850.7
Other comprehensive income	–	420.3	–	420.3	–	420.3
Total comprehensive income	–	420.3	12,850.7	13,271.0	–	13,271.0
Transactions with owners						
Non-controlling interests on acquisition of a subsidiary	–	–	–	–	8.3	8.3
Distributions	–	–	-11,724.4	-11,724.4	–	-11,724.4
Sold treasury shares	–	54.3	–	54.3	–	54.3
Share based payments	–	–	3.6	3.6	–	3.6
Total transactions with owners	–	54.3	-11,720.8	-11,666.5	8.3	-11,658.2
31 December 2022	0.4	310.3	40.7	351.4	8.3	359.7
Comprehensive income						
Net result	–	–	-15.9	-15.9	0.3	-15.6
Other comprehensive income	–	-1.5	–	-1.5	-0.1	-1.6
Total comprehensive income	–	-1.5	-15.9	-17.4	0.2	-17.2
Transactions with owners						
Non-controlling interests	–	–	–	–	-6.3	-6.3
Share based payments	–	–	1.8	1.8	–	1.8
Total transactions with owners	–	–	1.8	1.8	-6.3	-4.5
30 September 2023	0.4	308.8	26.6	335.8	2.2	338.0

Notes to the consolidated financial statements

Note 1 – Accounting policies

This interim report has been prepared in accordance with International Accounting Standard (IAS) 34, Interim Financial Reporting.

The Company has from 1 January 2023 changed its presentation currency from US dollar to Euro to better reflect the economic environment in which the Company operate. Assets and liabilities, for each period presented, have been translated at closing rate of the respective balance sheet date. Income and expenses for each period presented have been translated at average rate for the period and all resulting exchange differences have been recognised in other comprehensive income.

The accounting policies adopted are in all other aspects consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 December 2022.

The financial reporting of the Parent Company has been prepared in accordance with accounting principles generally accepted in Sweden, applying RFR 2 Reporting for legal entities, issued by the Swedish Financial Reporting Board and the Annual Accounts Act (SFS 1995:1554).

The Parent Company's financial information is reported in Swedish krona.

Note 2 – Share in result of associates and joint ventures MEUR	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022	1 Jul 2022- 30 Sep 2022	1 Jan 2022- 31 Dec 2022
			9 months	3 months	12 months
Metsälamminkangas Wind Oy (50%)	-1.6	-1.7	4.4	1.5	7.8
Leikanger Kraft AS (50%)	0.4	0.0	3.6	1.0	3.0
Other	0.0	0.0	0.1	0.1	0.1
	-1.2	-1.7	8.1	2.6	10.9

Note 3 – Finance income MEUR	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022	1 Jul 2022- 30 Sep 2022	1 Jan 2022- 31 Dec 2022
			9 months	3 months	12 months
Foreign currency exchange gain, net	–	–	0.7	-0.2	–
Interest income	4.1	1.5	1.4	0.8	2.6
Other	0.7	0.1	2.1	2.1	6.4
	4.8	1.6	4.2	2.7	9.0

Note 4 – Finance costs MEUR	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022	1 Jul 2022- 30 Sep 2022	1 Jan 2022- 31 Dec 2022
			9 months	3 months	12 months
Foreign currency exchange loss, net	4.0	-1.6	–	–	1.6
Interest expense	3.1	1.3	0.2	0.2	0.7
Other	0.7	0.3	2.5	2.5	6.9
	7.8	0.0	2.7	2.7	9.2

Note 5 – Income tax MEUR	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022	1 Jul 2022- 30 Sep 2022	1 Jan 2022- 31 Dec 2022
			9 months	3 months	12 months
Current tax	-0.2	-0.1	–	–	-0.1
Deferred tax	0.2	0.1	27.5	0.4	26.7
	0.0	0.0	27.5	0.4	26.6

Notes to the consolidated financial statements

Note 6 – Discontinued operations – E&P business

On 21 December 2021, the Company announced that it had entered into an agreement with Aker BP whereby Aker BP would absorb the E&P business through a cross-border merger in accordance with Norwegian and Swedish law. Before completion of the cross-border merger, the shares in the company holding the E&P business would be distributed to the shareholders of the Company, which occurred on 29 June 2022. The results of the E&P business are included in the financial statements until 29 June 2022 and are shown in the comparative columns as discontinued operations.

