COURTESY TRANSLATION CONSOLIDATED FINANCIAL STATEMENTS

Consolidated Financial Statements

Enapter AG
2024

Enapter

Contents

Enapter at a glance

Enapter is a company that makes a significant contribution to decarbonising the global economy and stabilising the energy industry. We see the decentralised production and use of green hydrogen as an indispensable part of our mission. Enapter designs and produces hydrogen generators based on a patented anion exchange membrane electrolysis (AEM electrolysis) and pursues the vision of completely replacing fossil fuels with green hydrogen.

Our corporate purpose is the production of AEM electrolysers. We are the technological and commercial leader in this segment and aim to continuously extend this lead. Our AEM electrolysers with our patented dry cathode do not rely on the use of iridium or platinum group metals, which is why we expect AEM electrolysis to be the most cost-effective of all electrolysis technologies. This means that hydrogen from our electrolysers can be cheaper than using fossil fuels.

Enapter AG acts as a holding company that provides financial, management and functional services for the subsidiaries Enapter S.r.l., Crespina Lorenzana (Pisa), Italy, Enapter GmbH, Berlin, Enapter Immobilien GmbH, Saerbeck, and Enapter Thailand Co. Ltd, Chiang Mai.

We are listed on the Frankfurt and Hamburg stock exchanges (General Standard, regulated market, ISIN DE000A255G02, WKN A255G02, Bloomberg ticker H2O).

We produce our electrolysers at our site in Pisa, Italy. In order to internationalise and scale our business even faster, we have entered into a partnership for the USA and established a joint venture with the Chinese industrial company Wolong at the beginning of 2024. We are striving for further strategic partnerships.

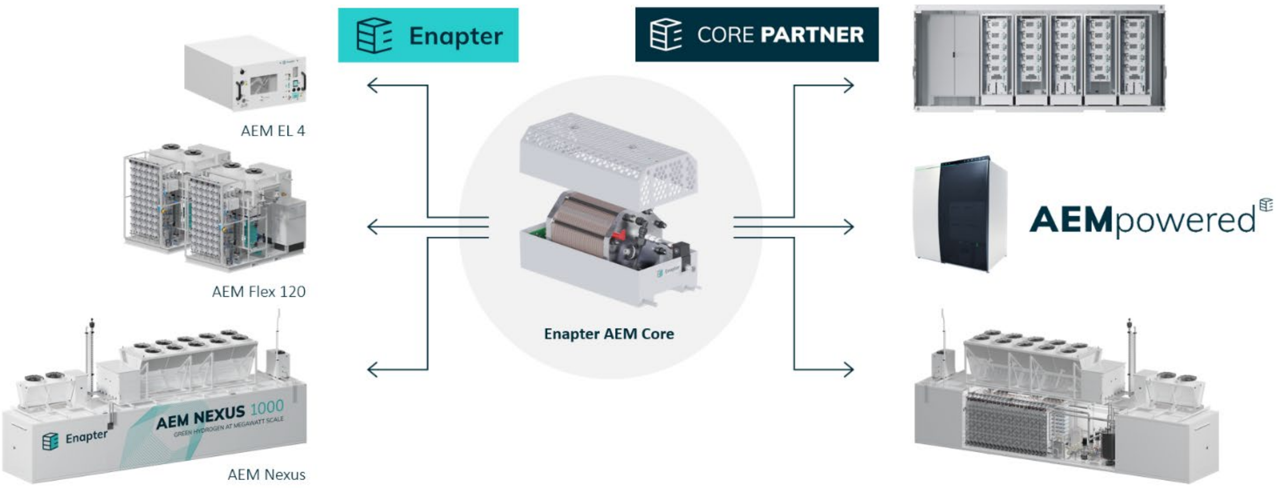
The Enapter share

Information on the share	
ISIN	DE000A255G02
WKN	A255G02
Bloomberg Ticker	H2O
Shares issued	29.072.934
Stock exchange segment	Regulated market /General Standard
Country	Germany
Sector / Subsector	Cleantech / Hydrogen
Shareholders	Blugreen Company Ltd/Sebastian-Justus Schmidt 47.60%, Svelland Global Trading Master Fund 15.27%, Morgan Stanley 5.04%, Sergei Storozhenko 4.41%, CVI Investment (Jeffrey Yass), Johnson Matthey 3.62%, Wolong 1. (as at 25 April 2025)

Product-orientated platform strategy

Enapter is the market leader in the field of AEM electrolysers - innovative devices that produce green hydrogen. The company's patented and proven anion exchange membrane (AEM) technology dispenses with expensive and rare raw materials and, thanks to its modular design, maximises the yield from fluctuating renewable energies such as solar and wind, thus enabling highly efficient production of green hydrogen.

Thanks to our modular product approach, our AEM stacks ("cores") can be used as 'minimum modular units' in systems of different sizes. This means that we build different products on a single core design. We use these both in single-core electrolysers (AEM Singlecore/EL) and in our AEM Nexus and AEM Flex multi-core electrolysers (AEM Multicore/MC), covering projects from the single-kilowatt to the multi-megawatt range.



We specialise in the manufacture of AEM stacks and electrolysers. In addition to the hardware solutions, Enapter offers the Energy Management System (EMS) Toolkit. This toolkit enables easy integration and automation of hydrogen production into existing energy systems. It optimises the use of renewable energies, improves efficiency and enables remote monitoring and control of the electrolysers.

Our Technical Service Team advises customers on project design and, as part of the Core Programme, on the production of customer-specific system solutions in the megawatt range. Our international partner network also integrates these systems. Our electrolysers are used by around 360 customers in over 55 countries in the fields of energy storage, industrial applications, refuelling, power-to-X and research.

This report

This annual report contains the combined management report for the 2024 financial year and the consolidated financial statements as at 31 December 2024 of Enapter AG ("Company") and its subsidiaries ("Enapter Group", "Enapter Group", "the Company" or "we").

The summarised Group management report contains information about the Enapter Group as well as the management report of Enapter AG.

The consolidated financial statements were prepared in accordance with the International Financial Reporting Standards (IFRS), as published by the International Accounting Standards Board (IASB) and applicable in the European Union (EU), as well as the additional requirements of German commercial law pursuant to Section 315e (1) of the German Commercial Code (HGB). The combined Group management report for the 2024 financial year and the consolidated financial statements as at 31 December 2024 were audited by MSW GmbH Wirtschaftsprüfungsgesellschaft, Berlin.

The remuneration report of Enapter AG in accordance with Section 162 AktG has been made publicly available on the company's website (https://enapterag.de/corporate-governance/).

The corporate governance declaration in accordance with Section 289f and Section 315d of the German Commercial Code (HGB) has been made publicly available on the company's website (https://enapterag.de/corporate-governance/).

The declaration of compliance by the Management Board and Supervisory Board with the recommendations of the Government Commission on the German Corporate Governance Code (GCGC) in accordance with Section 161 of the German Stock Corporation Act (AktG) has been made permanently available to the public on the company's website (https://enapterag.de/corporate-governance/).

Our voluntarily prepared sustainability reports are available on the company's website in the "Investor Relations" section under "Sustainability Reports" (https://enapterag.de/nachhaltigkeitsberichte/). With these reports, Enapter makes key environmental, social and governance (ESG) figures publicly available in accordance with the standard and methodology of the Sustainability Accounting Standards Board (SASB). The reports contain information on the results of the company's activities in the area of sustainability

Foreword by the Executive Board

Ladies and Gentlemen,
Dear Shareholders

The 2024 financial year was a year full of decisive decisions and dynamic growth for the Enapter Group. We took important steps towards scaling our business model internationally and at the same time made significant progress in the commercialisation of our innovative AEM electrolysis technology.

One milestone was the establishment of our joint venture with the Wolong Electric Group in China. This partnership significantly expands the cooperation agreed in the previous year and enables us to optimise the industrial design of our electrolysers as well as to tap into the rapidly growing Chinese market through local production.

At the same time, we recorded an exceptionally strong order intake in the first quarter of 2024, primarily from Europe. We also successfully expanded our activities in the USA with our sales partner Clean H2 Inc. Clean H2 was able to acquire orders totalling 2.3 MW in a short space of time and build up a promising sales pipeline. Global growth in megawatt-class multi-core electrolyser segment was particularly pleasing - evidence of the increasing demand for industrial hydrogen solutions worldwide.

Strategically, we have sharpened our focus and will in future concentrate more on our core technology, the so-called stack or core - the centrepiece of every AEM electrolyser. With the new core partner strategy, we are enabling industrial partners to use our patented AEM stacks in their own electrolysis systems. We gained our first core partner, Adsensys B.V., in autumn 2024.

Financially, we successfully raised additional funds through a capital increase and extended the term of our existing financing in order to secure our growth strategy.

At the end of 2024, we can look back on a record year in terms of incoming orders, particularly in the Italian market, where we will supply megawatt electrolysers to various projects within the state-subsidised "Hydrogen Valleys". The high global demand for our products, particularly from Europe, China, Japan and the USA, confirms that we are on the right track.

We would like to thank our employees for their spirit and commitment, our partners for the trust they have placed in us and our shareholders for their support on our journey to establish Enapter as the leading provider of green hydrogen technology worldwide.

We look forward to continuing on this successful path together with you.

For the Executive Board

Dr Jürgen Laakmann, CEO
Gerrit Kaufhold, CFO
Ivan Gruber, CTO/COO

Report of the Supervisory Board

for the financial year from 1 January 2024 to 31 December 2024

The Supervisory Board of Enapter AG submits the following report to the Annual General Meeting in accordance with Section 171 AktG regarding the 2024 financial year.

1. Introduction

The 2024 financial year was another very eventful one for the Enapter Group. The Supervisory Board of Enapter AG is particularly pleased that the product range has been significantly expanded and the number of devices in the field has continued to increase significantly. Other significant milestones included the appointment of Mr Ivan Gruber as CTO / COO and the raising of additional funds.

2. Members and meetings

In the 2024 financial year, the company's Supervisory Board consisted of Mr Armin Steiner (Chairman), Mr Ragnar Kruse (Deputy Chairman), Ms Eva Katheder and Prof Dr Christof Wetter. Ms Eva Katheder was newly elected to the Supervisory Board at the Annual General Meeting on 20 June 2024.

The Supervisory Board held 12 meetings in the 2024 financial year, mainly as video conferences.

With the exception of the legally required Audit Committee, the Supervisory Board has refrained from forming committees due to the size of the Board.

There were no conflicts of interest for members of the Supervisory Board in the 2024 financial year.

3. Report of the Supervisory Board on its activities

In the 2024 financial year, the Supervisory Board performed the duties and tasks incumbent upon it in accordance with the law and the Articles of Association and dealt with the economic and financial situation of the company during the 2024 financial year. It also monitored and advised the Executive Board on the management of the company. In accordance with Section 90 of the German Stock Corporation Act (AktG), the Executive Board regularly informed the Supervisory Board promptly and comprehensively about the key aspects of business development and the economic situation of the company.

The Management Board coordinated the strategic direction of the company with the Supervisory Board in the 2024 financial year. The Supervisory Board was involved in all key decisions of fundamental importance to Enapter AG and passed the resolutions required by law and the Articles of Association.

The Supervisory Board paid particular attention to the following matters in the 2024 financial year:

- Achieving the planned production volumes and thus also the planned sales revenue
- Product quality
- R&D, such as the further development of the multicore, the frame products and the new stack
- Securing the Group's financing through equity and debt capital
- Examination of entering into strategic partnerships
- Building up the sales pipeline in order to achieve the ambitious medium-term planning targets
- Appointment of a new member of the Executive Board (CTO / COO)
- Planning for 2025 and medium-term planning beyond that up to break-even

Communication between the Management Board and the Supervisory Board was direct and constructive.

Individual members of the Supervisory Board were also informed outside of Supervisory Board meetings in accordance with their particular expertise in advising Enapter AG and were available to the Management Board in an advisory capacity.

In the 2024 financial year, the Supervisory Board satisfied itself of the legality of corporate governance at Enapter AG through discussions with the Management Board and the auditor. It ensured that the Management Board, for its part, effectively monitors the correct behaviour of Enapter AG's employees. As in the previous year, a process for monitoring the financial statements was set up that includes coordination / reports on the progress of the audit activities between representatives of the Supervisory Board and the auditor to accompany the audit of the annual financial statements. Conflicts of interest of members of the Executive Board and Supervisory Board, which must be disclosed to the Supervisory Board without delay and about which the Annual General Meeting would have to be informed, did not arise in the 2024 reporting year.

The Supervisory Board and Management Board last issued a joint declaration of compliance in accordance with Section 161 AktG in April 2025, which was published on the company's website.

4. Management Board

Dr Jürgen Laakmann and Mr Gerrit Kaufhold were members of the Executive Board of Enapter AG for the entire 2024 financial year. Mr Ivan Gruber was a member of the Management Board of Enapter AG from 1 September 2024 to 31 December 2024.

5. Annual and consolidated financial statements as at 31 December 2024 and combined management report

MSW GmbH Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Berlin, audited the annual financial statements prepared in accordance with the German Commercial Code (HGB), the consolidated financial statements prepared in accordance with the applicable International Financial Reporting Standards (IFRS) as at 31 December 2024 and the combined management report for the 2024 financial year of Enapter AG. The audit opinion was issued without qualification. The audited annual financial statements, consolidated financial statements and summarised management report as well as the audit reports were made available to the Supervisory Board. The Supervisory Board discussed the annual financial statements and the consolidated financial statements of Enapter AG as at 31 December 2024 and the combined management report for Enapter AG as well as the auditor's reports in detail with the Management Board and the auditor at the balance sheet meeting and, based on the comprehensive information provided by the auditor and its own review, agrees with the audit results.

In the summarised management report, the assessments made by the Management Board for Enapter AG are consistent with the reports submitted to the Supervisory Board during the year. Based on its own assessment of the situation of Enapter AG and its own forecast for the future development of Enapter AG, the Supervisory Board comes to the same conclusions. From the Supervisory Board's perspective, the management report presents a realistic picture of Enapter AG's situation and its prospects.

6. Dependency report

In accordance with Section 312 AktG, the Executive Board has prepared a report on the company's relationships with affiliated companies for the financial year from 1 January 2024 to 31 December 2024 (dependent company report).

The company's auditor for the financial year ending 31 December 2024, MSW GmbH Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Berlin, audited the dependent company report and issued an unqualified audit opinion. The audit certificate reads verbatim:

"Following our audit and assessment in accordance with professional standards, we confirm that

1. the actual information in the report is correct and
2. the consideration paid by the company for the legal transactions listed in the report was not unreasonably high."

The dependent company report and the corresponding audit report by the auditor were forwarded to the Supervisory Board. The Supervisory Board examined both reports and concurred with the results of the audit by the auditor. The Supervisory Board has no objections.

7. Remuneration report

The remuneration report of Enapter AG in accordance with Section 162 AktG has been made publicly available on the company's website
(https://enapterag.de/corporate-governance).

8. Final declaration

Following the final result of the Supervisory Board's review of the annual financial statements, the consolidated financial statements and the combined management report of Enapter AG as at 31 December 2024, the Supervisory Board has no objections to raise.

The annual financial statements of Enapter AG as at 31 December 2024, together with the combined management report, as prepared by the Management Board and audited by MSW GmbH Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Berlin, which issued an unqualified audit opinion, were approved by the Supervisory Board at its meeting on 25 April 2024 in accordance with Sections 171 (1) and 172 AktG. The annual financial statements are thus adopted. The consolidated financial statements of Enapter AG as at 31 December 2024 and the combined management report were also approved at the meeting on 24 April 2025 in the version prepared by the Management Board and audited by MSW GmbH Wirtschaftsprüfungsgesellschaft Steuerberatungsgesellschaft, Berlin, which issued an unqualified audit opinion.

Following the final result of the Supervisory Board's review of the dependent company report, there are no objections to be raised against the declaration by the Management Board at the end of the dependent company report.

9. Acknowledgement

The Supervisory Board would like to thank the Management Board and all employees for their extraordinary commitment to the Group over the past year. Important milestones were the further securing of financing, a significant increase in incoming orders, intensive work on product quality and an increase in production.

The Supervisory Board would also like to thank all customers, business partners and shareholders for the trust they have placed in the company. The general conditions for the future economic development of the Group are promising; the demand for green hydrogen and the devices that produce it is expected to be high in the coming years. The main challenge for Enapter will be to continue to significantly expand production and sales in general and to secure further financing for the company until break-even.

Berlin, 24 April 2025

The Supervisory Board

signed. Armin Steiner

as Chairman of the Supervisory Board for the Supervisory Board

Summarised management report of Enapter AG and the Enapter

from 1 January to 31 December 2024

1

Summarised management report of Enapter AG and the Enapter Group

for the financial year from 1 January to 31 December 2024 of Enapter AG, Heidelberg and the Enapter Group

Fundamentals of the company and the Group

Reporting company

Enapter AG is a stock corporation under German law (hereinafter "Enapter AG") with its registered office in Düsseldorf and registered in the commercial register at Düsseldorf Local Court under the number HRB 104171. The business address is Glockengießerwall 3 in 20095 Hamburg.

As at 31 December 2024, Enapter AG had share capital of EUR 29,072,934.00, which is represented by 29,072,934 no-par value bearer shares. The shares are admitted to the regulated market of the Frankfurt and Hamburg stock exchanges. The ISIN for the listed shares (International Securities Identification Number) is DE000A255G02, the securities identification number is WKN A255G0 and the stock exchange symbol is H2O.

Enapter AG acts as an investment company that provides management and functional services for the subsidiaries it controls (hereinafter referred to as "Enapter" or "Group" or "Group of Companies"). It is also responsible for financing the Group. Enapter S.r.l., Crespina Lorenzana (Pisa), Italy, Enapter GmbH, Berlin, Enapter Immobilien GmbH, Saerbeck, Enapter Thailand Co. Ltd, Chiang Mai, are included in the consolidated financial statements as affiliated companies. Enapter LLC, St. Petersburg, is no longer included as it had ceased operations and is being liquidated.

Distinction between parent company and group

In order to clarify which information relates to the parent company and which relates to the group of companies, "Enapter AG" is always used for the parent company. The terms "Enapter", "Group" or "Group" or "group of companies" are used for disclosures relating to the Group. Where the above distinctions do not apply and no other separate references are made, the information relates equally to the group of companies and the parent company.

