MPC ENERGY SOLUTIONS

FINANCIAL REPORT Q1 2024

MPC Energy Solutions N.V.

MPC ENERGY SOLUTIONS IS A FULL-CYCLE INDEPENDENT POWER PRODUCER (IPP)

MPC Energy Solutions (“MPCES”, “Company”, together with its subsidiaries “Group”, “we”) develops, builds, owns and operates renewable energy assets, including utility-scale solar photovoltaics (PV) and onshore wind farms, energy efficiency solutions and hybrid projects, combining renewable sources and storage technologies.

We generate and deliver clean and affordable energy to public and private commercial and industrial off-takers in developing markets, accelerating and driving the energy transition. To sell the energy we produce in our plants, we usually sign long-term power purchase agreements (PPA) which help us secure predictable cash flows for our projects while simultaneously allowing off-takers to purchase energy at reliable prices that are usually lower than the applicable tariffs from public utilities.

The Company is currently active in several countries across Latin America and the Caribbean.

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FINANCIAL DISCLAIMERS AND DEFINITIONS

Amounts reported in thousands or millions throughout this report are computed based on the underlying numbers in US dollars (USD). As a result, the sum of the components reported in the underlying numbers in USD may not equal the total amount reported in thousands or millions due to rounding. Certain columns and rows within tables may therefore not add up due to the use of rounded numbers. Percentages presented are calculated from the underlying numbers in dollars.

To supplement our audited consolidated financial statements presented on International Financing Reporting Standards (IFRS) basis, we disclose certain non-IFRS financial measures (Alternative Performance Measures, APM), including, without being limited to, proportionate energy output numbers, proportionate revenues, and proportionate earnings before interest, taxes, depreciation and amortization (EBITDA) and earnings before interest, taxes, and amortization (EBITA), including percentages and ratios derived from those measures.

The difference between consolidated values and proportionate values is explained by the following pro-rata considerations:

Project	Share considered to calculate consolidated values	Share considered to calculate proportionate values
Los Santos I, Mexico	100%	100%
Santa Rosa & Villa Sol, El Salvador	100%	100%
Neol CHP, Puerto Rico	100%	95%
Los Girasoles, Colombia	100%	100%
Planeta Rica, Colombia	0%	50%

Both EBITDA and EBITA are commonly used performance indicators in the Company's industry. These APMs are not necessarily in accordance with generally accepted accounting principles stipulated by IFRS and should not be considered in isolation from or as a replacement for the most directly comparable IFRS financial measures. Further, other companies may calculate these APMs differently than we do, which may limit the usefulness of those measures for comparative purposes.

Management uses supplemental APMs to evaluate performance period over period, to analyze the underlying trends in our business, to assess our performance relative to our competitors and to establish operational goals and forecasts that are used in allocating resources. In addition, management uses APMs to further its understanding of the performance of our operating projects and help isolate actual performance from adjustments required by accounting standards.

FORWARD-LOOKING STATEMENTS

Certain information and statements shared in this document, including financial estimates and comments about our plans, expectations, beliefs, or business prospects, and other information and statements that are not historical in nature, may constitute forward-looking statements under the securities laws. We make these statements based on our views and assumptions regarding future events and business performance at the time we make them.

We do not undertake any obligation to update these information and statements in the future. Forward-looking statements are subject to several risks and uncertainties, and actual results may differ materially from the results expressed or implied considering a variety of factors, including factors contained in our financial statements, filings, and other releases.

MPC ENERGY SOLUTIONS N.V.

MPC ENERGY SOLUTIONS IN BRIEF

MPCES was founded on 4 June 2020 as a Dutch public limited liability company incorporated in the Netherlands and governed by Dutch law. The Company is registered with the Dutch company register under the organization number 78205123, and its registered office is at Apollolaan 151, 1077 AR Amsterdam. MPCES has additional offices in Bogotá (Colombia) and Panama City (Panama).

The shares of the Company are listed on the Euronext Growth segment of the Oslo Stock Exchange under stock ticker MPCES (ISIN: NL0015268814).