The financial performance of the discontinued operations and the gain on the distribution of the E&P business made in 2022 are described in detail in the financial statements of 2022.

Note 7 – Related party transactions

Orrön Energy recognises the following related parties: associated companies, jointly controlled entities, key management personnel and members of their close family or other parties that are partly, directly or indirectly controlled by key management personnel or of its family or of any individual that controls, or has joint control or significant influence over the entity.

The Group has not entered into any material agreements with any related parties.

Note 8 – Risks and risk management

Orrön Energy pursues a business that is exposed to changes in energy prices, which in turn are dependent on macro-economic factors and geopolitical conditions. The Company's operations have an impact on the surrounding environment and operational processes are associated with occupational health and safety risks.

Risks and risk management relating to financial, operational and strategic risks are described in the 2022 Annual and Sustainability Report on pages 16–17 and are in all material aspects unchanged. Additional information on financial risks and information on how Orrön Energy manages these risks, including liquidity, credit and market risks are addressed in note 9 to the consolidated financial statements in the 2022 Annual Report.

Orrön Energy places risk management responsibility at all levels within the Company to continually identify, understand and manage threats and opportunities affecting the business. This enables the Company to make informed decisions and to prioritise control activities and resources to deal effectively with any potential threats and opportunities.

Note 9 – Business combinations

Siral

In 2022, Orrön Energy acquired 100 percent of the issued share capital of Siral Förvaltning AB and gained control of the company from 1 December 2022. This acquisition added estimated annual power generation of 44 GWh and 15 MW installed capacity, out of which 90 percent is situated in price areas SE3 and SE4. The consideration amounted to MEUR 8.6. The valuation at fair value resulted in a surplus value of MEUR 4.6, which has been allocated to plant, property and equipment and no goodwill was recognised. The purchase price allocation is preliminary. The amounts have been translated from SEK to EUR at closing rate 30 November 2022.

Orrön Energy Sweden

In 2022, Orrön Energy acquired 96.5 percent of the issued share capital of Slitevind AB (publ), subsequently renamed Orrön Energy Sweden AB and gained control of the company from 31 August 2022. The remaining shares have been acquired in 2023.

Details of the purchase consideration, and the net assets acquired are as follows:

Purchase consideration MEUR	% of shares	Share price SEK	Number of shares	Value MEUR
Step 1 – Ownership 31 August 2022	91.0%	125	6,476,654	75.8
Step 2 – Ownership 13 September 2022	5.5%	125	388,694	4.5
Step 3 – Buy-out procedure	3.5%	125	249,102	2.9
	100.0%		7,114,450	83.3

Notes to the consolidated financial statements

The assets and liabilities recognised as a result of the acquisition were as follows:

Assets and liabilities	Fair value¹
	MEUR
Non-current assets	
Property, plant and equipment	144.1
Investment in associates and joint ventures	10.6
Other financial assets	0.7
	155.4
Current assets	
Other current assets	1.8
Trade receivables	0.4
Deferred tax asset	1.6
Other current financial assets	0.6
Cash and cash equivalents	1.4
	5.8
Non-current liabilities	
Interest bearing loans and borrowings	-43.0
Deferred tax liability	-15.9
Provisions	-0.7
	-59.6
Current liabilities	
Trade and other payables	-1.2
Other current financial liabilities	-12.4
	-13.6
Net identifiable assets acquired	88.0
Less Non-controlling interest	-4.7
Net assets acquired	83.3

¹Translated from SEK to EUR at closing rate 31 August 2022.