Business activities

Enapter is the market leader in the field of AEM electrolysers - innovative devices that produce green hydrogen. The company's patented and proven anion exchange membrane (AEM) technology dispenses with expensive and rare raw materials such as iridium and, thanks to its unique modular design, enables maximum yield from fluctuating renewable energies such as solar and wind and thus highly efficient production of green hydrogen. Thousands of Enapter AEM electrolysers are already in use at around 360 customers in more than 55 countries in the fields of energy storage, industrial applications, refuelling, power-to-X and research.

Enapter's product range includes modular systems that enable flexible and scalable production of green hydrogen. Thanks to the modular product approach, our AEM stacks ("cores") can be used as minimum modular units in systems of different sizes. This means that we build different products on a single core design. We use these in both single-core electrolysers (EL) and multi-core electrolysers (AEM Flex/AEM Nexus), covering projects from the single-kilowatt to the multi-megawatt range.

AEM EL 4 electrolyser

The AEM EL 4 electrolyser is a compact system for entry-level hydrogen production. It is suitable both for pilot projects and for modular expansion into larger systems. Several of these units can be combined to scale the hydrogen demand accordingly.

AEM Flex 120

The AEM Flex 120 is a flexible, turnkey system developed for industrial applications. It can produce around 53 kg of hydrogen per day, which corresponds to a nominal output of 120 kW. The system delivers hydrogen with a purity of 99.999% (when using an optional dryer) and an output pressure of 35 bar. The AEM Flex 120 enables rapid implementation of hydrogen projects and is customisable to specific requirements.

AEM Nexus

For larger-scale hydrogen projects, Enapter offers the AEM Nexus, a multi-core electrolysis system for applications in the megawatt range. This system combines several AEM stacks into one unit and can produce up to 450kg of hydrogen per day. The AEM Nexus is ideal for industrial applications and large energy projects that require a significant amount of green hydrogen.

Energy Management System Toolkit

In addition to the hardware solutions, Enapter offers the Energy Management System (EMS) Toolkit. This toolkit enables the simple integration and automation of hydrogen production in existing energy systems. It optimises the use of renewable energies, improves efficiency and enables remote monitoring and control of the electrolysers.

Research and development, patents

Enapter holds a large number of patents and pending patent applications. One of the most important granted patent families relates to dry cathode AEM technology, specifically the "Device for the on-demand production of hydrogen by electrolysis of aqueous solutions using a dry cathode". This patent is valid and in force in large parts of Europe, China, the USA and India. It provides Enapter with comprehensive legal protection for its AEM electrolysis technology, as the granted patent is not limited to a specific membrane type of AEM or catalyst formulation, but applies to all AEM electrolysis applications using a dry cathode. New patent applications have been filed to cover the further development of the dry cathode patent and to extend protection beyond 2030 when the original dry cathode patent family expires. These applications have been accepted by the patent offices of the UK, Japan, India and Eurasia, which is a strong indicator of likely success in other jurisdictions. On this basis, Enapter expects to be able to maintain patent protection until 2040. In addition to the two dry cathode patent families, Enapter has been granted patents in at least one jurisdiction in six additional patent families. These additional patents relate to the electrolyte tank, an electrochemical hydrogen compressor, a proprietary membrane, an electrochemical oxygen compressor and a control system and method for controlling a microgrid. Enapter has also filed further patent applications covering additional variants of its dry cathode electrolyser, new models and product lines such as multi-core electrolysers and improved stacks, as well as specific components including: the gas block, the back pressure flow suppression system and the orifice check valve, as well as software solutions such as the dryer control network, electrolyte regeneration techniques, and membrane development.

The research and development of our stacks and electrolysers is carried out at our site in Pisa, Italy, and at the Enapter Campus in Saerbeck, Germany.

The Enapter Group employed an average of 66 people in research and development in 2024 (previous year: 63).

Expenditure on research and development in 2024 amounted to around EUR 4.9 million (previous year: around EUR 5.5 million), or around 28% of product sales (previous year: 33%).

Corporate management

The company is managed on the basis of monthly integrated planning, consisting of an income statement, balance sheet and cash flow statement. The key figures and significant financial performance indicators are sales revenue, order backlog, EBITDA and liquidity development.

Enapter AG calculates EBITDA as a key performance indicator with the aim of demonstrating the Group's earning power and enabling comparability over time and in an industry comparison. EBITDA is defined as earnings before interest, taxes, depreciation and amortisation and is calculated as earnings before taxes plus interest and similar expenses less other interest and similar income plus depreciation and amortisation. In addition to the financial result and taxes, this key performance indicator also neutralises distorting effects on operating activities that may arise from different depreciation and amortisation methods and valuation margins.

The financial performance indicators are continuously managed and monitored by the Executive Board. Integrated reporting is made available to the company's Supervisory Board on a monthly basis.

Financial year

Enapter AG's financial year began on 1 January 2024 and ended on 31 December 2024.

Accounting and auditing

Enapter AG prepares its consolidated financial statements in accordance with the applicable provisions of the International Financial Reporting Standards (IFRS), as adopted by the EU, and the additional requirements of German commercial law pursuant to Section 315e (1) of the German Commercial Code (HGB). The separate financial statements are prepared in accordance with the provisions of the German Commercial Code (HGB).

For the 2024 financial year, use was made of the option of a summarised management report (hereinafter also referred to as the "management report"). In this respect, this management report summarises the management report of Enapter AG and the Group management report of the corporate group and was prepared in accordance with Sections 289, 289a, 289f, 315, 315a and 315d HGB.

On 20 June 2024, the Annual General Meeting elected MSW GmbH Wirtschaftsprüfungsgesellschaft, Berlin, as the auditor for the annual and consolidated financial statements for the 2024 financial year. There are no business, personal, financial or other relationships between the auditing company, its executive bodies and audit managers on the one hand and Enapter on the other that could give rise to doubts about the independence of the auditors. MSW GmbH Wirtschaftsprüfungsgesellschaft did not participate in the accounting or the preparation of the annual or consolidated financial statements of Enapter.

The valuation of assets and liabilities is based on the assumption that the company will continue as a going concern.

Rounding differences

Unless otherwise stated, all amounts are shown in thousands of euros (EUR thousand). For computational reasons, rounding differences of +/- one unit (EUR thousand, %, etc.) may occur in the information presented in these financial statements.

Forward-looking statements

This management report contains forward-looking statements. These statements reflect our own judgements and assumptions - including those of third parties (such as statistical data relating to the industry and global economic developments) - at the time they were made or at the date of this report. Forward-looking statements are always subject to uncertainties. If the estimates and assumptions prove to be incorrect or only partially correct, the actual results may differ - even significantly - from expectations.

General economic conditions and business performance

Economic framework conditions

In 2024, the Enapter Group generated its product sales primarily in Germany, Italy, other European countries, Asia and America. Global macroeconomic developments and real gross domestic product (GDP) in Germany are therefore particularly relevant for demand for Enapter products. In addition to the globally active network of integration partners, customers also include a number of large companies and groups that are dependent on global economic developments.

The European and German economies have different perspectives on economic development. While many European countries saw a slight recovery in 2024 after a challenging year in 2023, the German economy contracted for the second year in a row in 2024. In addition to high energy costs and higher interest rates, increasing competition for German exports also prevented a recovery. Gross domestic product (GDP) fell by 0.2 per cent.[1] . Consumption increased again, albeit slowly, due to slightly falling inflation rates. The main reasons for this restraint are still the high cost of living and uncertainties about future interest rate [2]

Italy will remain on a solid growth trajectory in 2024. Forecasts predict an increase in GDP of around 1.[3] . Although the "super bonus" for energy-efficient home renovations has been gradually reduced, investment activity remains [4] . Italy also continues to receive funds from EU corona aid, which are channelled specifically into sustainable infrastructure [5] . The inflation rate in the European Union is estimated at around 3.5% for [6] , which represents a noticeable easing compared to 2023. Germany and Italy in particular are seeing a gradual normalisation of price [7] . Energy supply has been further diversified, further reducing dependence on Russian [8] . This has led to a more stable economic situation overall.

The Japanese market continued to send out positive signals. The Japanese economy continued its growth trajectory with a forecast of 1.2% GDP growth in [9] . Investment in industrial transformation and digitalisation remains high, and the green transformation continues to be strongly [10] . Particularly noteworthy is the continued increase in companies' willingness to invest, supported by government subsidy [11] . China was also a significant growth market for Enapter in 2024. The Chinese economy recovered after the pandemic-related restrictions and showed a forecast growth in gross domestic product of around 5%. The Chinese government continued to invest heavily in the green transformation, including the promotion of hydrogen technologies and the establishment of national hydrogen industry clusters. Government funding programmes for green technologies and large-scale infrastructure projects are boosting demand in the energy sector. At the same time, intense competition and the regulatory environment pose challenges that are being carefully monitored and assessed.[12]

In the USA, stable economic growth of around 2.8 % has been forecast for [13] . The US market is strategically important for Enapter, particularly in the wake of the implementation of the Inflation Reduction Act (IRA), which provides extensive tax incentives for the production and use of green hydrogen. This regulatory framework has led

[1] Gross domestic product 2024 for Germany" - Federal Statistical Office
2 Deutsche Bundesbank, Financial Market Report 2024
3 European Central Bank, Economic Analysis 2024
4 Italian Ministry of Economy, Economic Report 2024
5 European Commission, Recovery and Resilience Facility
6 Eurostat, inflation data 2024
7 OECD, Economic Outlook 2024
8 International Energy Agency, Energy Market Report 2024
9 Japanese Ministry of Finance, Economic Report 2024
10 Nikkei Asian Review, Market Analysis 2024
11 Japan External Trade Organisation, Investment Report 2024
12 Federal Statistical Office, Economic Forecast 2024- IMF World Economic Outlook, Asian Development Bank Outlook 2024
13 USA - GDP growth by quarter until 2024 | Statista

to a noticeable surge in investment in the field of hydrogen technologies. Many companies are making targeted investments in clean energy infrastructure, which is boosting demand for electrolysers. Demand in the United States is also heavily dependent on large industrial customers and the development of regional hydrogen [14]

Market for green hydrogen

The market for green hydrogen showed continued growth in 2024, albeit with conditions remaining challenging. The expected market expansion was slightly lower than in previous forecasts, as many hydrogen projects are still waiting for regulatory clarity, economic viability and, above all, binding offtake agreements. Bloomberg New Energy Finance forecast growth of 50% to 70% for [15] , which still represents strong market growth, but lower than in 2023.

The European Commission sent a significant political signal in 2024 with further clarifications to the Renewable Energy [16] . These new requirements create more clarity for companies, particularly with regard to sector-specific targets and state subsidies for renewable fuels of non-biogenic origin (RFNBOs)[17] . As a result, Europe remains a central market for the hydrogen economy with positive long-term development prospects.

In the USA, there was an increasing acceleration in the implementation of hydrogen projects, particularly in the first half of 2024, as the regulatory uncertainty surrounding Section 45V largely [18] . The subsidy of up to USD 3 per kilogramme of green hydrogen produced remains a key market driver[18]. However, Trump's re-election in November 2024 has brought a high level of uncertainty to the market and many projects are in a holding pattern towards the end of the year, which is likely to last into the first half of 2025.

From a global perspective, the geographical diversification of hydrogen projects is continuing[20]. China and Europe in particular continue to have the highest proportion of hydrogen projects in the implementation phase, while new initiatives in Latin America and Australia are becoming increasingly important[21].

On a positive note, the advancing maturity of the international hydrogen project landscape should be emphasised. While fewer new projects were announced in 2024 than in previous years, investments in projects with FIDs almost doubled from USD 39 bn to USD 75 bn. This means that the secured production of low-emission hydrogen has increased from an estimated 1.7 Mt in 2030 to 3.4 Mt within one year. Investments in projects with FEED studies have also grown by a third from USD 71 bn to USD 92 [19]

The global hydrogen market therefore remains an important pillar of the energy transition, even if regulatory and economic uncertainties persist. At COP29 in Baku, a Hydrogen Declaration was adopted by the international community of states for the first time, once again impressively emphasising the importance of this sustainable energy source. Although growth in the sector has fallen short of expectations, the sharp increase in projects with completed FID heralds a new implementation phase in the global project landscape.

Business development

In 2024, the Enapter Group generated sales of around € 21.4 million (previous year: € 31.6 million), of which around € 19 million (previous year: € 16 million) came from electrolysers, associated components, services and other services and € 2 million (previous year: € 15 million from the transfer of market entry rights and technical expertise for the US market). Even though product-related sales increased by around 14%, overall sales fell well short of

14 U.S. Energy Department - Inflation Reduction Act (www.energy.gov)
15 Bloomberg New Energy Finance, Hydrogen market 2024
16 European Commission, Renewable Energy Directive Update 2024
17 Hydrogen Europe, market development 2024
18 US Department of Energy, Hydrogen Strategy 2024
19 Hydrogen Council, McKinsey and Company. 2024 Hydrogen Insights 2024 IEA 2024

expectations. The deviations from the plan are mainly due to the postponement of production orders to the new financial year.

The order intake of around EUR 50 million in the financial year was very pleasing, roughly double that of the previous year. The order backlog totalled around EUR 42 million at the end of 2024.

Enapter achieved EBITDA of around € -6.9 million in 2024, in line with expectations.

Significant events

The year 2024 started with an important step for the internationalisation and scaling of Enapter through international partnerships: the establishment of a joint venture company with Wolong Electric Group Co, Ltd, Shaoxing City, Zhejiang Province ("Wolong"). The joint venture significantly expands the cooperation agreed in the framework agreement dated 7 August 2023. Through this partnership, the joint venture will acquire stacks from the Enapter Group and then produce Enapter AEM electrolyser products locally in China for the Chinese market. The joint venture company will tap into the potential of the Chinese market for Enapter by utilising Wolong's resources and expertise to set up production and a sales and service network for the products developed by Enapter in China.[20]

Incoming orders also developed very positively right at the start of the year: before the end of the first quarter, Enapter received orders for a total of over 250 EL 4 AEM electrolysers, including from the USA, Belgium, India and Germany. Enapter also recorded continued strong demand for its devices in the megawatt class for the production of hydrogen on an industrial scale in the form of various pre-orders. For example, Enapter will supply 3 multicore class devices, each with a capacity of 1 MW, to the logistics company CFFT.[21] . In addition, F.i.l.m.s SpA - also from Italy - ordered an Enapter multicore-class electrolyser with an output of 1 MW. Taken together, these orders corresponded to an increase of around 730% compared to Q1 [22] . Almost 75% of the order volume in this period was accounted for by orders for multicore devices in the megawatt class (AEM Nexus).[23]

In March, the Italian subsidiary Enapter SRL received a grant totalling EUR 1.3 million from the Italian Ministry for Enterprise and Made in Italy (MIMIT) for the "AEM Technology Next Generation" project. The funds received are to be used for further research and development purposes as well as the further development of the product portfolio. The focus here is on the further development of AEM multicore technology.[24]

Business in the United States also developed very positively. Following the cooperation agreement for the US market signed with Solar Invest International SE (Solar Invest) in December 2023, Enapter and Solar Invest launched their business activities in the US with the operating company Clean H2 Inc. Clean H2 has since built up a sales and service network in the USA. In the first half of the year, Clean H2 has already received orders for 2.3 MW electrolysers worth USD 5.4 million and had a sales pipeline worth around EUR 8 million at the beginning of May.[25]

In the second half of the year, the Enapter Group adjusted its corporate strategy in order to be able to scale even faster. The focus is on the so-called stack, the patented core of every AEM electrolyser, which is responsible for hydrogen production. The stacks are produced at the Pisa site in Italy. Together with its build partners and its joint

[20] https://enapterag.de/wp-content/uploads/2024/01/2024-01-29-Ad-Hoc.pdf

[21] https://www.enapter.com/de/press-releases/enapter-receives-largest-single-order-from-europe/

[22] https://www.enapter.com/de/press-releases/enapter-increases-order-volume-for-aem-electrolysers-by-over-700-percent/

[23] https://www.enapter.com/de/press-releases/enapter-continues-its-successful-development/

[24] https://www.enapter.com/de/press-releases/enapter-group-receives-research-funding/

[25] https://www.enapter.com/de/enapter-news/enapter-chalks-up-first-big-deals-with-us-sales-partner-and-270-electrolysers-for-france/

venture partner Wolong, Enapter will continue to produce its own electrolysers and install its stacks in these devices. At the same time, Enapter is expanding its range of services and will also make the stacks available to industrial partners (core partners) in future, who will be able to install Enapter's AEM hydrogen cores in their own electrolysers and use the corresponding operating [26]

In October, the Dutch energy company Adsensys B.V. ("Adsensys") became Enapter's first core partner. As a core partner, Adsensys receives stacks from Enapter. These centrepieces of every electrolyser for the production of green hydrogen will be used by Adsensys in the future to build its own electrolysers in the megawatt range. These Adsensys AEM electrolysers will then be labelled "AEM powered", an Enapter brand that refers to Enapter's patented AEM stacks in the electrolyser. Adsensys plans to implement AEM-powered electrolysers in hydrogen projects with a total electrolysis capacity of 10 MW for customers by 2026.

Furthermore, Enapter's joint venture, Wolong Enapter Hydrogen Technologies Ltd, presented the first megawatt-class AEM electrolyser produced in Shangyu, China, in October. With the completion of this 1MW electrolyser, the joint venture is starting series production for the Chinese market.[27] Wolong Enapter Hydrogen Technologies Ltd signed several memoranda of understanding (MoU) with companies in China - including Concord New Energy, which plans to launch a pilot project in 2025, and the largest Chinese steel manufacturer Baowu Steel.