Solar PV **Wind power** **Hybrid** **Energy Efficiency**

Q1 2024 RESULTS - SUMMARY

in million USD unless stated otherwise	Q1 2024	Q1 2023	Q1 2022
Installed capacity (MWp, proportionate, cumulated)	66	40	16
Energy output (GWh, proportionate, as invoiced)	30.0	15.8	5.5
Average revenue per MWh (USD, power-producing assets only)	77	88	96
Revenue (proportionate, project level)	2.8	1.7	0.5
EBITDA* (proportionate, project level)	1.8	0.7	0.3
EBITA* (proportionate, project level)	1.0	0.3	0.3
Revenue (consolidated, group level)	2.5	1.7	0.5
EBITDA* (consolidated, group level)	0.6	(0.7)	(0.8)
EBITA* (consolidated, group level)	(0.1)	(1.1)	(0.8)
Net income (consolidated, group level)	0.4	(1.1)	(1.3)
Earnings per share (EPS, basic and diluted, in USD)	0.02	(0.05)	(0.06)
Total assets (consolidated, group level)	124.4	130.0	125.4
Equity (consolidated, group level)	69.3	75.1	81.8
Equity ratio (consolidated, group level)	56%	58%	65%
Cash and cash equivalents (consolidated, group level)	18.3	17.7	42.9
Debt (consolidated, group level)	42.9	43.9	35.5
Free cash (corporate, excluding cash held in projects) *	12.0	11.1	22.3
Cash flow from operations	(0.4)	(2.1)	(2.7)
Cash flow from investing activities	(0.9)	(5.5)	(19.3)
Cash flow from financing activities	(0.7)	1.0	8.9
FX differences	(0.1)	0.1	(0.8)
Total cash flow for the period	**(2.1)**	**(6.5)**	**(14.0)**

Note: Rounding differences may occur.
* Please refer to the report of the Management Board for details.

Consolidated EBITDA reconciliation, in million USD	Q1 2024	Q1 2023	Q1 2022
Profit / (loss) before income tax (EBT)	(0.4)	(1.1)	(1.3)
Share of result in joint ventures	(0.2)	0.1	(0.1)
Financial income and expenses (incl. FX effects)	0.0	(0.6)	0.6
Amortization	0.3	0.4	-
Other income and expenses (non-operating)	0.2	0.0	-
EBITA*	**(0.1)**	**(1.1)**	**(0.8)**
Depreciation	0.8	0.4	0.0
EBITDA*	**0.6**	**(0.7)**	**(0.8)**

Note: Rounding differences may occur.
* For the definition of EBITDA and EBITA, please refer to our financial disclaimers and definitions made at the beginning of the annual report.

REPORT OF THE MANAGEMENT BOARD

FINANCIAL AND OPERATIONAL RESULTS

Project Performance – Proportionate Figures

In Q1 2024, MPCES generated and sold proportionate 30.0 GWh (Q1 2023: 15.8 GWh) of energy. The average revenue per MWh from power producing assets was around USD 77 (Q1 2024: USD 88 per MWh). The decrease in average revenue per MWh is diluted as we added more revenue generating projects to the portfolio that secured lower power prices than the fewer plants that were operational during Q1 2023.

The combined heat and power (CHP) plant Neol CHP in Puerto Rico did not generate energy output due to a lack of liquified natural gas which is to be provided by the off-taker. However, following the contractual terms, MPCES is still able to invoice a minimum amount to the off-taker even if the plant is not delivering energy. The corresponding revenues of USD 0.5 million were therefore not included when calculating the generated revenue per MWh from power-producing assets.

As of 31 March 2024, five projects are connected to the grid in Mexico, Puerto Rico, El Salvador, and Colombia and are generating revenues.

Project Performance – Proportionate Figures

consolidated, in thousand USD	Revenue (project level)	Cost of Sales (project level)	EBITDA (project level)	EBITDA margin (project level)
Q1 2024	2,532	(933)	1,599	63%
Q1 2023	1,674	(974)	700	42%
Q1 2022	544	(203)	342	63%
Relative change 2024 vs. 2023	+51%	-4%	+128%	-

Note: Rounding differences may occur.

Consolidated Income Statement

During Q1 2024, the Company generated revenues in the amount of USD 2.5 million (Q1 2023: USD 1.7 million). Cost of sales were USD 0.9 million (Q1 2023: USD 1.0 million). Personnel expenses of USD 0.4 million (Q1 2023: USD 0.7 million), other operating expenses of USD 0.5 million (Q1 2023: USD 0.8 million), and charges for depreciation and amortization of USD 1.1 million (Q1 2023: USD 0.7 million) led to an operating loss (EBIT) of USD 0.4 million (Q1 2023: negative USD 1.5 million). The net profit for the period was USD 0.4 million (Q1 2023: net loss of USD 1.1 million).

Overall, the greater number of operating power plants and the cost cutting measures implemented by the Company in late 2023 are reflected in the better financial performance compared to the previous year.