Acquired receivables

The fair value of acquired trade receivables is MEUR 0.4, which corresponds to the book value.

Revenue and profit contribution

The acquired business will contribute significantly to the Group's results and represented the totality of the Group's revenues at year end 2022.

Purchase consideration, outflow of cash, net of cash acquired

MEUR	
Cash consideration	83.3
Less cash balances acquired	-1.4
Net outflow of cash – Investing activities	81.9

Notes to the consolidated financial statements

Note 10 – Financial instruments

The Group holds the following financial instruments:

MEUR	Level	30 September 2023	31 December 2022
Financial assets			
Financial assets at amortised cost			
Other non-current financial assets		95.4	96.8
Trade receivables		2.3	0.3
Other current financial assets ¹		3.7	2.5
Cash and cash equivalents		19.9	26.9
		121.3	126.5
Financial assets at fair value through profit or loss			
Other current financial assets ¹ - Derivative financial instruments	2	0.1	–
		0.1	–
Financial liabilities			
Financial liabilities at amortised cost			
Interest bearing loans and borrowings		91.8	28.8
Trade and other payables		11.1	13.0
Other current financial liabilities		0.7	27.5
		103.6	69.3
Financial liabilities at fair value through profit or loss			
Other current financial liabilities - Derivative financial instruments	2	–	0.3
		–	0.3

¹ Other current financial assets on the face of the balance sheet are divided in this table in financial assets at amortised cost and financial assets at fair value through profit and loss.

The nature of financial assets and liabilities is, in all material respects, the same as on December 31, 2022. The carrying amounts and fair values are deemed to essentially correspond with one another.

For financial assets and liabilities measured at fair value in the balance sheet, the following fair value measurement hierarchy is used:

- Level 1: based on quoted prices in active markets;
- Level 2: based on inputs other than quoted prices as within level 1, that are either directly or indirectly observable;
- Level 3: based on inputs which are not based on observable market data.

Note 11 – Supplementary information to the statement of cash flows

The consolidated statement of cash flows is prepared in accordance with the indirect method.

Adjustments for items not included in the cash flow	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022 9 months	1 Jul 2022- 30 Sep 2022 3 months	1 Jan 2022- 31 Dec 2022 12 months
MEUR					
Gain on distribution of E&P business	–	–	-12,516.9	–	-12,823.3
Exploration costs	–	–	23.5	–	23.2
Depletion, depreciation and amortisation	8.4	2.7	0.6	0.6	3.5
Current tax	0.2	0.1	2,255.1	–	2,222.5
Deferred tax	-0.2	-0.1	322.4	–	319.2
Long-term incentive plans	1.6	0.4	9.6	–	10.2
Foreign currency exchange gain/loss	3.0	-1.5	423.1	109.1	312.1
Interest income	-4.1	-1.6	-1.4	-1.4	-2.6
Interest expense	3.3	1.3	25.0	-0.4	25.8
Amortisation of deferred financing fees	–	–	4.5	–	4.5
Ineffective hedging contracts	–	–	-52.2	–	-57.2
Result from associated companies and joint ventures	1.2	1.7	–	–	–
Other	1.1	0.7	2.3	-2.7	4.6
	14.5	3.7	-9,504.4	105.2	-9,957.5

Parent Company Income Statement

MSEK	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022 9 months	1 Jul 2022- 30 Sep 2022 3 months	1 Jan 2022- 31 Dec 2022 12 months
Revenue	27.1	9.8	10.7	1.4	13.4
General and administration expenses	-141.4	-41.0	-157.6	-21.7	-200.0
Operating profit/loss	-114.3	-31.2	-146.9	-20.3	-186.6
Finance income	186.2	–	23.0	15.8	10.9
Finance costs	-4.4	0.7	-721.2	-163.6	-720.7
Net financial items	181.8	0.7	-698.2	-147.8	-709.8
Profit/loss before income tax	67.5	-30.5	-845.1	-168.1	-896.4
Income tax	–	–	306.0	–	306.0
Net result	67.5	-30.5	-539.1	-168.1	-590.4