In autumn, the Enapter Group carried out a capital increase against cash contributions by issuing new shares from authorised capital and granting subscription rights ("offer"). The issue volume totalled EUR 8 million and 1,877,934 new shares were issued. Also in autumn, the extension of the term of the existing financing of EUR 25 million in the form of a bearer bond until 29 February 2028 was concluded with the Patrimonium Middle Market Debt Fund ("Patrimonium"), a private debt fund of Patrimonium Asset Management AG. In this context, a trust agreement was implemented in favour of Patrimonium regarding the shares in the subsidiary Enapter Immobilien [28]

At the end of 2024, the Enapter Group can look back on an order intake that was higher than ever before. The Italian market in particular has seen above-average growth. Enapter alone received orders for 17 electrolysers in the megawatt range from 10 different companies from the 52 state-subsidised "Hydrogen Valleys" in [29] . This includes the largest single order ever received from Europe: Opificio Idrogeno Marche (OIM), a holding company of the Renco and Pollarini Group, has placed an order for four AEM Multicore electrolysers with a total capacity of 4 [30] . Germany, the rest of Europe, China and Japan also remain strong sales markets for the Enapter Group.

[26] https://enapterag.de/wp-content/uploads/2024/05/Enapter-AG-Strategieanpassung-durch-neues-Partnermodell.pdf

[27] https://www.enapter.com/de/press-releases/wolong-enapter-joint-venture-starts-series-production-of-aem-megawatt-electrolyser/

[28] https://enapterag.de/wp-content/uploads/2024/09/2024-09-12-ad-hoc_Enapter-KE-Patromonium.pdf

[29] https://www.enapter.com/de/press-releases/enapter-ag-anhaltend-starke-nachfrage-nach-aem-elektrolyseuren-im-megawattbereich-aus-italien-neue-auftraege-in-millionenhoehe/

[30] https://www.enapter.com/de/press-releases/enapter-receives-biggest-single-order-from-europe-to-date/

Net assets, financial position and results of operations of the Enapter Group

Earnings situation

Earnings position in TEUR	1.1.-31.12. 2024	1.1.-31.12. 2023	+/-	+/- in %
Sales revenue	**21.438**	**31.606**	**-10.168**	**-32%**
Sales increase in %	*-32%*	*115%*		
Change in inventories of work in progress and finished goods	-2.106	2.078	-4.184	-201%
Operating performance	**19.332**	**33.684**	**-14.352**	**-43%**
Increase in operating performance in %	*-43%*	*122%*		
Cost of materials	-12.700	-12.961	261	-2%
Cost of materials as % of operating performance	*-66%*	*-38%*		
Gross profit	**6.632**	**20.722**	**-14.090**	**-68%**
Gross profit margin	*31%*	*62%*		
Own work capitalised	3.380	4.076	-696	-17%
Other operating income	4.522	4.116	406	10%
Personnel expenses	-11.730	-13.561	1.831	-14%
Personnel expenses as % of operating performance	*-61%*	*-40%*		
Other operating expenses	-9.737	-13.867	4.130	-30%
Operating expenses as a % of operating performance	*-50%*	*-41%*		
EBITDA	**-6.934**	**1.486**	**-8.420**	**-567%**
EBITDA margin	*-32,3%*	*4%*		
Depreciation and amortisation	-6.014	-4.168	-1.846	44%
Depreciation and amortisation in % of operating performance	*-31%*	*-12%*		
EBIT	**-12.947**	**-2.682**	**-10.265**	**383%**
EBIT margin	*-60%*	*-8%*		
Result from associated companies	-2.333	0	-2.333	-
Financial result	-5.610	-3.618	-1.992	55%

Income taxes	155	-864	1.019	-118%
Group result	**-20.734**	**-7.164**	**-13.570**	**189%**
Profit margin	*-97%*	*-21%*		

The Enapter Group generated total sales of € 21.4 million in 2024 (previous year: € 31.6 million). The revenue generated was significantly lower than planned, particularly as orders from the last quarter of 2024 were postponed to the following year.

Product sales with electrolysers, the associated components and services increased by around 18% from EUR 16 million in 2023 to EUR 19 million in 2024. In particular, single-core electrolysers, stacks (modules) and, for the first time, multi-core electrolysers in the megawatt range contributed to this revenue. Additional sales were generated in the financial year with licence, service and other services amounting to around EUR 2.4 million. In the previous year, sales of EUR 15 million were realised due to the rights and assets transferred to Solar Invest International SE, Luxembourg. The agreement entered into with Solar Invest International SE was transferred to Clean H2 Inc. in the USA in February 2024.

The changes in inventories of finished goods and work in progress in the financial year mainly relate to multi-nuclear electrolysers that were started in the previous financial year and completed in 2024.

The cost of materials fell slightly despite the slight increase in product-related sales. The cost of materials ratio increased slightly compared to the previous period, meaning that the product-related gross profit margin from sales of electrolysers and the associated components fell slightly from 28% to 27%. This is mainly due to the sale of the first multicore systems with a lower margin in the 2024 financial year.

Other own work capitalised relates to development costs for intangible assets, which were capitalised in the amount of EUR 3.4 million in the reporting year (previous year: EUR 4.1 million). The additions in 2024 mainly relate to development costs for ongoing internal product development projects in Italy, which will be completed in subsequent years and then amortised over their expected useful lives.

Other operating income of € 4.5 million (previous year: € 4.1 million) mainly consists of investment grants and other allowances and income from the derecognition or reversal of liabilities and provisions. The subsidies were mainly granted as part of the Elefact and Hycore projects in Germany and to promote research and development activities in Italy.

Personnel expenses fell compared to the previous year (EUR 11.7 million; previous year: EUR 13.6 million), mainly due to the recognition of employee options in profit or loss and the slight decrease in the number of employees. In 2024, the Enapter Group employed an average of 198 people (previous year: 203), of which 66 (previous year: 63) worked in research and development, 92 (previous year: 66) in production, 22 (previous year: 50) in administration and 13 (previous year: 24) in sales and business development (excluding Management Board members).

The decrease in other operating expenses by around 30% from around EUR 13.9 million to around EUR 9.7 million is mainly due to the capitalisation of purchased software (previous year recognised as development costs), lower additions to provisions for warranties/upgrades and write-downs on receivables and inventories. In contrast, legal and consulting costs and ancillary rental and storage costs increased.

Group EBITDA totalled around EUR -6.9 million after a positive EBITDA of around EUR 1.5 million in the previous year and was therefore in line with expectations.

Depreciation and amortisation increased compared to the previous year, particularly in relation to capitalised development costs and buildings, plant and machinery. Group EBIT totalled EUR -13 million (previous year: EUR -

2.7 million) and is therefore in line with the company's expectations.

The financial result including results from associates fell from EUR -3.6 million to EUR -7.9 million , in particular due to interest expenses for medium-term financial liabilities and the negative earnings contribution from associates.

The consolidated result totalled EUR -20.7 million (previous year: EUR -7.2 million) and is therefore in line with expectations.

Financial position

in TEUR	31.12.2024	31.12.2023	+/-	in %
Assets				
Current assets	**56.285**	**54.778**	**1.507**	**3%**
in % of total assets	*39%*	39%		
Bank balances	4.568	14.589	-10.021	-69%
Inventories	8.845	11.310	-2.465	-22%
Trade receivables	37.298	23.269	14.029	60%
Other current assets	5.574	5.609	-35	-1%
Non-current assets	**86.951**	**86.631**	**320**	**0%**
in % of total assets	61%	61%		
Property, plant and equipment	70.878	72.902	-2.024	-3%
Intangible assets	14.382	11.973	2.409	20%
Other non-current assets	1.692	1.755	-63	-4%
Total assets	**143.237**	**141.408**	**1.829**	**1%**

The Group's financial position shows non-current assets totalling EUR 86.9 million, almost unchanged compared to the previous year (61% of total assets). Current assets increased slightly compared to the previous year from 54.8 million euros to 56.3 million euros.

The additions to intangible assets mainly result from the capitalisation of development costs for existing and new projects. The additions to property, plant and equipment consist in particular of investments in machinery and equipment.

Current assets mainly consist of bank balances totalling 4.6 million euros (previous year: 14.6 million euros). Other current assets include inventories totalling 8.8 million euros (previous year: 11.3 million euros) as well as other assets and trade receivables amounting to 42.9 million euros (previous year: 28.9 million euros). The increase in trade receivables is mainly due to the higher production output in the last quarter.

Financial position

in TEUR	31.12.2024	31.12.2023	+/-	in %
Finances				
Current liabilities	**39.935**	**18.745**	**21.190**	**113%**
in % of total assets	*28%*	*13%*		
Liabilities from deliveries and services	7.546	5.534	2.012	36%
Current financial liabilities	4.864	1.138	3.726	327%
Current provisions	3.900	4.438	-538	-12%
Other current liabilities and deferred income	23.624	7.635	15.989	209%
Non-current liabilities	**36.873**	**42.397**	**-5.524**	**-13%**
in % of total assets	*26%*	*30%*		
Non-current tax liabilities	701	860	-160	-19%
Non-current financial liabilities	32.863	38.687	-5.824	-15%
Non-current provisions	886	771	115	15%
Accruals and deferrals	2.423	2.079	344	17%
Equity capital	**66.429**	**80.266**	**-13.837**	**-17%**
in % of total assets	46%	*57%*		
Total equity and liabilities	**143.237**	**141.408**	**1.829**	**1%**

The increase in current liabilities is due in particular to the advance payments received for customer projects in the financial year. The advance payments received are recognised in the above table under other current liabilities.

Other current provisions decreased due to lower additions for warranty provisions and outstanding invoices.

Grants for completed R&D projects that are subsidised by the Italian government are recognised as deferred income (current and non-current). Deferred income mainly includes R&D grants deferred into the future; these are released over the expected useful life of the capitalised asset when the project to which they relate is completed.

The financial liabilities include the liabilities from the bearer bond (nominal value: € 25.6 million) taken up in 2023 and from the granting of the subordinated loan from a related party (nominal value: € 10 million) together with deferred interest and bank liabilities (€ 1.9 million). The maturity date of the bearer bond was extended in the financial year from 28 February 2025 to 29 February 2028.

Equity as at the balance sheet date of 31 December 2024 was EUR 66.4 million (previous year: EUR 80.3 million). The equity ratio is around 46% (previous year: around 57%) and, including the subordinated loan of EUR 10 million, around 53% (previous year: 64%) in relation to the balance sheet total of around EUR 143.2 million (previous year: EUR 141.4 million).

Cash flow

In TEUR	1.1.-31.12.2024	1.1.-31.12.2023	+/-
Cash flow			
Cash flow from operating activities	-8.489	-14.067	5.578
Cash flow from investing activities	-6.217	-10.426	4.209
Cash flow from financing activities	4.685	34.012	-29.327
Cash-effective change in cash and cash equivalents	**-10.021**	**9.519**	**-19.540**
Cash and cash equivalents at the beginning of the period	14.589	5.071	9.518
Cash and cash equivalents at the end of the period	**4.568**	**14.589**	**9.518**

Cash flow from operating activities is mainly influenced by the consolidated result and the increase in current assets.

Cash flow from investing activities totalled EUR -6,217 thousand and resulted primarily from payments for internal and external development costs for intangible assets and patents totalling EUR -4,869 thousand as well as investments in property, plant and equipment of EUR -1,348 thousand, which mainly relate to the Pisa production facilities.

Cash flow from financing activities totalled EUR 4,685 thousand in the financial year and mainly consisted of gross inflows from the capital increase of EUR 8,000 thousand less transaction costs of EUR 761 thousand and repayments of financial liabilities and costs for the prolongation of significant loans totalling EUR -2,554 thousand.

Cash and cash equivalents amounted to EUR 4,568 thousand as at 31 December 2024 (previous year: EUR 14,589 thousand).

Overall statement on economic development

Overall, we are satisfied with the past financial year.

We received orders totalling around EUR 50 million in the financial year and closed the year with an order backlog of around EUR 43 million, mainly for projects in the megawatt range.

Product-related sales increased by 18% to around EUR 19 million (approx. EUR 16 million), but fell short of our plans, particularly as projects were postponed to the following period.

With falling personnel expenses and other operating expenses, EBITDA of around € -7 million was achieved in the 2024 financial year, which was in line with our original planning. Last year, we achieved a slightly positive EBITDA of around EUR 1.5 million for the first time, although this was also due to one-off effects.

We successfully carried out a capital increase of EUR 8 million in 2024, in particular to finance working capital. The repayment of the loan funds from the bearer bond was extended by 3 years to 29 February 2028.

Notes to the annual financial statements of Enapter AG (holding company)

Earnings situation

in TEUR	1.1.-31.12. 2024	1.1.-31.12. 2023	+/-	in %
Sales revenue	3.067	15.813	-12.746	-81%
Other operating income	2.379	655	1.724	263%
Cost of materials	-588	-1.196	608	-51%
Personnel expenses	-1.228	-926	-302	33%
Other operating expenses	-2.545	-4.696	2.151	-46%
EBITDA	**1.086**	**9.649**	**-8.563**	**-89%**
Depreciation and amortisation	-224	-230	6	-3%
Financial result	-2.659	-1.827	-832	46%
Income taxes	158	-860	1.1018	118
Annual result	**-1.639**	**6.732**	**-8.371**	**-124%**

Sales of EUR 3,067 thousand (previous year: EUR 15,813 thousand) result in the amount of EUR 2,000 thousand from the distribution agreement for the US market (previous year: EUR 15,000 thousand from the partnership agreement), in the amount of EUR 127 thousand (previous year: EUR 221 thousand) from income from the licence agreement for electrolyser software with affiliated companies, in the amount of EUR 879 thousand (previous year: EUR 470 thousand) from consulting services for the Group subsidiaries and in the amount of EUR 61 thousand from services to the joint venture in China.

Other operating income of EUR 2,379 thousand (previous year: EUR 655 thousand) mainly consists of income from the capitalisation of acquisition costs for the joint venture in China from brand rights transferred in the amount of EUR 1,960 thousand (previous year: EUR 0 thousand), income from the reversal of provisions of EUR 334 thousand (previous year: EUR 0 thousand) and income from currency translation of EUR 79 thousand (previous year: EUR 81 thousand).

The cost of materials in the amount of EUR 588 thousand (previous year: EUR 1,196 thousand) results from consulting services charged to the subsidiaries. In the 2024 financial year, software development costs were not recognised as an expense; instead, the purchased software was capitalised and amortised over its expected useful life. The cost of materials includes services from BluGreen Ltd (EUR 63 thousand), Enapter Co. Ltd (EUR 67 thousand) and legal and consulting costs (EUR 409 thousand) as well as financial statement and audit costs (EUR 48 thousand), which were passed on to the subsidiaries.

Other operating expenses of EUR 2,545 thousand (previous year: EUR 4,696 thousand) mainly result from the costs of raising equity capital of EUR 761 thousand (previous year: EUR 0 thousand), listing costs and other capital market costs (EUR 63 thousand; previous year: EUR 294 thousand), management remuneration to the main shareholder BluGreen Ltd (EUR 357 thousand; previous year: EUR 420 thousand), costs of raising debt capital (EUR 209 thousand; previous year: EUR 592 thousand), services provided by the related party Enapter Co. Ltd. (TEUR 201; previous year: TEUR 359), accounting, closing and auditing costs (TEUR 94; previous year: TEUR 114), insurance and contributions (TEUR 25; previous year: TEUR 18), legal and consulting costs (TEUR 271; previous year: TEUR 1,969), costs for the Enapter Advisory Board (TEUR 36; previous year: TEUR 36) and Supervisory Board (TEUR 59; previous year: TEUR 66), expenses from currency translation (TEUR -1; previous year: TEUR 90) and other operating expenses totalled TEUR 470 (previous year: TEUR 738).

Interest income from Group companies and third parties of EUR 633 thousand (previous year: EUR 0 thousand) and interest expenses to Group companies of EUR 3,292 thousand (previous year: EUR 1,827 thousand) are recognised in the financial result. The tax income recognised results from a corporation tax refund after taking into account the loss carry-back to the previous year.

In the financial year 2024, Enapter AG generated a net loss for the year of EUR -1,639 thousand (previous year: net profit of EUR 6,732 thousand) in line with expectations.

Financial position

in TEUR	31.12.2024	31.12.2023	+/-	in %
Assets				
Fixed assets				
Intangible assets	1.173	133	1.040	782%
Property, plant and equipment	0	0	0	0%
Financial assets	233.148	229.591	3.557	2%
Total fixed assets	**234.322**	**229.724**	**4.598**	**2%**
in % of total assets	88%	90%		
Current assets				
Receivables and other assets	27.093	16.284	10.809	66%
Bank balances	3.399	9.756	-6.357	-65%
Total current assets	**30.492**	**26.040**	**4.452**	**17%**
in % of total assets	12%	10%	0	15%
Total assets	**264.814**	**255.764**	**9.050**	**4%**
Capital				
Equity capital				
Subscribed capital	29.073	27.195	1.878	7%
Capital reserves	207.786	201.663	6.123	3%

Accumulated deficit	-5.180	-3.541	-1.639	46%
Total equity	**231.679**	**225.318**	**6.361**	**3%**
in % of total assets	87%	88%	0	-1%
Non-current liabilities	**25.000**	**15.000**	**10.000**	**67%**
Tax provisions	701	860	-159	-19%
Other provisions	769	214	555	260%
Current liabilities	**6.665**	**13.512**	**-6.847**	**-51%**
Total equity and liabilities	**264.814**	**255.764**	**9.050**	**4%**

Intangible assets include purchased software and trademark rights.

Shares in affiliated companies and investments are recognised under financial assets.

Shares in affiliated companies are recognised at EUR 229,318 thousand (previous year: EUR 228,618 thousand) as at the balance sheet date and are broken down as follows:

- Enapter S.r.l., Pisa, shareholding 99.98%
- Enapter GmbH, Berlin, shareholding of 100%
- Enapter (Thailand) Company Limited, Chiang Mai, Thailand), shareholding 100%
- Enapter Immobilien GmbH, Saerbeck near Münster. Following the conclusion of a trust agreement between Platin 2551 GmbH, Frankfurt (trustee), Enapter AG (trustor) and Patrimonium Middle Market Debt Societe d'Investissement a Capital Variable - Fonds d'Investissment Specialise, Luxembourg (beneficiary) on 30 October 2024 in connection with the extension of the repayment of the bearer bond from the original 28 February 2025 to 29 February 2028. In connection with the extension of the repayment of the bearer bond from 28 February 2025 to 29 February 2028, Enapter AG holds the shares 22,476 to 25,000 in Enapter Immobilen GmbH, which legally represent an interest of 10.1% in Enapter Immobilien GmbH, but economically continue to convey a controlling influence due to the agreements made.
- Enapter LLC, St. Petersburg, shareholding of 100%. The company is no longer operationally active for the Enapter Group and is to be liquidated.