Consolidated Financial Position

As of 31 March 2023, MPCES had non-current assets of USD 97.1 million and current assets of USD 27.3 million, including cash and cash equivalents of USD 18.3 million (31 March 2023: USD 107.5 million, USD 22.5 million and USD 17.7 million, respectively). The equity position was USD 69.3 million, with non-current liabilities USD 47.8 million and current liabilities of USD 7.2 million (31 March 2023: USD 75.1 million, USD 48.9 million and USD 6.0 million, respectively). The non-current liabilities mainly relate to non-recourse project finance debt for Los Santos I (Mexico) and Santa Rosa & Villa Sol (El Salvador).

Consolidated Cash Flow

MPCES recorded negative operating cash flows of USD 0.4 million in Q1 of 2024 (Q1 2023: negative USD 2.1 million), as well as negative cash flows from investing activities of USD 0.9 million (Q1 2023: negative USD 5.5 million) and negative cash flows from financing activities in the amount of USD 0.7 million (Q1 2023: USD 1.0 million). Including effects from currency translations, the total negative cash flow in Q1 2024 was USD 2.1 million (Q1 2023: negative USD 6.5 million).

Free Cash Position

We ended Q1 2024 with a free cash position of USD 12.0 million. We define free cash as funds available for immediate deployment for project investments, project development and group overhead. This figure excludes cash available in our project companies as well as cash deposited as collateral to secure project-related bank guarantees.

in thousand USD	31.03.2024	31.12.2023
Consolidated group cash position	18,309	20,483
Restricted deposits	(1,881)	(1,991)
Cash held in consolidated project entities	(4,412)	(3,721)
Free cash position of the group	**12,016**	**14,771**

Note: Rounding differences may occur.

RISK FACTORS

Risk Management

The Group is exposed to a variety of risks which may or may not materialize and could potentially have an adverse effect on the Group's business and prospects. It is considered practically impossible to generate risk-free profits systematically and sustainably, as risks are part of every company's business activity. Therefore, identifying and mitigating risks is among the most important entrepreneurial duties.

For a detailed overview of the Company's risks and risk assessment, please refer to our Annual Report 2023.

Improvements on the Risk Management System

The Company regularly reviews its methodology of risk management to check whether it meets the current needs and requirements of the Management Board. As part of this review, MPCES evaluates its internal controls and systems for risk management and updates them where needed and encourages employees to actively contribute to the improvement of the Company's risk management system and policies.

MANAGEMENT BOARD

As of 31 March 2024, the Group's Chief Financial Officer (CFO), Stefan H.A. Meichsner, is the only member of the Management Board. He is currently also acting as Interim-CEO of the Group.

The Group aims to provide equal opportunities to men and women when selecting new board members with a target of having women represent at least one third of its members of the Management Board in future.

GOING CONCERN

In preparing the consolidated financial statements, the Management Board is 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 it is expected to liquidate the Company or to cease its operations.

Assessing whether going concern is the correct presumption requires judgement by the Management Board on different matters concerning the Company's ability to continue its operations in the future. This judgement is based on the financial position of the Company, the Company's existing operational projects, projects under construction and the project development backlog, business opportunities and financial projections. Since the Company is not yet generating positive cash flows, the uncertainty of maintaining sufficient liquidity to support the going concern assumption has been assessed. Based on internal financial projections and preparations made to secure additional funding from external sources (asset sales, equity and debt), as well as the fact that the Company has currently no long-term debt on corporate level, the Management Board currently sees no significant risk materializing from this uncertainty.

EVENTS AFTER THE REPORTING DATE

There are not events to report.

CONSOLIDATED FINANCIAL STATEMENTS

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Consolidated Statement of Financial Position

for the first quarter ended 31 March, unaudited
(before appropriation of results)

in thousands USD	Notes	31.03.2024	31.12.2023
Intangible Assets	1	18,060	18,198
Property, plant and equipment		61,839	¬62,313
Right-of-use assets		1,633	1,810
Investments in joint ventures		564	367
Financial assets		15,006	14,191
Non-current assets		**97,102**	**96,879**
Trade and other receivables		5,516	5,569
Prepayments and accrued income		96	167
Deferred tax assets		3,397	-
Cash and cash equivalents	2	18,309	20,483
Current assets		**27,318**	**26,219**
Total assets		**124,420**	**123,098**
Shareholder equity		69,156	69,285
Non-controlling interest		154	149
Equity		**69,310**	**69,434**
Project finance loans	3	40,347	40,729
Lease liabilities		1,548	1,851
Deferred tax liabilities		5,810	3,307
Provisions		172	173
Non-current liabilities		**47,877**	**46,060**
Trade and other payables		2,330	2,314
Payables to related parties		132	265
Project finance loans	3	2,531	3,107
Lease liabilities		284	226
Taxes and other social securities		1,904	1,557
Accruals and deferred income		52	135
Current liabilities		**7,233**	**7,604**
Total equity and liabilities		**124,420**	**123,098**

Note: Rounding differences may occur.