Parent Company Comprehensive Income Statement

MSEK	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022 9 months	1 Jul 2022- 30 Sep 2022 3 months	1 Jan 2022- 31 Dec 2022 12 months
Net result	67.5	-30.5	-539.1	-168.1	-590.4
Other comprehensive income	–	–	–	–	–
Total comprehensive income	67.5	-30.5	-539.1	-168.1	-590.4
Attributable to:					
Shareholders of the Parent Company	67.5	-30.5	-539.1	-168.1	-590.4

Parent Company Balance Sheet

MSEK	30 September 2023	31 December 2022
ASSETS		
Non-current assets		
Shares in subsidiaries	3,780.8	3,780.8
Other tangible fixed assets	0.1	0.3
Deferred tax assets	306.0	306.0
	4,086.9	4,087.1
Current assets		
Receivables	17.9	17.8
Cash and cash equivalents	102.1	24.6
	120.0	42.4
TOTAL ASSETS	4,206.9	4,129.5
SHAREHOLDERS' EQUITY AND LIABILITIES		
Shareholders' equity including net result for the period	4,149.0	4,078.0
Non-current liabilities		
Provisions	–	1.3
Interest bearing loans and borrowings	1.8	–
	1.8	1.3
Current liabilities		
Other liabilities	56.1	50.2
	56.1	50.2
TOTAL LIABILITIES	57.9	51.5
TOTAL EQUITY AND LIABILITIES	4,206.9	4,129.5

Parent Company Statement of Cash Flows

MSEK	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022 9 months	1 Jul 2022- 30 Sep 2022 3 months	1 Jan 2022- 31 Dec 2022 12 months
Cash flows from operating activities					
Net result	67.5	-30.5	-539.1	-168.1	-590.4
Adjustment for items not included in the cash flows	-125.5	0.1	-326.5	-15.8	-312.6
Changes in working capital	17.8	15.7	3,094.1	-383.4	2,989.7
Total cash flows from operating activities	-40.2	-14.7	2,228.5	-567.3	2,086.7
Cash flows from investing activities					
Investments in subsidiaries	–	–	-0.5	–	-0.5
Dividends received	127.9	–	–	–	–
Total cash flows from investing activities	127.9	–	-0.5	–	-0.5
Cash flows from financing activities					
Net drawdown/repayment of loan	-10.2	1.8	-2,672.1	–	–
Dividends paid	–	–	583.8	–	-2,672.1
Sold treasury shares	–	–	–	–	583.8
Total cash flows from financing activities	-10.2	1.8	-2,088.3	–	-2,088.3
Change in cash and cash equivalents	77.5	-12.9	139.7	-567.3	-2.1
Cash and cash equivalents at the beginning of the period	24.6	115.0	44.3	757.8	44.3
Currency exchange difference in cash and cash equivalents	–	–	22.0	15.5	-17.6
Cash and cash equivalents at the end of the period	102.1	102.1	206.0	206.0	24.6

Parent Company Statement of Changes in Equity

MSEK	Restricted equity		Unrestricted equity			Total equity
	Share capital	Statutory reserve	Other reserves	Retained earnings	Dividends	
1 January 2022	3.5	861.3	6,599.0	60,628.9	-4,467.2	63,625.5
Transfer of prior year dividends	–	–	–	-4,467.2	4,467.2	–
Total comprehensive income	–	–	–	-590.4	–	-590.4
Transactions with owners						
Distributions	–	–	–	–	-59,542.8	-59,542.8
Share based payments	–	–	–	2.0	–	2.0
Sold treasury shares	–	–	583.7	–	–	583.7
Total transactions with owners	–	–	583.7	2.0	-59,542.8	-58,957.1
31 December 2022	3.5	861.3	7,182.7	55,573.3	-59,542.8	4,078.0
Transfer of prior year dividends	–	–	–	-59,542.8	59,542.8	–
Total comprehensive income	–	–	–	67.5	–	67.5
Transactions with owners						
Share based payments	–	–	–	3.5	–	3.5
Total transactions with owners	–	–	–	3.5	–	3.5
30 September 2023	3.5	861.3	7,182.7	-3,898.5	–	4,149.0