Investments are recognised at EUR 3,830 thousand (previous year: EUR 972 thousand) as at the balance sheet date and consist of the investment in H2 Core AG of EUR 1,870 thousand (previous year: H2 Core System GmbH of EUR 972 thousand) and in the joint venture Wolong Enapter Hydrogen Energy Technology Co., Ltd. (JV) in Shaoxing City, Zhejiang Province, China, in the amount of EUR 1,960 thousand.

Current receivables and other assets primarily include trade receivables totalling EUR 15,000 thousand (previous year: EUR 12,807 thousand), mainly receivables from the exclusive partnership and distribution agreement with Solar Invest International SE, Luxembourg (Solar Invest) / Clean H2 Inc. for the US market, current loan receivables from affiliated companies of EUR 6,700 thousand (previous year: EUR 700 thousand) and trade receivables from affiliated companies of EUR 5,340 thousand.

Equity increased by the capital increase of EUR 8,000 thousand carried out in the 2024 financial year and decreased by the net loss for the year of EUR -1,639 thousand. The equity ratio as at the balance sheet date was 87% (previous year: 88%).

Non-current liabilities include liabilities from an upstream loan from Enapter Immobilien GmbH totalling EUR 15,000 thousand and the subordinated shareholder loan totalling EUR 10,000 thousand.

Other provisions mainly consist of provisions for outstanding invoices, provisions for annual financial statement and audit costs and personnel costs.

Current liabilities include liabilities to affiliated companies totalling EUR 6,160 thousand (previous year: EUR 13,512 thousand) from deliveries and services amounting to EUR 423 thousand (previous year: EUR 933 thousand) and other liabilities amounting to EUR 82 thousand (previous year: EUR 153 thousand).

Report on material risks and opportunities

Our risk policy is in line with our strategy of scaling our production to provide the market with low-cost electrolysers of high availability and quality, while also increasing our enterprise value. To this end, we manage appropriate risks and opportunities and avoid inappropriate risks.

Systematic and efficient risk management is a dynamic and constantly evolving task for the Management Board of Enapter AG. The main risk positions are documented below and the main features of the accounting-related internal control system and risk management system are presented. Enapter defines the accounting-related internal control system as the principles, procedures and measures to ensure the effectiveness and efficiency of accounting, to ensure the correctness of accounting and to ensure compliance with the relevant legal regulations. The individual components of the risk management system are described in more detail below.

While the risk management system focuses on the identification and classification of risks, the internal control system aims to minimise risks through control measures. The internal control system is therefore an integral part of the risk management system and is therefore summarised below. The effectiveness of both systems has general limits. Even an internal control system and a risk management system that can generally be assessed as effective cannot provide absolute certainty of avoiding material misstatements or losses.

The Management Board is responsible for organising the scope and focus of the systems in place in accordance with company-specific requirements, in consultation with the Supervisory Board. The processes are adapted to the size and structure of the Enapter Group.

The objectives of the internal control system and the risk management system can be described as follows:

- Identification and assessment of risks;
- Limitation of recognised risks;
- Review of recognised risks with regard to their impact on the consolidated and separate financial statements of Enapter AG and the Enapter subsidiaries and the corresponding presentation of these risks.

The entire financial statement preparation process for the separate financial statements under commercial law and the consolidated financial statements under IFRS is framed by a strict dual control principle and IT access restrictions.

Risks are first listed in an annual risk inventory. These are then assigned to business areas. They are then classified according to the probability of occurrence as follows:

Probability of occurrence	Description of the
0% to 5 %	Very low
6% to 25%	Low
26% to 50%	Medium
51% to 100%	High

The risk is then categorised according to the financial impact at the time of occurrence as follows. Due to the change in business activities, these thresholds were halved compared to the previous year's thresholds:

Expected impact in TEUR	Degree of impact
0 to 250	Low
250 to 1,000	Moderate
1,000 to 5,000	Essential
> 5.000	Serious

Finally, both classifications are summarised into an overall risk assessment from "low" to "medium" to "high" according to the following matrix:

Determination of overall risk		Probability of occurrence			
		Very low	Low	Medium	High
Impact	Low	low	low	medium	medium
	Moderate	low	medium	medium	medium
	Essential	medium	medium	medium	high
	Serious	medium	medium	high	high

Controls are then set up to limit the respective risks. The controls are then classified according to their characteristics:

- Type of control (manual or automatic),
- Effect of the control (preventive or detective) and
- Frequency of control.

With regard to accounting-related risks, these controls essentially consist of higher-level plausibility assessments and reconciliation procedures.

The Supervisory Board receives all relevant (interim) financial statements at the draft stage for its information and as a basis for its review activities. In addition, the Supervisory Board generally receives monthly and, at the discretion of the Executive Board or at the request of the Supervisory Board, customised reporting tailored to its information requirements, in which the integrated planning statement, including the liquidity situation and planning, is presented in a consolidated Group view in accordance with IFRS.

The use of interactive dashboards also allows management to monitor the most important key figures from production to finance in real time.

Significant risks associated with operating activities and the planned growth strategy, in particular for the resulting financing strategy, are as follows as at the balance sheet date:

Technology, sales and market-related risks

The global markets for our products, solutions and services are not yet fully developed. This makes factors such as pricing, product and service quality, development and launch times, customer relationships, financing conditions and the ability to adapt quickly to changing market requirements and trends all the more important in this market environment. The not yet fully developed legal framework, the still partially incomplete infrastructure for transport and among customers may lead our customers to postpone planned investments. This may delay the sale of our products and services, which could have a negative impact on our sales and earnings performance.

AEM electrolysis technology is seen as a great opportunity in the global hydrogen economy that is currently taking shape. It offers more compact and flexible electrolysers than large-scale alkaline industrial plants and, unlike PEM, does not utilise highly endangered raw materials such as iridium. We are observing that some competitors are turning to AEM electrolysis technology, but to our knowledge do not yet have a commercial product on the market. We believe that we are well equipped thanks to our patents and our technological lead. In addition, our devices have been on the market for several years, so we can benefit from our customers' experience and growing demand. Furthermore, it cannot be ruled out that other competitors with significantly higher capacities and financial resources will enter the AEM segment and catch up with Enapter's technological lead - a risk that the Enapter Group is endeavouring to counteract by continuously developing the technology and investing in research and development.

Demand for our devices, particularly for multicore electrolysers in the megawatt class, is currently very good and rising, while demand for our single-core electrolysers in the kilowatt range remains constant. A deterioration in the economic climate and thus in the willingness to invest could also have a negative impact on demand for electrolysers. This could also worsen the creditworthiness of our integration partners / customers and lead to payment defaults. With a lower order volume in the overall market and an increasing number of competitors, competition for existing orders could rise sharply - a risk that the Enapter Group generally tries to counteract through stringent market analyses and targeted customer approaches. For important markets such as the US and China, we have had strong sales partners on board to distribute our electrolysers since the end of last year and the beginning of 2024 respectively. These partnerships are developing very promisingly. We announced our core partner strategy in the first half of 2024 as an additional sales channel and also to mitigate dependencies, and acquired our first core partner in the Netherlands in the second half of 2024. Selected core partners can purchase our stack/core modules along with control software, build their own electrolysers and sell them under their own label. Enapter counters credit risks through a compliance check when accepting orders, through appropriate contractual bases and through suitable receivables management.

Risks from economic, geopolitical or other impairments, restrictions on international trade and other threats

The Enapter Group continues to generate a significant proportion of its sales abroad and is therefore dependent on global trade that is as trouble-free as possible and the reliable functioning of international supply and payment processing chains.

In recent years, there have been repeated disruptions and restrictions to international trade - triggered by Russia's war of aggression against Ukraine, escalating tensions in the Middle East conflict, targeted attacks by Houthi rebels on international shipping and increasing political and economic systemic competition between China and the West. These developments are leading to growing volatility in global trade routes, which can slow down the cross-border movement of goods, put a strain on supply chains and lead to rising transport and logistics costs. Geopolitically motivated trade restrictions, export controls and embargoes also pose a real risk to the Enapter Group's globally orientated business strategy.

Following the election of Donald Trump as President of the USA, there is an additional risk of a fundamental reorientation of US foreign and trade policy. Based on his political statements, announcements and measures taken in the first few months of his second term of office, a stronger protectionist stance, the cancellation of international agreements and new, higher import tariffs or other unilateral trade policy measures by the US are to be expected. Such developments could not only put a strain on transatlantic economic relations, but also result in additional regulatory uncertainty and market access restrictions for international technology providers such as Enapter. Enapter considers this risk to be significant both in terms of its probability of occurrence and the potential negative impact on its operating business. Such changes in the geopolitical or economic environment in the countries and regions in which the Enapter Group operates could have a significant negative impact on its financial, earnings and liquidity position.

As a technology-orientated and internationally active company, the Enapter Group is highly dependent on the availability, integrity and security of its IT systems and digital infrastructures. With the increasing digitalisation of operational processes, international supply chains and the networking of production and administrative locations, vulnerability to cyber attacks and other IT security incidents is also increasing. Cyber risks can manifest themselves in a variety of ways, e.g. through targeted attacks on networks and databases, ransomware attacks, phishing attempts, manipulation or sabotage of critical systems and unauthorised access to confidential data. Interfaces to third-party providers, cloud services and mobile work and control units are particularly risky. A successful attack can have a serious impact on the Enapter Group's business activities - including production downtime, loss of sensitive data, reputational damage and financial burdens due to recovery measures, fines or liability claims. To limit these risks, the Enapter Group pursues a preventative IT security strategy with appropriate security measures. Despite these measures, the risk of cyberattacks cannot be completely ruled out. The Enapter Group considers the risk to be high, but currently manageable. The continuous adaptation of the security architecture to changing threat situations is a central task within the framework of company-wide risk management.

Other risks that Enapter currently categorises as less likely and of lesser significance are unforeseen changes in the respective national tax legislation or other legal provisions relevant to its business activities, the interpretation and enforcement of such regulations and exchange rate fluctuations or restrictions on currency exchange.

Risks in procurement and production

The results of our operating units depend on the reliable and effective management of our supply and logistics chain for components, parts, materials and services. Increased procurement prices can have a negative impact on our gross profit margin and therefore on our earnings situation. By expanding our production volumes, we have been able to optimise and broaden our supplier structure, but we are still affected by potential price increases for energy and key components if we are unable to pass these price increases on to our customers. This is particularly relevant for our multi-core electrolysers if we have commissioned so-called "build partners" to manufacture them. In some cases, these partners have to establish new supplier relationships and negotiate new procurement conditions. In times of sharply rising prices and tight supply chains, this can lead to a more expensive cost base and thus to an increase in the price of Enapter's electrolysers. As an additional build partner for the balance of plant (BoP, i.e. containers, plant peripherals), we are utilising the joint venture established in China in spring 2024. We have been able to agree favourable delivery conditions with our joint venture. Electrolysers for special markets with special certification requirements or market access restrictions can also be provided by our core partners in future. The production of stacks/cores will continue to take place at our site in Pisa. Picking, i.e. the installation of the stacks in the BoP, is usually carried out at the customer's premises by us or our picking partners. Bottlenecks in order picking can lead to delays in deliveries.

Overall, we currently see the procurement and production risks as slightly reduced compared to the previous year due to the decisions taken.

Risks in connection with the planned expansion strategy

In our opinion, there is still a significant risk, but the risk situation in connection with the adjusted expansion strategy has diminished.

In May 2024, Enapter AG announced that the Enapter Group will focus on the production of stacks at its site in Pisa, Italy, in future. The background to this is the adjusted sales and production strategy described above. In future, the focus will be on the so-called stack, the patented core of every AEM electrolyser, which is responsible for hydrogen production. Enapter will continue to produce its own electrolysers with build partners and its joint venture partner Wolong and install its stacks in these devices. At the same time, Enapter is expanding its range of services and will also make the stacks available to industrial partners (core partners) in future, who will be able to install Enapter's AEM hydrogen cores in their own electrolysers and use the corresponding operating software. It is therefore to be expected that production will not be expanded in Saerbeck in the short to medium term. In order to generate further additional income, the leasing of the hall and office space in Saerbeck to third parties has been initiated. The company expects annual income of around EUR 2 million once the property is fully let. The contracts are to be structured in such a way that stack production in Saerbeck can be taken up or utilised as an alternative in the event of a significant increase in demand for additional production capacity.

We continue to observe that the demand for electrolysers for the cost-effective production of large quantities of hydrogen is increasing sharply. We currently estimate that there is strong demand for electrolysers in the 1 to 50 MW range, which we can fulfil with the current AEM Nexus multi-core electrolyser. For larger projects above 50 MW, the multi-core electrolysers are to be equipped with a new, larger AEM stack in the medium term, which will offer significant cost advantages in terms of production, plant connection and therefore also price for customers. If the development of the new stack generation is delayed or the necessary investments for development and production are not made, market entry in the expected fast-growing segment of multi-megawatt electrolysers could become more difficult and Enapter's overall competitive position could deteriorate.

As the company continues to grow strongly, the Enapter Group is exposed to specific financial risks in the area of working capital financing. The scaling of the operating business inevitably leads to an increased need for current assets, particularly in the form of inventories and customer receivables. Temporary shifts between cash outflows (e.g. for materials, production and personnel) and cash inflows (incoming payments from customers) can lead to temporary liquidity bottlenecks - even when business performance is fundamentally positive. This so-called "growth paradox" represents a key risk. Specifically, there is a risk that strong growth could temporarily burden the capital structure - e.g. through increased receivables, pre-financing or a falling equity ratio. This could lead to a deterioration in the rating and restrictions on access to further financing options. A further risk arises from a possible misjudgement of liquidity requirements due to a lack of transparency in planning and management processes. Inaccuracies in the cash flow forecast or in the coordination of the flow of goods and payments can lead to operational disruptions. The Enapter Group counters these risks through active working capital and liquidity management, close control of operating cash flows and ongoing optimisation of the financing structure.

To summarise, we believe that the risks from expansion as a result of the decisions taken remain unchanged overall compared to the previous year

Liquidity and financing risks

As a fast-growing company, Enapter continues to rely on external financing in the short and medium term in the form of equity and/or debt capital to finance working capital and planned investments. Following the successful equity increase carried out in 2024 and the prolongation of significant loan funds, Enapter continues to assume that it will be able to cover its capital requirements for further growth through suitable capital measures in the future.

Any necessary financing, extensions, repayments or cancellations of loan obligations are to be secured at the appropriate time by taking appropriate measures. The extent to which we succeed in obtaining this financing also depends on factors beyond our control. These include general economic conditions due to economic developments, geopolitical events, monetary policy and financial market regulation worldwide and in the EU. Furthermore, a deterioration in Enapter AG's business results, financial position or credit rating could also lead to poorer availability of credit and/or higher financing and hedging costs. The stock markets are reacting in anticipation of geopolitical instability and various uncertainties. A renewed rise in inflation, an increasingly aggressive policy of interest rate hikes by central banks worldwide, armed conflicts and other geopolitical disputes, which have a negative impact on global procurement and sales markets, are causing volatility on the stock markets to increase. Major stock indices around the world performed very positively in 2024, but demand for mid- and small-cap shares lagged behind these positive developments on the stock markets, as did interest and demand on the capital market for "hydrogen" shares. In principle, interest and demand on the capital market for "hydrogen" shares is still there, also due to the fundamental political backing in the EU and the USA, but the valuation and demand for these shares has deteriorated and could deteriorate further if the business results remain below expectations and the profitability of the business model is achieved later. However, thanks to our pioneering role in AEM electrolyser technology in conjunction with our partners, we believe we are well equipped for future developments.

If the assumptions made in the planning with regard to business performance and financing do not materialise, this would have a significant impact on the company's financial position. These events and circumstances indicate the existence of a material uncertainty that may cast significant doubt on the company's ability to continue as a going concern and that continues to represent a going concern risk within the meaning of Section 322 (2) sentence 3 HGB.

Overall assessment of the risk situation

Taking into account Enapter's current orientation, there are currently specific risks that are monitored to the extent that they are within the company's sphere of influence. Enapter estimates that the overall risk of the listed strategic, operational and financial risks has increased slightly compared to the previous year. Our changed assessment is mainly based on the increased geopolitical and foreign trade risks with an impact on procurement, production and sales.

Thanks to the AEM electrolyser technology and its focus on a modular, scalable platform strategy for small and large electrolysers, Enapter believes it is well positioned on the market. The quality, functionality, price and operating costs for the electrolysers and for the production of hydrogen by customers, as well as the provision of the corresponding infrastructure and a reliable legal framework, are particularly decisive for the demand for electrolysers.

The investments required for further growth and the financing of business operations are to be financed through suitable equity and/or debt capital measures. However, there is still an inherent risk that financing rounds may not be successful as expected. If the financial and earnings planning is not met or the planned cash injections are not implemented on time, the company's continued existence would be jeopardised. Following the successful capital increase in 2024 and the extension of the debt capital originally due in 2025 until spring 2028, Enapter plans to continue to be able to cover its short and medium-term capital requirements for further growth through suitable capital measures.

Opportunities

Green hydrogen remains in a highly attractive market environment and is now on the cusp of a global ramp-up. In 2024, the view that hydrogen is a key emission-free energy carrier that is indispensable for achieving climate targets, particularly in industry, has become even more firmly established. For many industrialised nations, green hydrogen is the only realistic option for achieving the ambitious decarbonisation targets within the envisaged timeframe.

After many players adopted a wait-and-see approach in recent years and only a few projects in key markets reached the final investment decision (FID), decisive progress was made in 2024. The main reason for the delays was a lack of regulatory clarity, both in the EU and in the US.