Consolidated Income Statement

for the first quarter ended 31 March, unaudited

in thousands USD	Q1 2024	FY2023
Revenue	2,532	9,092
Cost of sales	(933)	(4,690)
Employee expenses	(441)	(1,948)
Other operating expenses	(533)	(3,164)
Depreciation, amortization, and impairment charges	(1,059)	(6,965)
Operating income (EBIT)	**(434)**	**(7,675)**
Gain from bargain purchases	-	143
Other income and expenses	(171)	(994)
Financial result (incl. FX effects)	392	355
Share of result of joint ventures	209	(1,676)
Profit / (loss) before income tax	**(421)**	**(9,847)**
Income tax expenses	864	1,345
Net profit / (loss) for the period	**443**	**(8,502)**
Attributable to common equity holders of the Company	439	(8,486)
Attributable to non-controlling interest	4	(16)
Weighted average shares outstanding	22,250,000	22,250,000
Basic EPS	0.02	(0.38)
Diluted EPS	0.02	(0.38)

Note: Rounding differences may occur.

Consolidated Statement of Cash Flows

for the first quarter ended 31 March, unaudited

in thousand USD	Notes	Q1 2024	FY2023
Profit / (loss) before income tax		**(421)**	**(9,847)**
Depreciation, amortization, and impairment charges		1,059	6,965
Gain from bargain purchases		-	(143)
Adjustments to working capital		80	739
- net changes in current assets		124	(2,231)
- net changes in current liabilities		(44)	2,970
Financial result (incl. share of result from joint ventures)		(184)	1,321
Interest received		162	76
Interest paid		(1,105)	(2,762)
Income tax paid		-	(299)
Cash flow from operating activities		**(409)**	**(3,950)**
Investments in property, plant and equipment		(293)	(7,664)
Land purchases		-	-
Investments in intangible assets		(66)	(1,331)
Investments in right-of-use assets		-	-
Acquisition of subsidiaries, net of cash acquired		-	143
Investments in financial assets (equity instruments)		-	-
Investments in financial assets (debt instruments)		(574)	(2,145)
Investments in joint ventures		-	10,719
Cash flow from investment activities		**(933)**	**(278)**
Proceeds from issuance of share capital		-	-
Proceeds from the issuance of common shares		-	-
Proceeds from project finance loans	3	-	2,419
Repayment of project finance loans	3	(677)	(1,890)
Other net borrowing activities		-	-
Lease payments		(60)	(118)
Cash flow from financing activities		**(737)**	**411**
Net change in cash and cash equivalents		**(2,079)**	**(3,817)**
Effects of currency translation		(95)	125
Cash and cash equivalents at the beginning of the period		20,483	24,175
Cash and cash equivalents at the end of the period		**18,309**	**20,483**

Note: Rounding differences may occur.

Notes to the Consolidated Financial Statements

GENERAL

Company profile

As an integrated full-cycle independent power producer (IPP), the principal activities of the Company and its subsidiaries are to develop, build, own, and operate renewable energy projects. This includes, without being limited to, solar and wind farms, energy efficiency solutions and hybrid installations.

The registered and actual address of MPC Energy Solutions N.V. is Apollolaan 151, 1077 AR Amsterdam, the Netherlands. The Company is registered at the Dutch chamber of commerce under number 78205123. The Company was incorporated on 4 June 2020. MPCES has additional offices in Bogotá (Colombia) and Panama City (Panama).

Following a private placement of shares on 22 January 2021, the shares of the Company were listed in the Euronext Growth segment of the Oslo Stock Exchange.

Going concern

In preparing the consolidated financial statements, the Management Board is 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 it is expected to liquidate the Company or to cease its operations.