Key Financial Data

The alternative performance measures presented and disclosed in this interim report are used internally by management in conjunction with IFRS measures to measure performance and make decisions regarding the future direction of the business. The Group believes that these alternative performance measures, when provided in combination with reported IFRS measures, provide helpful supplementary information for investors.

In addition to the consolidated financial reporting in line with IFRS, the Group provides proportionate financial reporting, which forms part of the alternative performance measures the Group presents. Proportionate reporting is aligned with the Group's internal management reporting, analysis and decision making.

Proportionate financials represent Orrön Energy's proportionate share of all the entities in which the Group holds an ownership.

This is different to the consolidated financial reporting under IFRS, where the results from entities in which the Group holds an ownership of 50 percent or less are not fully consolidated but instead reported on one line, as share of result in joint ventures. All entities, in which the Group holds an ownership of more than 50 percent are fully consolidated in the financial reporting presented under IFRS.

Reconciliations of relevant alternative performance measures are provided on the following page. Definitions of the performance measures are provided under the key ratio definitions below.

Financial data (Continuing operations) MEUR	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022 9 months	1 Jul 2022- 30 Sep 2022 3 months	1 Jan 2022- 31 Dec 2022 12 months
Consolidated financials					
Revenue	19.6	2.3	2.5	2.5	13.8
EBITDA	-4.2	-6.7	-1.9	2.0	4.5
Operating profit (EBIT)	-12.6	-9.4	-2.5	1.4	1.0
Net result	-15.6	-7.8	26.5	1.8	27.4
Net cash (-) / Net debt (+)	72.6	72.6	-12.8	-12.8	29.7
Proportionate financials					
Power generation (GWh)	539	161	166	83	335
Revenue	26.6	3.6	25.3	14.6	40.0
EBITDA	4.0	-4.3	11.4	10.1	20.7
Operating profit (EBIT)	-7.8	-8.2	8.5	8.5	14.7
Net cash (-) / Net debt (+)	65.9	65.9	-31.7	-31.7	12.4
Average price achieved per MWh (EUR)	49	23	153	177	120

Key Financial Data

Data per share EUR	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022 9 months	1 Jul 2022- 30 Sep 2022 3 months	1 Jan 2022- 31 Dec 2022 12 months
Earnings per share	-0.05	-0.03	0.09	0.01	0.10
Earnings per share – diluted	-0.05	-0.03	0.09	0.01	0.10
EBITDA per share	-0.02	-0.02	-0.01	0.01	0.00
EBITDA per share – diluted	-0.01	-0.02	-0.01	0.01	0.00
Number of shares issued at period end	285,924,614	285,924,614	285,924,614	285,924,614	285,924,614
Number of shares in circulation at period end	285,924,614	285,924,614	285,924,614	285,924,614	285,924,614
Weighted average number of shares for the period	285,924,614	285,924,614	285,160,214	285,924,614	285,458,805
Weighted average number of shares for the period – diluted	288,172,420	288,877,045	285,605,600	285,924,614	286,567,833
Share price					
Share price at period end in SEK	7.31	7.31	19.97	19.97	22.46
Share price at period end in EUR ¹	0.63	0.63	1.83	1.83	2.02
Key ratios					
Return on equity (%)	-4	-2	-6	0	8
Return on capital employed (%)	-3	-2	-1	0	0
Equity ratio (%)	74	74	82	82	80

¹ Share price at period end in EUR is calculated based on quoted share price in SEK and applicable SEK/EUR exchange rate at period end.