Over the course of 2024, however, both the European Union and the US government were able to finalise key eligibility criteria. In the US, the long-awaited design of the funding conditions under Section 45V of the Inflation Reduction Act (IRA) was finalised, which has led to a significant increase in confidence and a boost in investment in the market. At the same time, the EU has further specified important programmes such as the Hydrogen Bank Pilot and the IPCEI hydrogen initiatives and distributed the first funds. The market uncertainty that had arisen at times due to delays in the so-called "Art. 45" programme was largely resolved as a result.

Analysts and market observers expect a dynamic market ramp-up in the coming years, which will now be supported by clear political signals and concrete funding commitments in North America, Europe and Asia. The pipeline of planned hydrogen projects has expanded significantly - many of which are approaching the final investment and financing decision, meaning that the decarbonisation of production processes can now be ramped up.

In addition, the market for the decentralised production of hydrogen for mobile energy supply and emergency solutions for missing or endangered infrastructure and for flexible mobility solutions, such as hydrogen-powered drones for logistics and reconnaissance with long ranges and flight times, is growing. In an increasingly unstable geopolitical and climatic environment, the need for robust, emission-free and decentralised technologies is growing rapidly.

With its innovative anion exchange membrane technology (AEM), Enapter AG is well positioned to benefit disproportionately in this environment. Due to its numerous technological and economic advantages, AEM electrolysis is considered to be particularly sustainable. Enapter's systems do not require expensive precious metals such as iridium, scandium or yttrium and are also not affected by potential PFAS regulations. Numerous analyses - including by the European Commission's Clean Hydrogen Partnership - confirm the high future potential of AEM technology.

Enapter is the commercial market leader for AEM electrolysers. These achieve very good key figures in key performance dimensions such as energy efficiency, operating flexibility and operating costs. A key competitive advantage also lies in the modular product design and the scalable production approach based on the modular principle. This not only enables cost-efficient series production, but also rapid upscaling. The AEM Nexus and the AEM Flex 120 demonstrate this scalability in practice.

In addition, Enapter's technology offers very dynamic operating flexibility: the 1 MW electrolyser can be operated in the range from 3 % to 100 % load, which is particularly important in the context of fluctuating renewable energy sources. For example, the combination of classic alkaline electrolysis with flexible AEM electrolysers - controlled by intelligent energy management software (EMS) - can increase operating times and efficiency and thus significantly reduce the levelised cost of hydrogen (LCOH) - a decisive factor in international competition.

By focussing on the core competence in the development and production of high-performance stacks, the cooperation with the joint venture in China and the international expansion of the core and partner network, potential cost savings can be exploited and sales and procurement risks mitigated.

The Enapter Group therefore sees itself in a good strategic position for 2025 and the coming years to benefit in particular from the global market ramp-up in the field of green hydrogen.

Report on the expected development

Economic framework conditions

Geopolitical uncertainty will remain the most influential factor on macroeconomic development in 2025. Economists assume that the global community of states will continue to fragment, resulting in an increasing localisation of supply chains and accelerated geo-economic bloc formation - both factors that have a negative impact on global trade. Economic growth of around 2.8% is therefore forecast to be lower than in [31]

This uncertainty is affecting Europe's largest economy - Germany - particularly badly. Companies and households are noticeably unsettled and economic output is likely to stagnate. The OECD and the ifo Institute are forecasting minimal growth in Germany's price-adjusted gross domestic product of 0.[32] . At the beginning of 2025, the general order situation will fall short of expectations. Industry and construction are most affected by the decline. However, other areas of the economy are normalising: The inflation rate is expected to fall from 2.3% in the previous year to 1.9%[2], with gas and electricity prices in particular set to become more favourable. After several tough years, the energy crisis resulting from the war in Ukraine appears to have been largely overcome. The global economic situation is forecast to ease in the middle of the year, which will also have a positive impact on consumer behaviour and willingness to invest.

The American economy also appears to be in a precarious situation following Trump's re-election. Economists are occasionally warning of a so-called "Trumpcession", which could turn into negative economic growth. The Atlanta Fed is forecasting a decline in economic output of 2.8% for the first quarter alone, while other economic experts are still predicting solid growth. Uncertainty over redundancies, budget cuts by Elon Musk's Doge, price increases due to trade wars and numerous military conflicts could have an impact on investment decisions and private consumption - economic uncertainty is higher than it has been since the coronavirus pandemic and the 2008/09 financial [33]

Global growth is also being driven primarily by the fast-growing and emerging Asian markets. A solid driver in the region is China, which is likely to achieve its growth targets and appears largely stable after several uncertain years. The Indian economy, which only recently overtook Japan from fourth place among the world's largest economic powers, is continuing its above-average [34] . Neighbouring regions such as Australia and the Middle East are also recording stable growth, which is why the overall outlook for the development of the global economy is positive. The risk of further trade conflicts stands in the way of a consistently positive assessment.

31 https://unric.org/de/un-prognostizieren-fuer-2025-ein-weltwirtschaftswachstum-von-28-prozent/
32 Tagesschau.de
33 Tagesschau, 2025
34 Oxford Economics, 2025

Market for green hydrogen

The restrained market growth in recent years was primarily due to three factors: the lack of a clear political framework in key markets, the reluctance of end customers to sign long-term purchase agreements and the relatively small number of electrolysis projects that have already been commissioned in the megawatt _[35]. Although market analysts see steady improvements in all three areas in 2025, they also agree that the explosive market growth that has been predicted for years will not materialise for another two to three years.

The political framework conditions in Europe are largely fixed, which is why investor confidence in stable market development is expected to increase further and the proportion of projects with finalised investment decisions will continue to rise. The EU is supporting this with new Europe-wide funding programmes and further rounds of auctions by the European Hydrogen Bank, which are complemented by national _[36]. Despite all these efforts, demand for green hydrogen continues to fall short of expectations, and major projects are also being postponed or cancelled. The steel industry in particular has recently appeared very cautious. Demand is expected to be generated primarily in the refinery, aviation and defence _[37]

In the USA, market participants are waiting for the Trump administration's final decision. It is assumed that the budget cuts in the hydrogen sector will be nowhere near as severe as in other areas of the green economy. Many hydrogen projects are planned in Republican-governed states, which is why drastic budget cuts appear unlikely. Blue hydrogen in particular will gain popularity in the US due to its proximity to the oil & gas _[38]. Nevertheless, it is possible that the disbursement of the announced subsidies will be significantly delayed, which is why project developers should consider two scenarios - one with and one without subsidies - in their business and investment _[39]. In the public debate, hydrogen will be seen as an instrument for achieving energy independence rather than the beacon of hope for the energy transition, a narrative that will also be supported under Trump.

China will continue to consolidate its leading position as the largest hydrogen market, but various other countries also have ambitious growth plans. A sharp increase in project announcements is expected in Latin America and South East Asia in particular. Worldwide, the number of countries with dedicated hydrogen strategies will continue to rise. By the end of 2024, more than 55 countries had already published a national hydrogen strategy, while 31 other countries are working on publishing their own _[40]

Annual deliveries of electrolysers are expected to almost double from around 3.5 GW to 6[41]. This is healthy growth, but nowhere near the exponential growth that would be necessary to achieve our climate targets by 2030.[42]

Despite continued growth, many projects are facing economic and political uncertainties, such as project delays and cancellations. European competitors are facing increasing competition from China. There is concern that European projects will increasingly have to rely on non- European technologies.

In summary, while global hydrogen electrolyser capacity is on an upward trend and large-scale projects are underway, the industry will need to overcome economic, infrastructure and competitive challenges to realise its full potential by 2025. This presents significant market opportunities for Enapter - particularly by positioning itself in strategically important markets such as the USA, Europe and Asia with agile core, build and sales partners.

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35 BNEF 2024, MyKinsey and Company 2024, IEA 2024
36 European Commission, Joint Undertaking
37 ING Diba
38 Green Hydrogen Coalition
39 Precursor
40 https://www.iea.org
41 https://about.bnef.com
42 https://www.europa.eu)

Sales and business development

In 2025, we will continue the implementation of our strategic adjustment / focus on the development and production of intelligent AEM stack modules for use in modular, scalable electrolysers in the multi-megawatt range, which we began in 2024. In doing so, we are aligning our resources and capabilities with our company's mission to be a stable and recognised technology leader for the production of green hydrogen.

For the coming 2025 financial year, we are planning sales of between EUR 39 million and EUR 42 million from deliveries of electrolysers, stack and stack modules, additional components, maintenance/service and other services. Around 70% of the planned orders are confirmed by the order backlog for 2025 (around EUR 30 million). Around 2/3 of this order backlog relates to electrolysers in the megawatt range.

We have strengthened our own sales with the introduction of the Core Partner Programme and licence and service models. With incoming orders totalling around EUR 50 million in the past year alone, we are optimistic about the new orders to be won in the current year. We currently see risks in the geopolitical and trade policy uncertainties, but also opportunities for new sales markets, particularly for areas of application for the decentralised production of hydrogen for mobile energy supply and emergency solutions for missing or endangered infrastructure and for flexible mobility solutions.

We can draw on qualified personnel from single-core electrolyser production to scale up production of the stacks at the Pisa site. We have increased our chemical production capacities and intend to start industrialising electrode production in 2025.

We utilise the capacities of our build partners and, in particular, our joint venture Wolong Enapter for the final production of the supporting components and auxiliary systems required for the electrolysers (known as BoP or balance of plant). Together with our core partners, we can minimise site-related risks.

We are planning personnel and operating costs at the same level as the previous year.

We are aiming for a balanced EBITDA in the range of EUR -2 to +/0 million for the financial year.

Earnings forecast and overall statement

In the 2025 financial year, we will increasingly focus on ramping up stack production at the Pisa site. This applies to our current generation of stacks, but also in particular to the development of the next generation of stacks for electrolysers in the multi-megawatt class, which should be completed in 2025 and then go into production in the following year.

For 2025, Enapter expects EBITDA in the range of EUR -2 to +/0 million with sales of around EUR 39-42 million.

We are also focussing on the further development of our megawatt-class electrolysers with our team and our partners with the aim of opening up additional sales markets and leveraging cost potential. We endeavour to mitigate increasing procurement risks through international sourcing. Operating costs are monitored and, if necessary, adjusted in line with sales development, thereby strengthening our earnings and financial power.

For Enapter AG in the separate financial statements as the parent company of the Group, we expect comparable sales revenues and a slightly negative result in 2025.

Takeover-relevant information

As a listed company whose voting shares are listed on an organised market within the meaning of Section 2 (7) of the German Securities Acquisition and Takeover Act (WpÜG), Enapter AG is obliged to include the information specified in Sections 289a and 315a of the German Commercial Code (HGB) in the management report. They are intended to enable a third party interested in taking over a listed company to form an impression of the company, its structure and any obstacles to a takeover.

Composition of the subscribed capital

The subscribed capital of Enapter AG totalled EUR 29,072,934 on the balance sheet date and was divided into 29,072,934 ordinary bearer shares with no par value (no-par value shares) with a notional interest in the share capital of EUR 1.00 per share. The share capital is fully paid up in the amount of EUR 29,072,934. All shares carry the same rights and obligations; there are no shares of different classes. Each share in Enapter AG grants one vote at the Annual General Meeting and an equal share in profits.

Restrictions on voting rights and transferability

To the knowledge of the Executive Board, there are no agreements in the 2024 financial year that could be considered restrictions within the meaning of Section 315a sentence 1 no. 2 and Section 289a sentence 1 no. 2 HGB

Direct or indirect shareholdings in the capital that exceed 10 per cent of the voting rights

As at 31 December 2024, the Management Board was aware of the following direct and indirect shareholdings in the capital that exceeded 10% of the voting rights

BluGreen Company Limited, Hong Kong.

Holders of shares with special rights conferring powers of control and a description of these special rights

The company has not issued any shares with special rights in accordance with Section 315a sentence 1 no. 4 and Section 289a sentence 1 no. 4 HGB. Employees do not participate in the capital within the meaning of Section 315a sentence 1 no. 5 and Section 289a sentence 1 no. 5 HGB.

Provisions on the appointment and dismissal of the Management Board and amendments to the Articles of Association

Members of the Management Board are appointed and dismissed on the basis of Sections 84 and 85 AktG. In accordance with Section 84 AktG, the members of the Executive Board are appointed by the Supervisory Board for a maximum term of office of five years. Reappointment or extension of the term of office is permitted. In accordance with Section 5 of the Articles of Association, the Management Board of Enapter AG consists of one or more members. The Supervisory Board decides on the number of members of the Management Board, the appointment and revocation of appointments and the employment contracts. The Supervisory Board may appoint a Chairman of the Management Board and a Deputy Chairman. The Supervisory Board may revoke the appointment of a member of the Management Board for good cause. Such a reason is, in particular, gross breach of duty, inability to manage the company properly or withdrawal of confidence by the Annual General Meeting, unless confidence was withdrawn for obviously improper reasons.

Any amendment to the Articles of Association requires a resolution by the Annual General Meeting. The resolution of the Annual General Meeting requires a majority of at least three quarters of the share capital represented when the resolution is passed. In accordance with Section 179 (2) sentence 2 AktG, the Articles of Association may stipulate a different capital majority, but only a larger capital majority for a change to the object of the company. According to the Articles of Association of Enapter AG, the Annual General Meeting adopts its resolutions with a simple majority of the votes cast and - if the law prescribes a capital majority in addition to the majority of votes - with a simple majority of the share capital represented when the resolution is adopted, unless mandatory statutory provisions stipulate otherwise.

Authorisations of the Management Board, in particular with regard to the possibility of issuing or buying back shares

On 20 June 2024, the Annual General Meeting resolved to create new Authorised Capital 2024. The Executive Board is authorised, with the approval of the Supervisory Board, to increase the company's share capital by a total of up to EUR 13,597,500.00 in the period until 19 June 2029 by issuing up to 13,597,500 new no-par value shares on one or more occasions in return for cash and/or non-cash contributions (Authorised Capital 2024). The authorised capital 2024 was partially utilised to the extent of the capital increase carried out in 2024 and currently amounts to EUR 11,719,566.00.

On 20 June 2024, the Annual General Meeting resolved to create new Contingent Capital WSV 2024. The share capital is conditionally increased by up to EUR 13,597,500.00 by issuing up to 13,597,500 new no-par value bearer shares with dividend entitlement from the beginning of the last financial year for which no resolution on the appropriation of profits has yet been passed (Conditional Capital WSV 2024). The conditional capital has not yet been used since approval by the Annual General Meeting on 20 June 2024.

The Annual General Meeting on 6 May 2021 created the conditions under stock corporation law for a variable remuneration system with a long-term incentive effect for current and future employees and members of the company's Executive Board as well as members of the management bodies and employees of current or future affiliated companies. For this purpose, a share option plan ("Share Option Plan 2021") was resolved, according to which the Executive Board is to be authorised, with the approval of the Supervisory Board or the Supervisory Board, to issue up to 2,310,130 options to current and future employees and members of the Executive Board of the company as well as to employees and members of the management bodies of current or future affiliated companies. The company's share capital will be conditionally increased by up to EUR 2,310,130.00 by issuing up to 2,310,130 no-par value bearer shares (Conditional Capital SOP 2021). The conditional capital increase will only be implemented to the extent that the holders of the options issued exercise their right to subscribe to shares in the company.

Significant agreements that are subject to a change of control

The company is currently involved as a borrower in loan agreements with a total volume of around EUR 25.6 million, which can be cancelled by the lenders in the event of a change of control.

Compensation agreements in the event of a takeover bid

There are no compensation agreements between the company and members of the Management Board or employees in the event of a takeover bid.

Further information

Dependency report

The Management Board of Enapter AG has prepared a report on the company's relationship with affiliated companies in accordance with Section 312 (1) sentence 1 AktG. The Management Board of Enapter AG declares as follows:

"In the legal transactions and measures listed in the report on relationships with affiliated companies for the financial year ended 31 December 2024, Enapter AG received appropriate consideration for each legal transaction according to the circumstances known to the Management Board at the time the legal transactions were carried out or the measures were taken or omitted, and was not disadvantaged by the fact that the measures were taken or omitted.

Remuneration report

The remuneration report for the 2024 financial year together with the auditor's report in accordance with Section 162 AktG will be made permanently available to the public at https://enapterag.de/corporate-governance/.

Corporate governance declaration in accordance with Section 289f HGB and Section 315d HGB

The corporate governance declaration in accordance with Section 289f HGB and Section 315d HGB is available on the company's website at https://enapterag.de/corporate-governance/.