Assessing whether going concern is the correct presumption requires judgement by the Management Board on different matters concerning the Company's ability to continue its operations in the future. This judgement is based on the financial position of the Company, the Company's existing operational projects, projects under construction and the project development backlog, business opportunities and financial projections. Since the Company is not yet generating positive cash flows, the uncertainty of maintaining sufficient liquidity to support the going concern assumption has been assessed. Based on internal financial projections and preparations made to secure additional funding from external sources (asset sales, equity and debt), as well as the fact that the Company has currently no long-term debt on corporate level, the Management Board currently sees no significant risk materializing from this uncertainty.

Reporting Period

The Company's financial year corresponds to the calendar year.

IFRS

The consolidated financial statements have been prepared in accordance with IFRS as adopted by the European Union and comply with the financial reporting requirements included in Part 9 of Book 2 of the Dutch Civil Code.

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

The consolidated financial statements are presented in USD. All financial information presented in USD has been rounded to the nearest thousand USD unless indicated otherwise.

New and Amended Standards and Interpretations

The Group's intention is to adopt the relevant new and amended standards and interpretations when they become effective, subject to European Union approval before the consolidated financial statements are issued.

New and amended standards as per 1 January 2024 had no impact on the consolidated financial statements. New and amended standards not yet effective are not expected to have a significant impact on the consolidated financial statements of the Group neither.

NOTES TO THE CONSOLIDATED FINANCIAL POSITION, CONSOLIDATED INCOME STATEMENT AND CONSLIDATED STATEMENT OF CASH FLOWS

1. Intangible Assets

in thousand USD	31.03.2024	31.12.2023
Capitalized development expenses	3,520	3,378
Power purchase agreements	14,483	14,762
Other intangible assets	58	58
Total intangible assets	**18,060**	**18,198**

Please refer to the Group’s accounting principles in the Annual Report 2023 for additional information on our accounting treatment with regards to capitalizing development expenses.

2. Cash and Cash Equivalents

in thousand USD	31.03.2024	31.12.2023
Bank deposits and cash in hand	16,428	18,492
Restricted deposits and margin accounts	1,881	1,991
Total cash and cash equivalents	**18,309**	**20,483**

The Group in some cases provides cash collateral for guarantees to secure power grid connections, tenders, and obligations under supply agreements and power purchase agreements. Such collateral is disclosed as restricted deposits.

The Group also conducts energy trading activities in Colombia, which may include the use of futures contracts. A deposit of cash as collateral is required to cover the risk on such transactions. Such collateral held in “margin accounts” is also disclosed as restricted deposits.

3. Project Finance Loans

in thousand USD	31.03.2024	31.12.2023
Current portion of project finance loans	2,531	3,107
Non-current portion of project finance loans	40,347	40,729
Total project finance loans	**42,878**	**43,836**
Project breakdown:		
Bonilla Zelaya Ingenieros Constructores SA de CV, El Salvador	18,403	18,764
Los Santos I SAPI de CV, Mexico	24,475	25,072
Total project finance loans	**42,878**	**43,836**

The Group includes non-recourse financing structure in its projects, with loans being provided by commercial banks or development banks with tenors usually tied to the tenor of the respective project's power purchase agreement(s).

For its project Santa Rosa & Villa Sol, El Salvador, which is owned and operated by Bonilla Zelaya Ingenieros Constructores SA de CV, a loan is being provided by Banco Agricola, a member of the Bancolombia Group. The loan is USD-denominated, has a tenor of 15 years and an interest rate of 3-month SOFR plus 4,75%.

The solar PV plant Los Santos I SAPI de CV, Mexico, has secured loans from the North American Development Bank (NADB) and the Development Finance Corporation (DFC), which each provide around 50% of the total outstanding debt. The loans originally had a tenor of 17 years and 20 years, respectively, and will mature in March 2034 and March 2037. Repayments are made semi-annually. The interest rates on both loans are fixed at 4.87% (NADB) and 4.9% (DFC) until 2025, after which the rates will increase by 25 bps for each of the two loans and remain fixed until 2030. The loans' interest rates will then increase by another 25 bps each until the end of the respective loan tenors.

COMMITMENTS

The Group has the following off-balance sheet commitments as of 31 March 2024:

The share purchase agreement with the sellers of Bonilla Zelaya Ingenieros Constructores SA de CV (El Salvador) contains provisions regarding contingent purchase price payments depending on the commercial success of the project. Such contingent purchase price payments may accumulate to a maximum total amount of USD 6.9 million until 2043. The amount disclosed here refers to the part of the potential liabilities that we currently deem as improbable to be paid in the future.

EVENTS AFTER THE REPORTING DATE

There are no events to report.

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