EBITDA – Consolidated financials MEUR	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022 9 months	1 Jul 2022- 30 Sep 2022 3 months	1 Jan 2022- 31 Dec 2022 12 months
Operating profit/loss (EBIT)	-12.6	-9.4	-2.5	1.4	1.0
Add: Depreciation	8.4	2.7	0.6	0.6	3.5
	-4.2	-6.7	-1.9	2.0	4.5
Net debt/Net cash – Consolidated financials MEUR					
Interest bearing loans and borrowings – Non-Current	91.8	91.8	41.5	41.5	28.8
Interest bearing loans and borrowings – Current	0.7	0.7	11.5	11.5	27.8
Less: Cash and cash equivalents	-19.9	-19.9	-65.8	-65.8	-26.9
	72.6	72.6	-12.8	-12.8	29.7
EBITDA – Proportionate financials MEUR					
Operating profit/loss (EBIT)	-7.8	-8.2	8.5	8.5	14.7
Add: Depreciation	11.8	3.9	2.9	1.6	6.0
	4.0	-4.3	11.4	10.1	20.7

Key Financial Data

Net debt/Net cash – Proportionate financials MEUR	1 Jan 2023- 30 Sep 2023 9 months	1 Jul 2023- 30 Sep 2023 3 months	1 Jan 2022- 30 Sep 2022 9 months	1 Jul 2022- 30 Sep 2022 3 months	1 Jan 2022- 31 Dec 2022 12 months
Net cash / Net debt – Consolidated financials	72.6	72.6	-12.8	-12.8	29.7
Less: Cash and cash equivalents of Associates and joint ventures	-6.7	-6.7	-18.9	-18.9	-17.3
Add: External interest bearing loans and borrowings of Associates and joint ventures	–	–	–	–	–
	65.9	65.9	-31.7	-31.7	12.4

Bridge from proportionate to consolidated financials

1 Jan – 30 Sep 2023 –9 months MEUR	Proportionate financials	Residual ownership for fully consolidated entities ¹	Elimination of equity consolidated entities ²	Consolidated financials
Revenue	26.6	2.7	-9.7	19.6
Other income	0.8	0.0	-0.4	0.4
Operating expenses	-9.8	-2.4	2.8	-9.4
General and administration expenses	-13.6	–	–	-13.6
Share in result of associates and joint ventures	–	–	-1.2	-1.2
EBITDA	4.0	0.3	-8.5	-4.2
Depreciation	-11.8	0.0	3.4	-8.4
Operating profit (EBIT)	-7.8	0.3	-5.1	-12.6
Net financial items	-7.4	0.3	4.1	-3.0
Tax	-0.7	-0.3	1.0	0.0
Net result	-15.9	0.3	–	-15.6
<i>Attributable to:</i>				
Shareholders of the Parent Company	-15.9	–	–	-15.9
Non-controlling interest	–	0.3	–	0.3

¹ Residual ownership interests share of the proportionate financials in fully consolidated subsidiaries where Orrön Energy does not have 100 percent economic interest.

² Elimination of proportionate financials from equity consolidated entities adjusted for Orrön Energy's share of net income/loss.

1 Jul – 30 Sep 2023 – 3 months MEUR	Proportionate financials	Residual ownership for fully consolidated entities ¹	Elimination of equity consolidated entities ²	Consolidated financials
Revenue	3.6	0.0	-1.3	2.3
Other income	0.2	-0.1	-0.1	0.0
Operating expenses	-3.3	0.0	0.8	-2.5
General and administration expenses	-4.8	–	–	-4.8
Share in result of associates and joint ventures	–	–	-1.7	-1.7
EBITDA	-4.3	-0.1	-2.3	-6.7
Depreciation	-3.9	0.1	1.1	-2.7
Operating profit (EBIT)	-8.2	0.0	-1.2	-9.4
Net financial items	0.1	0.0	1.5	1.6
Tax	0.4	-0.1	-0.3	0.0
Net result	-7.7	-0.1	–	-7.8
<i>Attributable to:</i>				
Shareholders of the Parent Company	-7.7	–	–	-7.7
Non-controlling interest	–	-0.1	–	-0.1

¹ Residual ownership interests share of the proportionate financials in fully consolidated subsidiaries where Orrön Energy does not have 100 percent economic interest.