Consolidated financial statements

of Enapter AG as at 31 December 2024

2

Group - Balance sheet

as at 31 December 202 4

ASSETS	Notes to the financial statements	31.12.24	31.12.23
	No.	EUR	EUR
Non-current assets			
Intangible assets	III.A.(1)	14.381.542	11.973.180
Property, plant and equipment	III.A.(2)	70.877.616	72.902.136
Rights of use	III.A.(3)	880.509	1.007.161
Shares in associated companies	III.A.(4)	491.890	-
Other financial assets	III.A.(5)	303.731	732.068
Deferred tax assets	III.A.(6)	16.154	15.956
		86.951.442	**86.630.502**
Current assets			
Inventories	III.A.(7)	8.844.681	11.310.472
Receivables from goods and services	III.A.(8)	37.298.103	23.269.444
Other assets	III.A.(9)	5.574.473	5.608.781
Cash and cash equivalents	III.A.(10)	4.568.162	14.589.245
		56.285.420	**54.777.943**
Balance sheet total		**143.236.861**	**141.408.445**

PASSIVA	Notes to the financial statements	31.12.24	31.12.23
	No.	EUR	EUR
Equity capital			
Subscribed capital	III.A.(11)	29.072.934	27.195.000
Capital reserves	III.A.(12)	93.722.551	88.622.478
Retained earnings	III.A.(13)	-35.560.254	-28.396.078
Other reserves	III.A.(14)	-70.705	8.471
Consolidated net income for the year		-20.735.447	-7.164.177
Total equity		**66.429.078**	**80.265.694**
Of which attributable to:			
Share of equity attributable to owners of the parent company		66.431.492	80.266.334
Non-controlling interests		-2.413	-639
Total equity		**66.429.078**	**80.265.695**
Non-current liabilities			
Tax liabilities		700.840	860.475
Other financial liabilities	III.A.(15)	32.404.772	38.107.457
Leasing liabilities	III.A.(16)	458.186	579.156
Provisions	III.A.(17)	885.889	771.387
Passive accruals and deferrals	III.A.(18)	2.422.982	2.079.452
		36.872.669	**42.397.927**
Current liabilities			
Other financial liabilities	III.A.(15)	4.697.509	1.003.694
Leasing liabilities	III.A.(16)	166.880	134.601
Liabilities from deliveries and services	III.A.(19)	7.545.951	5.533.806
Other liabilities	III.A.(20)	23.146.898	6.912.098
Provisions	III.A.(17)	3.900.354	4.438.182
Passive accruals and deferrals	III.A.(18)	477.522	722.442
Total current liabilities		**39.935.114**	**18.744.823**
Balance sheet total		**143.236.861**	**141.408.445**

Consolidated income statement

for the period from 1 January to 31 December 2024

	Notes to the financial statements	2024	2023
	No.	EUR	EUR
Sales revenue	II.F.;II.B.(1)	21.437.878	31.605.509
Other own work capitalised	III.A.(1-2)	3.379.838	4.075.815
Change in inventories of finished goods and work in progress	III.A.(7)	-2.105.909	2.077.921
Other operating income	III.B.(2)	4.521.563	4.115.730
Cost of materials	III.B.(3)	-12.700.240	-12.960.953
Personnel expenses	III.B.(4)	-11.730.090	-13.560.903
Amortisation, depreciation and impairment of intangible assets and property, plant and equipment	III.A.(1-3)	-6.013.558	-4.167.883
Other operating expenses	III.B.(5)	-9.736.884	-13.867.468
Financial income	III.B.(6)	35.954	1.860
Financial expenses	III.B.(6)	-5.646.071	-3.620.261
Result from associated companies		-2.333.088	0
Earnings before taxes		**-20.890.608**	**-6.300.634**
Income tax expense	III.B.(7)	155.161	-863.543
Consolidated net income		**-20.735.447**	**-7.164.177**
Of which attributable to:			
Shareholders of the parent company		-20.733.689	-7.162.927
Non-controlling interests	III.B.(8)	-1.758	-1.250
		-20.733.689	-7.164.177
Earnings per share			
Undiluted, based on the profit attributable to the holders of ordinary shares of the parent company	III.B.(9)	-0,75	-0,26
diluted, based on the earnings attributable to the holders of ordinary shares in the parent company	III.B.(9)	-0,75	-0,26

Consolidated statement of comprehensive income

for the period from 1 January to 31 December 2024

	Notes to the financial statements	2024	2023
	No.	EUR	EUR
Consolidated net income		**-20.735.447**	**-7.164.177**
Other comprehensive income after income taxes			
Remeasurement of the net defined benefit liability	III.A.(17)	-16.062	-39.040
Items that will not be reclassified to the income statement		**-16.062**	**-39.040**
Derivative financial instruments	III.A.(14)	-63.114	-21.488
Difference from currency translation		0	0
Items that may be reclassified to the income statement		**-63.114**	**-21.488**
Other result		**-79.176**	**-60.528**
Consolidated comprehensive income		**-20.814.623**	**-7.224.705**
Of which attributable to:			
Shareholders of the parent company		-20.812.849	-7.223.443
Non-controlling interests	III.B.(8)	-1.774	-1.262
		-20.814.623	-7.224.705

Group - Statement of changes in equity

for the period from 1 January to 31 December 2024

	Subscribed capital	Capital reserves	Retained earnings	Other reserves	Total equity	Equity attributable to the share-holders of the parent company	Non-controlling interests	Total equity
	EUR	**EUR**	**EUR**	**EUR**	**EUR**		**EUR**	**EUR**
Notes to the financial statements	III.A.(11)	III.A.(12)	III.A.(13)	III.A.(14)			III.B.(8)	
Status 1 January 2023	**27.195.000**	**87.586.151**	**-28.396.078**	**68.999**	**86.454.072**	**86.453.450**	**623**	**86.454.072**
Cash capital increase Enapter AG	-	-	-	-	-	-	-	0
Costs of capital procurement	-	-	-	-	-	-	-	0
Share-based payment	-	1.036.327	-	-	1.036.327	1.036.327	-	1.036.327
Consolidated net income	-	-	-7.164.177		-7.164.177	-7.162.927	-1.250	-7.164.177
Other result	-	-	-	-60.528	-60.528	-60.516	-12	-60.528
Status 31.12.2023	**27.195.000**	**88.622.478**	**-35.560.254**	**8.471**	**80.265.695**	**80.266.334**	**-639**	**80.265.695**
Status 1 January 2024	**27.195.000**	**88.622.**	**-35.560.254**	**8.**	**80.265.695**	**80.266.334**		**80.265.695**
Cash capital increase Enapter AG	1.877.934	6.122.070	-	-	8.000.004	8.000.004	0	8.000.004
Costs of capital procurement	-	-760.709	-	-	-760.709	-760.709		-760.709
Share-based payment	-	-261.288	-	-	-261.288	-261.288		-261.288
Consolidated net income	-	-	-20.735.447		-20.735.447	-20.733.689	-1.758	-20.735.447
Other result	-	-	-	-79.176	-79.176	-79.160	-16	-79.176
Status 31.12.2024	**29.072.934**	**93.722.551**	**-56.295.701**	**-70.705**	**66.429.078**	**66.431.492**	**-2.413**	**66.429.078**

Consolidated cash flow statement

for the period from 1 January to 31 December 2024

		2024	2023
Ongoing business activities	**Notes to the financial statements**	**EUR**	**EUR**
Consolidated net income after taxes		-20.735.447	-7.164.177
Income taxes		-155.161	863.543
Financial result	III.B.(7)	5.610.117	3.618.401
Depreciation, amortisation and impairment of non-current assets	III.A.(1-3)	6.013.558	4.167.883
Interest received		35.954	1.860
Interest paid		-5.646.071	-2.885.337
Income taxes paid		-4.672	-3.068
+/- Increase/decrease in non-current provisions		114.502	166.504
+/- Increase/decrease in current provisions		-537.828	3.195.140
Change in net working capital:			
+/- Decrease/increase in trade receivables and other receivables		-13.994.352	-14.793.373
-/+ Increase/decrease in inventories		2.465.791	-2.889.029
Increase/decrease in trade payables and other liabilities		18.345.555	720.763
Other non-cash transactions		-735	933.587
Cash flows from operating activities		**-8.488.789**	**-14.067.304**
Investment activity			
Payments for the acquisition of intangible assets	III.A.(1)	-4.869.411	-4.496.261
Payments for the acquisition of property, plant and equipment	III.A.(2)	-1.347.911	-5.929.524
Cash flows from investing activities		**-6.217.322**	**-10.425.786**
Financing activities			
Proceeds from the issue of new shares	III.A.(16)	8.000.004	0
Transaction costs for the issue of shares	III.A.(16)	-760.709	0
Payments for the amortisation portion of lease liabilities	III.A.(16)	-149.030	-126.681
Proceeds from the assumption of financial liabilities	IV.E.	0	34.595.533
Disbursements in connection with the extension of existing financing		-500.000	0
Payments from the repayment of financial liabilities	IV.E.	-1.905.238	-457.339
Cash flows from financing activities		**4.685.028**	**34.011.512**
Change in cash and cash equivalents		**-10.021.083**	**9.518.422**
Cash and cash equivalents as at 1 January		14.589.245	5.070.823
Cash and cash equivalents as at 31 December of the previous period	III.A.(10)	**4.568.162**	**14.589.245**
Composition of cash and cash equivalents		**31.12.2024**	**31.12.2023**
Cash at banks	III.A.(10)	4.568.162	14.589.245

Group - Notes

as at 31 December 2024

I. General principles

A. Information on the company and the Group

Enapter AG, Düsseldorf is a stock corporation under German law (hereinafter referred to as "Enapter AG" or "Company"). Enapter AG is registered in the commercial register at Düsseldorf Local Court under number HRB 104171 and has its registered office in Düsseldorf and its business address at Glockengiesserwall 3 in 20095 Hamburg.

As at 31 December 2024, Enapter AG had share capital of EUR 29,072,934 with 29,072,934 no-par value bearer shares. The shares are admitted to the regulated market of the Frankfurt and Hamburg stock exchanges. Accordingly, the company is considered a large corporation in accordance with Section 267 (3) HGB in conjunction with Section 264d HGB as at the balance sheet date. The ISIN for the listed shares (International Securities Identification Number) is DE000A255G02, the WKN (securities identification number) is A255G0 and the stock exchange symbol is H2O.

Enapter AG acts as a holding company that provides management and functional services for the subsidiaries it controls (hereinafter referred to as "Enapter" or "Group" or "Group of Companies").

Subsidiaries of the company and included in the consolidated financial statements are Enapter S.r.l., Crespina Lorenzana (Pisa), Italy, Enapter GmbH, Hamburg, Enapter Immobilien GmbH, Saerbeck and the subsidiary Enapter (Thailand) Co. Ltd, Thailand, which was founded in 2023. With the exception of Enapter S.r.l. (99.98% of the shares), Enapter AG holds 100% of the shares in all subsidiaries. Enapter 000 (also Enapter LLC), St. Petersburg, Russia, was no longer included in the consolidated financial statements.

Enapter designs and manufactures electrolysers / hydrogen generators based on a patented anion exchange membrane electrolysis.

B. Legal basis for the preparation of the consolidated financial statements

The company's consolidated financial statements were prepared in accordance with the International Financial Reporting Standards (IFRS), as applicable in the European Union (EU), and the supplementary provisions of commercial law pursuant to Section 315e (1) of the German Commercial Code (HGB). The requirements of the standards (IFRS/IAS) and interpretations (IFRIC/SIC) that were mandatory as at the balance sheet date were met. For the preparation of the consolidated financial statements on a going concern basis, please refer to section II.E. The term IFRS is used consistently in the following.

The consolidated financial statements of Enapter AG are prepared in euros (EUR). Unless otherwise stated, all figures are rounded up or down to the nearest euro (EUR). As a result of rounding, figures in this report may not add up exactly to the totals provided and percentages may not add up exactly to the figures shown.

The financial year of Enapter AG and its subsidiaries included in the consolidated financial statements corresponds to the calendar year. The reporting date is the reporting date of the parent company.

In accordance with IAS 1, the consolidated balance sheet is divided into non-current and current assets and liabilities . Assets and liabilities with a maturity of one year are categorised as current assets. The consolidated statement of comprehensive income was prepared using the nature of expense method.

The majority shareholder BluGreen Company Limited, based in Hong Kong ("BluGreen"), is an unlisted corporation domiciled in Hong Kong and does not prepare consolidated financial statements. Enapter AG, Düsseldorf, prepares the consolidated financial statements for both the smallest and the largest group of companies.

The consolidated financial statements for the reporting period ending on 31 December 2024 (including the comparative figures for the 2023 financial year) were approved and released for publication by the Executive Board on 24 April 2025.

The significant accounting policies applied in the preparation of the consolidated financial statements as at 31 December 2024 are summarised below.

II. Consolidation and accounting regulations

Apart from the standards, interpretations and amendments to be applied for the first time in the financial year, the Enapter Group has not made any significant changes to its accounting policies.

A. Accounting regulations

Accounting standards issued by the IASB and applied for the first time

IFRS pronouncement (published on)	Title	To be applied for financial years beginning on or after
Amendments to IAS 1 (23 January 2020, 15 July 2020 and 31 October 2022)	Classification of debt as current or non-current, classification of debt as current or non-current - deferral of the effective date and non-current debt with ancillary conditions	01.01.2024
Amendments to IFRS 16 (22 September 2022	Lease liability in a sale and leaseback transaction	01.01.2024
Amendments to IAS 7 and IFRS 7	Supplier financing agreements	01.01.2024

The new or amended standards have had no or no material impact on the consolidated financial statements of the Enapter Group.

The following table shows the standards issued by the IASB that have not yet been applied and are relevant to the Group.

Accounting standards issued by the IASB that have not yet been applied

IFRS pronouncement (published on)	Title	To be applied for financial years beginning on or after
Amendments to IAS 21 (15 August 2023)	Effects from currency differences: Lack of exchangeability	01.01.2025
Amendments to IFRS 9 and IFRS 7 (30 May 2024)	Changes to the classification and measurement of financial instruments	01.01.2026
Annual improvements to IFRS (18 July 2024)	Annual improvements, Volume 11	01.01.2026
Amendments to IFRS 9 and IFRS 7 (18 December 2024)	Contracts relating to nature-based electricity	01.01.2026
IFRS 18 (9 April 2024)	Presentation and disclosures in the financial statements	01.01.2027
IFRS 19 (9 May 2024)	Subsidiaries without public accountability: Disclosures	01.01.2027

The Enapter Group does not make use of the right to voluntarily apply the standards issued by the IASB prior to their mandatory application. No material effects on the consolidated financial statements are expected.

B. Consolidation principles

The consolidated financial statements include the financial statements of the company and the subsidiary prepared in accordance with uniform accounting and valuation methods. Subsidiaries controlled by the Group are **fully consolidated**. The Group controls a company if it is exposed to or has rights to variable returns and has the ability to affect those returns through its power over the company. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control begins and until the date on which control ends.

The Group generally recognises **business combinations** using the purchase method. As part of capital consolidation, the acquisition costs of the acquired shares are offset against the equity of the subsidiaries attributable to the Group. The identifiable net assets acquired and the consideration transferred are generally recognised at fair value. Any positive difference arising on initial consolidation between the acquisition cost of the acquired shares and the identifiable net assets is recognised as goodwill. Goodwill is tested annually for impairment. A negative difference is recognised immediately in profit or loss following a further review of all valuations.

Enapter Immobilien GmbH, Saerbeck, continues to be included in the consolidated financial statements. Following the conclusion of a trust agreement between Platin 2551 GmbH, Frankfurt (trustee), Enapter AG (trustor) and Patrimonium Middle Market Debt Societe d'Investissement a Capital Variable - Fonds d'Investissment Specialise, Luxembourg (beneficiary) on 30 October 2024, Enapter AG holds the shares 22,476 to 25,000 in Enapter Immobilen GmbH, which legally correspond to a 10.1% interest in Enapter Immobilien GmbH. This agreement was made in connection with the extension of the repayment of the bearer bond from 28 February 2025 to 29 February 2028. Due to the economic agreements made (pure security trust), a controlling influence continues to be exercised.

Associates - companies in which Enapter has the power to exercise significant influence over operating and financial policies (usually through direct or indirect voting rights of 20% to 50%). Associated companies are accounted for in the consolidated financial statements using the equity method and are initially recognised at cost. Enapter's share of the associate's post-acquisition profit or loss is recognised in the consolidated income statement, while the share of changes in equity not recognised in profit or loss is recognised directly in equity. The cumulative changes after the acquisition date increase or decrease the carrying amount of the investment in the associate. If the losses of an associated company that are attributable to Enapter correspond to or exceed the value of the share in this company, no further shares of losses are recognised unless Enapter has entered into obligations or made payments for the associated company. The investment in an associate is the carrying amount of the investment plus any long-term interests that are attributable to the economic substance of Enapter's net investment in the associate.

All intragroup receivables and liabilities, expenses and income as well as intercompany profits and losses are eliminated as part of the **consolidation of liabilities, expenses and income**.

C. Use of discretionary judgements and estimates

The preparation of the consolidated financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Management estimates and assumptions relating to the amount and recognition of recognised assets and liabilities, income and expenses and the disclosure of contingent liabilities are necessary when preparing the consolidated financial statements in accordance with IFRS. Assumptions and estimates have an impact on the measurement of assets, provisions and liabilities in the consolidated financial statements, particularly with regard to the recognition criteria and accounting policies for intangible assets, the recoverability of financial assets and the resulting impairment losses, the determination of useful lives for intangible assets and property, plant and equipment, and the recognition and measurement of other provisions.

The assumptions and estimates as at the reporting date are based on current circumstances and knowledge. The forward-looking assumptions and estimates as at the reporting date take into account the expected future business development, the circumstances prevailing at the time the consolidated financial statements were prepared and the assumed realistic future development of the global and industry-specific environment. The actual amounts may differ from the estimated values due to developments in these general conditions that deviate from the assumptions and are beyond the control of management. In the event of such a development, the assumptions and, if necessary, the carrying amounts of the affected assets and liabilities are adjusted to the new level of knowledge.

Revenue is measured on the basis of the consideration specified in a contract with a customer. The Group recognises revenue when it transfers control of a good or service to a customer. There is room for discretion, particularly with regard to determining the point in time at which performance obligations from licence agreements with customers are fulfilled. Please refer to Note "10 Revenue recognition" for information on the revenue recognition method.

Enapter AG calculates the expense from the option programme on the basis of the fair value on the grant date. Estimating the fair value requires the determination of the most suitable valuation method, which depends on the conditions of the option programme. It is also necessary to determine the input factors for the valuation model (share price, exercise price, term, risk-free interest rate, expected volatility and expected dividend yield).

In Note III.A.(4), H2 Core Systems GmbH is presented as an associated company of the Group, as Enapter AG holds a stake of around 24.7% and therefore has a significant influence over the associated company. There are no special agreements under company or contractual law. The 49% stake in Wolong Enapter Hydrogen Energy Technology Co., Ltd. (JV) in Shaoxing City, Zhejiang Province, People's Republic of China, which was founded in the financial year, is also recognised here.

Warlike disputes, geopolitical tensions on the consolidated financial statements may also result from declining and more volatile share prices, interest rate adjustments in various countries, increasing volatility in foreign currency exchange rates, deteriorating creditworthiness, payment defaults or late payments, delays in incoming orders and also in the execution of orders or fulfilment of contracts, contract cancellations, adjusted or modified sales revenue and cost structures, the restricted use of assets, restricted or impossible access to customers' premises or the difficulty of making predictions and forecasts due to uncertainties regarding the amount and timing of cash flows. These factors can affect the fair values and carrying amounts of assets and liabilities, the amount and timing of earnings realisation and cash flows. Please refer to Note III.8 for information on the calculation of valuation allowances due to expected credit losses on trade receivables.

Management has prepared the consolidated financial statements on the assumption that Enapter AG and its subsidiaries will be able to continue as a going concern. As an early-stage technology company, the company is dependent on future external financing or the ability of its shareholders to provide the necessary funds in order to continue as a going concern. Enapter expects the losses and associated cash outflows to continue until production and the associated sales of the electrolysers have ramped up. The Group will be financed during the ramp-up phase with additional equity, subsidies and debt capital. However, there is an inherent risk that financing rounds may not be successful as expected. If the financial and earnings planning is not met or the planned funding is not realised on time, the continued existence of the company would be jeopardised.

D. Segment reporting

In the reporting period, the Group only had one reportable segment - the design and production of hydrogen generators based on a patented anion exchange membrane (AEM) electrolysis process. In the reporting period, business activities were not managed internally separately according to products, services or geographical markets. All significant operating activities are currently bundled in Enapter S.r.l..

E. Accounting and valuation principles

Apart from the standards, interpretations and amendments to be applied for the first time in the financial year, the Enapter Group has not made any significant changes to its accounting policies.

Currency conversion

The consolidated financial statements are prepared in euros, the functional currency of the parent company.

Foreign currency transactions are generally translated into the functional currency by Group companies at the time of the transaction using the applicable spot rate.

Monetary assets and liabilities in a foreign currency are translated into the functional currency on each reporting date using the spot rate on the reporting date. Differences arising from the settlement or translation of monetary items are recognised in profit or loss. Non-monetary items that are measured at historical cost in a foreign currency are translated at the exchange rate on the date of the transaction.

The assets and liabilities of the foreign subsidiary are translated into euros at the closing rate on the balance sheet date. Equity was translated at the historical exchange rate. Income and expenses are translated at the average exchange rate for the year. The translation differences resulting from the translation are recognised in other comprehensive income.

The following exchange rates were used as a basis:

	RMB/EUR	EUR/RMB
Closing rate 31.12.2024	7,5833	0,13187
Average share price 2024	7,7875	0,12841

	THB/EUR	EUR/RMB
Closing rate 31.12.2024	35,6760	0,02803
Average share price 2024	38,1810	0,02619

Share-based payment

Enapter AG has launched an option programme for management, senior executives and other key employees with a volume of up to 2,310,130 options. Enapter AG has the option to settle claims from the option programme by physical delivery of shares or in cash. The company intends to settle the claims by delivering shares. The option programme is therefore treated as equity-settled share-based payment. In this context, the company issued employee options for the first time in 2021 in two tranches with a maximum term of eleven years, consisting of a vesting period of four years and an exercise period of seven years. In 2022, the company issued employee options in two further tranches with the same conditions. With the approval of the Annual General Meeting on 6 July 2023 and the resolution of the Supervisory Board on 12 September 2023, the exercise price and the exercise conditions for the 2021 and 2022 tranches were adjusted.

In January 2024, the company issued employee options in a further tranche with modified conditions. Furthermore, in December, the members of the Management Board partially waived options at the old conditions and an equal number of options were granted at updated conditions.

The adjustment was recognised in accordance with the IFRS 2 principles for modifications. Within the exercise period, options may be exercised without restriction, with the exception of certain measures to avoid insider trading. All options are subject to a service condition and a non-market-related performance condition.

The service condition is a vesting period of three years. The expense resulting from the issue of the options is recognised pro rata during the vesting period. This is offset by a corresponding increase in equity.

The fair value is determined by applying the Black-Scholes model, taking into account the conditions under which the employee options were granted.

Balance sheet

(1) Intangible assets

Intangible assets are initially recognised at acquisition or production cost. In subsequent periods, intangible assets are recognised at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets with a finite useful life are amortised over their useful economic life and tested for impairment if there are indications that the intangible asset may be impaired. The amortisation period and the amortisation method for intangible assets with a finite useful life are reviewed at least at the end of each reporting period. Changes in the amortisation method or amortisation period required due to changes in the expected useful life or the expected consumption of the future economic benefits embodied in the asset are treated as changes in estimates.

Intangible assets with an indefinite useful life are tested for impairment at least once a year for the individual asset or at the level of the cash-generating unit. These intangible assets are not amortised. The useful life of an intangible asset with an indefinite useful life is reviewed once a year to determine whether the assessment of an indefinite useful life is still justified. If this is not the case, the assessment is changed prospectively from an indefinite to a finite useful life.

An intangible asset is derecognised either on disposal (i.e. at the time when the recipient obtains control) or when no further economic benefit is expected from the continued use or sale of the recognised asset. Gains or losses from the derecognition of intangible assets are calculated as the difference between the net disposal proceeds and the carrying amount of the asset and recognised in profit or loss in the period in which the asset is derecognised.

Research and development costs

Research costs are recognised as an expense in the period in which they are incurred. Development costs for an individual project are only capitalised as an intangible asset if the Group can prove the following:

- the technical feasibility of completing the intangible asset so that it can be used internally or sold;
- the intention to complete the intangible asset and the ability and intention to use or sell it;
- the manner in which the asset will generate future economic benefits;
- the availability of resources for the purpose of completing the asset;
- the ability to reliably determine the expenditure attributable to the intangible asset during its development.

After initial recognition, development costs are recognised as an asset at cost less accumulated impairment losses and amortised over their expected useful life, which is generally five years.

An impairment test is carried out annually during the development phase.

(2) Property, plant and equipment

Property, plant and equipment are recognised at cost less accumulated depreciation and impairment losses.

Depreciation is recognised to allocate the cost of the assets over their estimated useful lives - between 3 years for computer equipment and 25 years for buildings - using the straight-line method.

The residual values, useful lives and depreciation method are reviewed at the end of each financial year to ensure that the amount, method and duration of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the property, plant and equipment. The carrying amounts of property, plant and equipment are reviewed for impairment whenever events or circumstances indicate that the carrying amount may no longer be recoverable.

(3) Leasing, right-of-use assets and lease liabilities

a) Enapter as lessee

For leases for the rental of production and office space, motor vehicles and other assets, the Group as lessee recognises a lease liability in the amount of the present value of the lease payments to be made over the term of the lease. When determining the present value, fixed lease payments, variable index-based payments, reasonably certain renewal options, exercise prices of purchase options and payments from early termination of the lease less rental incentives received are taken into account. The calculated lease payments are determined at the inception of the lease using the corresponding term-specific incremental borrowing rate. The lease liability is amortised until the lease expires in the amount of the repayment portion of the lease payment. Corresponding interest expenses are recognised in the financial result.

Corresponding to the lease liabilities, the Group as lessee capitalises a right-of-use asset in the amount of the acquisition costs at the inception of the lease, possibly increased by initial direct costs, dismantling costs or similar. The right-of-use assets are capitalised over the term of the lease or, if applicable, over the shorter useful life of the leased asset.

b) Enapter as lessor

Leases in which the Group is the lessor are classified as finance or operating leases in accordance with the requirements. If the terms of the lease transfer substantially all the risks and rewards incidental to ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

(4) Shares in associated companies

Investments in associates and the joint venture are recognised using the equity method. They are initially recognised at cost, including transaction costs. After initial recognition, the consolidated financial statements include the Group's share of the total comprehensive income of the investments accounted for using the equity method until the date on which the significant influence or joint control ends.

(5) Financial instruments

Financial assets and liabilities are recognised when the Group becomes a party to the contractual provisions of the financial instrument. Initial measurement takes place on the settlement date. Financial assets are derecognised when the contractual rights to receive payments from the asset have expired or when substantially all the risks and rewards of ownership of the financial asset have been transferred. Financial liabilities are derecognised when they are settled, cancelled or expire.

IFRS 9 contains three basic categories for the classification of financial assets: measured at amortised cost, measured at fair value through other comprehensive income (FVOCI) and measured at fair value through profit or loss (FVTPL). The classification of financial assets in accordance with IFRS 9 is based on the company's business model for managing financial assets and the characteristics of the contractual cash flows.

c) Financial assets

Financial assets are initially recognised at fair value less transaction costs. Subsequent measurement depends on the business model on the basis of which the asset is held.

Investments in associates are recognised in the consolidated balance sheet at cost, adjusted for changes in the Group's share of the associate's profit or loss and other comprehensive income after the acquisition date.

In addition to the shares in an associated company and a smaller investment in a partnership, the Group only holds financial assets whose business model is to hold them until the contractual cash flows are collected and which only trigger interest and principal payments at specified times. After initial recognition, these financial assets are measured at amortised cost using the effective interest method less an allowance for impairment. They are not discounted if the effects of discounting are immaterial for the presentation of the Group's net assets, financial position and results of operations. Cash and cash equivalents, trade receivables and other receivables fall into this category of financial instruments.

Impairments of financial assets in the categories measured at amortised cost on the one hand and measured at fair value through other comprehensive income with recycling of the changes in value recognised in other comprehensive income on the other are taken into account in accordance with IFRS 9 using the expected credit loss model, which provides for three stages. For financial assets in stage 1, a risk provision in the amount of the expected twelve-month loss must be recognised. This comprises the present value of the expected payment defaults resulting from default events within the first twelve months. If a financial asset shows a significant increase in credit risk since the time of initial recognition, the impairment is calculated in the amount of the present value of the lifetime expected credit loss and the asset is allocated to level 2. A financial asset is allocated to stage 3 if there is objective evidence that impairment has already occurred. This includes the high probability of insolvency proceedings, significant financial difficulties of a debtor or the loss of an active market for financial assets. In stage 3, impairments are recognised in the amount of the expected credit losses over the entire term of the financial asset.

Simplification rules exist for certain financial assets such as trade receivables. For these financial assets, a general risk provision is recognised in the amount of the expected losses over the remaining term, which is determined on the basis of past experience. These are allocated to stage 2 of the impairment model on initial recognition. If there is an impairment of creditworthiness or a default, the receivable in question is transferred to stage 3. Receivables that are more than 90 days overdue provide objective evidence that the creditworthiness of a financial asset is impaired.

The credit and default risk from financial assets consists of the risk of default by a contractual partner and is therefore limited to the maximum amount of the claims from recognised carrying amounts against the respective counterparty. Enapter AG carries out regular assessments to identify significant increases in credit risk. This is essentially based on default probabilities and overdue information.

d) Financial liabilities

The Group's financial liabilities include trade payables, other liabilities and liabilities to related parties. All financial liabilities fall into the category "measured at amortised cost".

Financial liabilities are initially recognised at fair value less transaction costs. In subsequent periods, financial liabilities are measured at amortised cost using the effective interest method.

(6) Inventories

Inventories are measured at the lower of cost and net realisable value. Acquisition or production costs are measured using the average cost method. Production costs include directly attributable direct costs and overheads. Net realisable value represents the estimated selling price of inventories less all estimated costs necessary to complete and sell them.

(7) Trade receivables, other receivables and other assets

Trade receivables, other receivables and other assets do not bear interest. They are recognised at cost less allowances for uncollectible amounts.

(8) Cash and cash equivalents

Cash and cash equivalents consist of cash and bank balances with a maturity of up to 3 months and which are only subject to an insignificant risk of fluctuations in value. They are recognised at their nominal value.

(9) Provisions

Provisions are recognised if it is probable that the Group is subject to a present obligation (legal or constructive) as a result of a past event, for the fulfilment of which it must expect an outflow of resources embodying economic benefits, and if a reliable estimate can be made of the amount of the obligation. If the Group expects some or all of the amounts recognised as provisions to be reimbursed, the reimbursement amount is recognised as a separate asset, but only to the extent that reimbursement is virtually certain.

Provisions are reviewed at each balance sheet date and adjusted if necessary to reflect the current best estimate of the obligations. If an outflow of resources to settle the obligation is no longer probable, the provisions are reversed.

Income statement and statement of comprehensive income

(10) Revenue recognition

Sales include all revenues resulting from the ordinary business activities of the Enapter Group. Sales revenue is recognised excluding value added tax and other taxes levied on customers and paid to the tax authorities. The Enapter Group generates revenue primarily from the sale of hydrogen generators. The Group recognises revenue when it transfers control of a product or service to a customer. Revenue is recognised in the amount of the consideration to which the Group expects to be entitled in exchange for these goods or services.

In the financial year, Enapter recognised revenue from product sales on the basis of bill-and-hold agreements. In these cases, revenue is recognised before the goods are physically shipped to the customer as soon as Enapter has invoiced the products and the other requirements of IFRS 15.B81 are met.

If Enapter's performance obligation is to transfer rights, revenue is recognised when the customer can benefit from the transferred rights either separately or together with other resources that are readily available to the customer (i.e., the good or service is distinct) and Enapter's promise to transfer the rights to the customer is separable from other promises in the contract (i.e., the promise to transfer the rights is distinct in the context of the contract).

Enapter recognises revenue from licence agreements (distribution licences) that are linked to the delivery of Enapter products over the licence period. Revenue from these licence agreements is recognised in accordance with IFRS 15.B63 based on the expected delivery of Enapter products to the licensee over the expected licence period.

Based on the Group's assessment, the fair values and individual selling prices of the respective contractual performance obligations are largely comparable.

(11) Government grants

Government grants are recognised when there is reasonable assurance that the grants will be received and the conditions attached to them will be complied with. Expense-related grants are recognised as income over the period over which the corresponding expenses that they are intended to compensate are recognised. Grants for an asset are recognised as income over the estimated useful life of the corresponding asset.

If the Group receives grants in the form of non-monetary assets, the asset and the grant are recognised at nominal value and released to income in equal annual instalments over the estimated useful life of the asset, based on the expected consumption of the future economic benefit of the corresponding asset.

(12) Cash flow hedges (hedging)

The effective portion of changes in the fair value of derivative instruments designated as cash flow hedges is recognised in other comprehensive income after taxes. The ineffective portion is recognised immediately in the consolidated income statement. Amounts accumulated in equity are recognised in the consolidated income statement in the same periods in which the underlying transaction affects the consolidated income statement.

III. Explanation of the items in the consolidated balance sheet and the consolidated statement of comprehensive income

A. Balance sheet

Assets

Non-current assets

(1) Intangible assets

The Enapter Group is active in **research and development** in the field of hydrogen systems with a focus on electrolysis, project management in renewable energy systems and smart grid technology. Specifically, the Enapter Group develops and manufactures electrolysers based on anion exchange membrane technology ("AEM"). These electrolysers produce compressed hydrogen directly from water and electricity at a pressure of 35 bar. As at 31 December 2024, the Enapter Group employed a total of 61 (previous year: 69) people in the research and development team.

The most important **patent** of the Enapter group is the approved patent for an "Apparatus for the production of hydrogen on demand by electrolysis of aqueous solutions from a dry cathode". According to the summary of the European Patent Office, this invention relates to a device for the electrolytic production of hydrogen, which can operate intermittently or with strong power fluctuations and directly provides pressurised hydrogen of high purity. The high degree of purity of 99.9% is achieved without liquid separation. This patent protects the Enapter Group's anion-exchange membrane electrolysis technology against imitation, as the dry cathode concept does not depend on a particular type of membrane or catalyst formulation.

Intangible assets are made up as follows:

Acquisition or production costs	Capitalised development costs	Patents, software and trademarks	Total
	EUR	EUR	EUR
Status as at 1 January 2024	**14.802.068**	**1.105.843**	**15.907.911**
Additions	3.478.997	1.390.414	4.869.411
Transfers / disposals	0	-13.680	-13.680
Status as at 31 December 2024	**18.281.065**	**2.482.577**	**20.763.641**
Accumulated amortisation			
	EUR	**EUR**	**EUR**
Status as at 1 January 2024	**3.405.235**	**529.497**	**3.934.731**
Scheduled depreciation and amortisation	2.114.413	333.868	2.448.281
Transfers / disposals	0	-912	-912
Status as at 31 December 2024	**5.519.647**	**862.452**	**6.382.099**
Carrying amount as at 31 December 2023	11.396.833	576.347	11.973.180
Carrying amount as at 31 December 2024	**12.761.417**	**1.620.125**	**14.381.542**

Acquisition or production costs	Capitalised development costs	Patents, software and trademarks	Total
	EUR	EUR	EUR
Status as at 1 January 2023	**11.402.147**	**923.425**	**12.325.573**
Additions	4.313.844	182.418	4.496.261
Departures	-913.923	0	-913.923
Status as at 31 December 2023	**14.802.068**	**1.105.843**	**15.907.911**
Accumulated amortisation			
	EUR	EUR	EUR
Status as at 1 January 2023	**1.826.829**	**226.652**	**2.053.481**
Scheduled depreciation and amortisation	1.578.405	302.845	1.881.250
Departures	0	0	0
Status as at 31 December 2023	**3.405.235**	**529.497**	**3.934.731**
Carrying amount as at 31 December 2022	9.575.318	696.774	10.272.092
Carrying amount as at 31 December 2023	**11.396.833**	**576.347**	**11.973.180**

This item mainly comprises capitalised development costs, patents and trademarks of Enapter S.r.l., Italy.