² Elimination of proportionate financials from equity consolidated entities adjusted for Orrön Energy's share of net income/loss.

Key Financial Data

Earnings per share: Net result attributable to shareholders of the Parent Company divided by the weighted average number of shares for the period.

Earnings per share – diluted: Net result attributable to shareholders of the Parent Company divided by the weighted average number of shares for the period after considering any dilution effect.

EBIT (Earnings Before Interest and Tax): Operating profit.

EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortisation): Operating profit before depreciation.

Equity ratio: Total equity divided by the balance sheet total.

Net debt/Net cash – Consolidated: Interest bearing loans and borrowings less cash and cash equivalents.

Net debt/Net cash – Proportionate: Net cash / Net debt – Consolidated less cash and cash equivalents of associates and joint ventures plus external interest bearing loans and borrowings of associates and joint ventures.

Return on equity: Net result divided by average total equity.

Return on capital employed: Income before tax plus interest expenses plus/less currency exchange differences on financial loans divided by the average capital employed (the average balance sheet total less non-interest bearing liabilities).

Weighted average number of shares for the period: The number of shares at the beginning of the period with changes in the number of shares weighted for the proportion of the period they are in issue.

Weighted average number of shares for the period – diluted: The number of shares at the beginning of the period with changes in the number of shares weighted for the proportion of the period they are in issue after considering any dilution effect.

Definitions and abbreviations

CHF	Swiss franc
EUR	Euro
NOK	Norwegian Krone
SEK	Swedish Krona
USD	US dollar
TSEK	Thousand SEK
TUSD	Thousand USD
MEUR	Million EUR
MSEK	Million SEK
MUSD	Million USD
BUSD	Billion USD

Industry related terms and measurements

GWh	Giga Watt hours
MWh	Mega Watt hours

Shareholders' information

Daniel Fitzgerald, CEO and Espen Hennie, CFO comment on the third quarter results 2023.

Listen to Daniel Fitzgerald, CEO and Espen Hennie, CFO commenting on the report and presenting the latest developments in Orrön Energy and its future growth strategy at a webcast held on 8 November 2023 at 14.00 CET. The presentation will be followed by a question-and-answer session.

Follow the presentation live on the below webcast link:

https://us06web.zoom.us/webinar/register/WN_m5K5BN5dRpWDFU25vbozg

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Financial Calendar

- | | |
|---|------------------|
| • Year end report 2023 | 14 February 2024 |
| • Annual and Sustainability report 2023 | 17 April 2024 |
| • Interim report for the first quarter of 2024 | 14 May 2024 |
| • Interim report for the second quarter of 2024 | 8 August 2024 |

The AGM will be held on 15 May 2024 in Stockholm, Sweden.

Forward-Looking Statements

Statements in this report relating to any future status or circumstances, including statements regarding future performance, growth and other trend projections are forward-looking statements. These statements may generally, but not always, be identified by the use of words such as “anticipate”, “believe”, “expect”, “intend”, “plan”, “seek”, “will”, “would” or similar expressions. By their nature, forward-looking statements involve risk and uncertainty because they relate to events and depend on circumstances that could occur in the future. There can be no assurance that actual results will not differ materially from those expressed or implied by these forward-looking statements due to several factors, many of which are outside the Company’s control. Any forward-looking statements in this report speak only as of the date on which the statements are made and the Company has no obligation (and undertakes no obligation) to update or revise any of them, whether as a result of new information, future events or otherwise



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