The main additions in 2024 at Enapter S.r.l. relate to development costs for ongoing internal projects that will be completed in subsequent years and then amortised over their expected useful life, which is generally five years. Patents are amortised over a useful life of fifteen years, while software and trademarks are amortised over an expected useful life of five years. In 2024, work was carried out on 26 projects, 7 projects were completed and 1 new project was started. An amount of EUR 3,380 thousand (previous year: EUR 4,076 thousand) was recognised in the income statement as other own work capitalised

(2) Property, plant and equipment

Property, plant and equipment in 2024 breaks down as follows

Acquisition or production costs	Land and buildings	Plant and machinery	Operating and office equipment	Advance payments and assets under construction	Total
	EUR	EUR	EUR	EUR	EUR
Status as at 1 January 2024	**57.005.983**	**4.062.190**	**2.341.850**	**13.202.127**	**76.612.150**
Additions	32.569	747.880	53.317	514.146	1.347.911
Departures	0	0	-6.520	0	-6.520
Rebookings	0	3.577.202	0	-3.577.202	0
Status as at 31 December 2024	**57.038.552**	**8.387.272**	**2.388.647**	**10.139.071**	**77.953.541**

Accumulated amortisation					
	EUR	EUR	EUR	EUR	EUR
Status as at 1 January 2024	**1.822.109**	**1.283.714**	**604.191**	**0**	**3.710.015**
Scheduled depreciation and amortisation	1.825.935	1.245.771	294.205	0	3.365.911
Status as at 31 December 2024	**3.648.044**	**2.529.485**	**898.396**	**0**	**7.075.925**

Carrying amount as at 31 December 2023	55.183.874	2.778.475	1.737.660	13.202.127	72.902.136
Carrying amount as at 31 December 2024	**53.390.508**	**5.857.787**	**1.490.251**	**10.139.071**	**70.877.616**

Acquisition or production costs	Land and buildings	Plant and machinery	Operating and office equipment	Advance payments and assets under construction	Total
	EUR	EUR	EUR	EUR	EUR
Status as at 1 January 2023	**20.344.583**	**3.025.502**	**1.699.749**	**44.475.713**	**69.545.546**
Additions	42.282	1.037.192	998.520	5.382.049	7.460.043
Departures	0	-505	-356.419	-36.516	-393.439
Rebookings	36.619.118	0	0	-36.619.118	0
Status as at 31 December 2023	**57.005.983**	**4.062.190**	**2.341.850**	**13.202.127**	**76.612.150**

Accumulated amortisation					
	EUR	EUR	EUR	EUR	EUR
Status as at 1 January 2023	**476.257**	**842.828**	**326.784**	**0**	**1.645.868**
Scheduled depreciation and amortisation	1.345.853	440.886	277.407	0	2.064.146
Status as at 31 December 2023	**1.822.109**	**1.283.714**	**604.191**	**0**	**3.710.015**

Carrying amount as at 31 December 2022	19.868.326	2.182.674	1.372.965	44.475.713	67.899.678
Carrying amount as at 31 December 2023	**55.183.874**	**2.778.475**	**1.737.660**	**13.202.127**	**72.902.136**

The main additions in 2024 relate to investments in technical equipment and machinery at Enapter S.r.l.

The reclassifications at Enapter GmbH from advance payments and assets under construction to the technical equipment and machinery items are mainly in connection with the storage system in Saerbeck

In February 2023, financing was concluded with the Patrimonium Middle Market Debt Fund, a private debt fund of Patrimonium Asset Management AG, through the issue of a bearer bond with a nominal value of EUR 25,625 thousand. A first-ranking land charge on the property of the Enapter Campus in Saerbeck was registered as collateral for all claims arising from the bonds in the amount of EUR 25,625 thousand. In October 2024, this loan was extended until 2028.

(3) Rights of use

The Enapter Group leases various assets, mainly buildings and company vehicles, usually with fixed lease payments. The average term of the leases is around 3 years for company vehicles and around 3 to 9 years for buildings (taking into account the predominantly probable utilisation of extension options). The Enapter Group has no purchase options for the acquisition of certain buildings at predetermined amounts at the end of the lease term.

Taking into account additions, disposals and amortisation in the 2024 financial year, the right-of-use assets developed as follows as at the reporting date

Acquisition or production costs	**Land and buildings**	**Maintenance expenses**	**Operating and office equipment**	**Total**
	EUR	EUR	EUR	EUR
Status as at 1 January 2024	**917.010**	**522.604**	**371.735**	**1.811.348**
Additions	57.296	0	40.230	97.526
Departures	-51.153	0	0	-51.153
Status as at 31 December 2024	**923.153**	**522.604**	**411.965**	**1.857.722**
Accumulated amortisation				
	EUR	EUR	EUR	EUR
Status as at 1 January 2024	**503.203**	**200.465**	**100.519**	**804.187**
Scheduled depreciation and amortisation	71.523	45.936	77.903	195.361
Departures	-22.336	0	0	-22.336
Status as at 31 December 2024	**552.390**	**246.401**	**178.422**	**977.213**
Carrying amount as at 31 December 2023	413.806	322.139	271.215	1.007.161
Carrying amount as at 31 December 2024	**370.763**	**276.203**	**233.543**	**880.509**

Acquisition or production costs	Land and buildings	Maintenance expenses	Operating and office equipment	Total
	EUR	EUR	EUR	EUR
Status as at 1 January 2023	**917.010**	**508.957**	**64.745**	**1.490.712**
Additions	0	13.647	306.989	320.636
Departures	0	0	0	0
Status as at 31 December 2023	**917.010**	**522.604**	**371.735**	**1.811.348**

Accumulated amortisation				
	EUR	EUR	EUR	EUR
Status as at 1 January 2023	**396.617**	**154.935**	**30.148**	**581.701**
Scheduled depreciation and amortisation	106.586	45.530	70.371	222.487
Departures	0	0	0	0
Status as at 31 December 2023	**503.203**	**200.465**	**100.519**	**804.187**

Carrying amount as at 31 December 2022	520.392	354.022	34.597	909.012
Carrying amount as at 31 December 2023	**413.806**	**322.139**	**271.215**	**1.007.161**

The maintenance expenses capitalised under right-of-use assets mainly relate to modernisation expenses for the leased production and office space at Enapter S.r.l. in Italy, which are depreciated in line with the expected lease and rental period. In addition, most technical vehicles such as forklift trucks and company motor vehicles are leased.

Amounts recognised in the consolidated income statement:

Amortisation of rights of use:

- TEUR 195 (previous year: TEUR 222)

Interest expense on lease liabilities:

- TEUR 15 (previous year: TEUR 58)

Total cash outflows from leases totalled EUR 164 thousand in the reporting year (previous year: EUR 185 thousand).

For the composition of lease liabilities and the maturity analysis of lease liabilities, please refer to section III.A.(16).

There are no relationships from sale and leaseback transactions. Leases with variable lease payments that are linked to sales from the leased stores have not currently been agreed. There are no right-of-use assets that are recognised in accordance with the revaluation model.

(4) Investments in associated companies

By notarial deed dated 27 December 2022, Enapter AG acquired 10,714 of a total of 35,714 shares in H2 Core Systems GmbH (H2 Core), Heide. H2 Core AG is a stock corporation under German law with its registered office in Düsseldorf and its business address in Heide. H2 Core AG has a share capital of EUR 11,825,326.00. The shares are admitted to the regulated market of the Hamburg Stock Exchange. In addition, the authorised H2Core shares are currently included in over-the-counter trading on the stock exchanges in Frankfurt, Munich and Berlin. The ISIN for the listed shares (International Securities Identification Number) is DE000A0H1GY2, the WKN (securities identification number) is A0H1GY. The purpose of the investment is to strengthen co-operation, particularly with regard to the integration of our electrolysers at customers. Enapter AG holds a stake of around 24.7% in H2 Core (31 December 2023: 26.3%). There are no special corporate or contractual agreements or restrictions on voting rights, meaning that a significant influence on H2 Core is assumed and the shares in H2 Core are recognised using the equity method.

The summarised financial information of H2 Core is shown below. The summarised financial information corresponds to the amounts in the provisional annual financial statements of H2 Core as at 30 June 2024, as the financial statements as at 31 December 2024 have not yet been finalised.

Enapter AG has founded a joint venture company together with Wolong Electric Group Co, Ltd, Shaoxing City, Zhejiang Province. Enapter holds a 49% stake in the joint venture company Wolong Enapter Hydrogen Energy Technology Co., Ltd. (JV) in Shaoxing City, Zhejiang Province, People's Republic of China. The JV will be granted an exclusive licence for the sale and production of AEM electrolysers in China, for which Enapter will receive a licence fee of 3% of future sales. Enapter will also provide fee-based engineering services and technical support to the joint venture. The Wolong Group holds a 51% stake and has contributed around EUR 2.0 million in cash to the joint venture company. The Wolong Group is responsible for providing sufficient financing and production resources as well as the necessary personnel to set up production, sales and support. Here too, there are no special corporate or contractual agreements or voting restrictions, meaning that significant influence over Wolong Enapter Hydrogen Energy Technology Co., Ltd. (JV) is assumed and the shares are recognised using the equity method.

	31.12.2024	30.06.2024	31.12.2024	31.12.2023
	TEUR	TEUR	TEUR	TEUR
	Wolong Enapter Hydrogen Energy Technology Co., Ltd.	H2 Core AG	Total	H2Core AG only
Amount of the investment	49,0%	24,7%		26,3%
Current assets	1.955	17.864	19.819	18.830
Non-current assets	1.669	991	2.660	425
Current liabilities	-1.052	-9.522	-10.574	-13.444
Non-current liabilities	0	-5.631	-5.631	0
Net assets attributable to the total shareholders of the company (100%)	**2.572**	**3.702**	**6.274**	**5.811**
Net assets attributable to the Group	**1.260**	**916**	**2.176**	**1.526**
Effect of capital increase at associated companies*	0	0	0	-1.516
Elimination of unrealised gains from delivery transactions	-768	-1.005	-1.773	-1.325
Goodwill	0	963	963	963
Expected negative result 2nd half-year	0	-874	-874	0
Intermediate value	0	0	0	-352
of which deferred income	0	0	0	352
Amortised carrying amount of associates	**492**	**0**	**492**	**0**
Sales revenue	162	3.128	3.289	5.322
Net profit for the year (from continuing operations)	-1.422	-2.467	-3.889	0
Other result	0	0	0	0
Overall result (100%)	**-1.422**	**-2.467**	**-3.889**	**0**
Total comprehensive income attributable to the Group	**-697**	**-609**	**-1.306**	**0**
Change/elimination of unrealised intercompany profits	192	320	512	-1.325
Dividends received from associated companies	0	0	0	0

*Enapter did not participate in the capital increase

The carrying amounts of the investments in associates developed as follows in the 2024 financial year

	Wolong	H2C	
	Bet. in associated companies	Bet. in associated companies	Equalisation item on the liabilities side
Acquisition cost of the investment / valuation as at the previous year's reporting date	1.960	0	-352
Elimination of interim profit from contribution in kind Wolong	-960	0	0
Pro rata reversal of deferred income	0	0	320
Acquisition of additional shares	0	918	0
Sale of shares	0	-21	0
Proportionate result	-505	-629	0
Reclassification of equalisation items on the liabilities side against the carrying amount of the investment	0	-32	32
Devaluation due to anticipated losses 2nd half-year	0	-236	0
FX differences	-3	0	0
Equity approach Participation/approach deferred income 31.12.2024	**492**	**0**	**0**

As part of the transaction with the associated company H2Core, current deferred income of EUR 352 thousand was recognised in the 2023 financial year. Enapter had adjusted the gross profit margin of the products delivered to H2Core in 2023 but not yet used in production as at the reporting date, in accordance with the equity interest of 30%. This led to an increase in the cost of materials of EUR 1,325 thousand in the previous year, as a result of which the carrying amount of the investment in H2Core was reduced by EUR 973 thousand in other financial assets. The remaining amount of EUR 352 thousand was recognised as current deferred income on the liabilities side of the balance sheet. As some of the materials supplied by Enapter are used in production at H2Core, the deferred gross profit margin was reversed on a pro rata basis in the 2024 financial year (EUR 320 thousand). It is expected that the materials will be fully utilised by H2Core in the short term, which is why they are classified as current.

The carrying amount of the joint venture Wolong Enapter Hydrogen Energy Technology Co., Ltd. founded in 2023 includes the pro rata result for the 2024 financial year as well as the pro rata elimination of an interim profit of EUR 960 thousand resulting from the contribution of a licence by Enapter AG as part of the capital increase. The amortisation of the contributed licences of EUR 192 thousand incurred at the level of the joint venture and attributable to Enapter AG was also eliminated on a pro rata basis.

(5) Other non-current financial assets

	31.12.2024	31.12.2023
	EUR	EUR
Interest rate swap	30.016	113.062
Participation Enapter (Thailand)	0	71.863
Deposited security deposits	22.099	23.943
Italian tax subsidies	211.949	521.136
Tax receivable from investment reserves	37.602	0
Partnership participation	2.064	2.064
	303.730	**732.068**

(6) Deferred tax assets

Deferred tax assets totalling EUR 16 thousand (previous year: EUR 16 thousand) are made up of temporary differences.

Current assets

(7) Inventories

Inventories are made up as follows:

	31.12.2024	31.12.2023
	EUR	EUR
Raw materials and supplies	7.280.213	7.704.354
Work in progress	1.157.111	1.350.890
Finished products	407.357	2.255.228
	8.844.681	**11.310.472**

The reduction in inventories by EUR 2,466 thousand to EUR 8,845 thousand is primarily the result of a decrease in finished goods due to sales.

(8) Trade receivables

As at the balance sheet date, trade receivables after value adjustments totalled EUR 37,298 thousand (previous year: EUR 23,269 thousand). Valuation allowances totalled EUR 612 thousand (previous year: EUR 571 thousand), which were mainly recognised at Enapter S.r.l. Trade receivables break down as follows in terms of their due dates as at the balance sheet date:

	31.12.2024	**31.12.2023**
Days	%	%
Not due	86%	93%
Overdue	14%	7%
< 30 days	0%	1%
31 - 60 days	3%	0%
61 - 120 days	1%	0%
> 120 days	10%	6%
	100%	**100%**

The increase in trade receivables by EUR 14,029 thousand is mainly due to deliveries in the last quarter of 2024. The receivables have a remaining term of less than one year.

Trade receivables include receivables from Clean H2 Inc., USA (Clean H2) in the amount of EUR 15,000 thousand. The partnership and distribution agreement concluded with Solar Invest International SE, Luxembourg (Solar Invest) for the USA was transferred to Clean H2 in February 2024. Solar Invest remains jointly liable for the liabilities arising from the agreement. The existing uncertainties arising from these receivables are to be mitigated by further appropriate measures. Clean H2's operating activities are progressing promisingly. There is no need for impairment as at the balance sheet date.

Against this background, the Enapter Group currently considers the default risks to be low.

(9) Other current non-financial assets

Other current non-financial assets essentially consist of the following items:

	31.12.2024	**31.12.2023**
	EUR	EUR
Advance payments made	3.275.759	2.596.367
Deposits	20.000	27.904
Receivables from	36.911	76.822
Foreign tax subsidies	1.235.188	1.077.570
Tax receivable from investment reserves	109.047	0
Value added tax	391.920	1.217.893
Income tax receivables	372	230
Creditors with debit balances	75.675	37.780
Prepaid expenses and deferred charges	368.212	429.755
Other	61.390	81.461
	5.574.473	**5.608.781**

The foreign (Italian) tax subsidies and tax credits allocated to current assets, which were capitalised at Enapter S.r.l, result from the possibility of offsetting costs for investments made in or for research and development projects against taxes and duties in Italy. The tax credits are calculated on the basis of the costs paid during a financial year, regardless of whether the project to which they relate has been completed or is still in progress. The company has used the credit to offset liabilities (such as contributions, withholdings and other taxes/levies). Please also refer to our comments on "Accruals and deferred income" in section III.A.(17).

Other assets have a remaining term of up to one year. Prepayments consist mainly of advance payments to suppliers.

(10) Cash and cash equivalents

This item mainly comprises bank balances in euros in Germany and Italy totalling EUR 4,568 thousand (previous year: EUR 14,589 thousand).

Liabilities

Equity capital

(11) Subscribed capital

The subscribed capital of Enapter AG as at 31 December 2024 amounts to EUR 29,072,934.00 after the capital increase carried out in October 2024 (previous year: EUR 27,195,000.00) and is divided into 29,072,934 ordinary bearer shares (no-par value shares) with a notional value of EUR 1.00. The shares are admitted to trading on the regulated market of the Frankfurt and Hamburg stock exchanges. The ISIN for the listed shares (International Securities Identification Number) is DE000A255G02, the WKN (securities identification number) is A255G0 and the stock exchange symbol is H2O

The company currently has the following authorised and conditional capital:

The authorised capital 2024 was increased by resolution of the Annual General Meeting on 20 June 2024, partially utilised to the extent of the capital increase carried out in 2024 and currently amounts to EUR 11,719,566.00.

On 20 June 2024, the Annual General Meeting resolved to create new Contingent Capital WSV 2024. The share capital is conditionally increased by up to EUR 13,597,500.00 by up to 13,597,500 new no-par value bearer shares with dividend rights from the beginning of the last financial year for which no resolution on the appropriation of profits has yet been passed (Conditional Capital WSV 2024). The Executive Board was authorised by the Annual General Meeting resolution, with the approval of the Supervisory Board, to issue convertible bonds and/or bonds with warrants or profit participation rights with or without conversion or subscription rights (hereinafter also referred to collectively as "bonds") in a total nominal amount of up to EUR 150,000,000.00 on one or more occasions until 19 June 2029. The holders of the bonds referred to in the previous sentence may be granted conversion or subscription rights to up to 13,597,500 no-par value shares in the company with a pro rata amount of the share capital totalling up to EUR 13,597,500.00. The conversion and subscription rights can be serviced from conditional capital to be resolved at this or future Annual General Meetings, from existing or future authorised capital and/or from a cash capital increase and/or from existing shares and/or provide for cash settlement instead of the delivery of shares. The conditional capital has not yet been used since approval by the Annual General Meeting on 20 June 2024.

The Annual General Meeting on 6 May 2021 created the conditions under stock corporation law for a variable remuneration system with a long-term incentive effect for current and future employees and members of the company's Executive Board as well as members of the management bodies and employees of current or future affiliated companies. For this purpose, a share option plan ("Share Option Plan 2021") was resolved, according to which the Executive Board is to be authorised, with the approval of the Supervisory Board or the Supervisory Board, to issue up to 2,310,130 options to current and future employees and members of the Executive Board of the company as well as to employees and members of the management bodies of current or future affiliated companies. The company's share capital will be conditionally increased by up to EUR 2,310,130.00 by issuing up to 2,310,130 no-par value bearer shares (Conditional Capital SOP 2021). At the Annual General Meeting on 6 July 2023, the share option plan was modified with regard to the exercise price, the waiting period and the performance target

(12) Capital reserve

The capital reserve amounted to EUR 93,722,551 as at 31 December 2024 (previous year: EUR 88,622,478). The increase in 2024 is mainly due to the issue premium of EUR 6,122,070 less capital procurement costs of EUR 760,709 generated as part of the capital increase totalling EUR 8,000,000. The share-based payment as part of the valuation of the share option plans resulted in income of EUR 261 thousand in the 2024 financial year (previous year: expense of EUR 1,036 thousand), which reduced the capital reserve accordingly.

(13) Retained earnings

Retained earnings include the accumulated results and totalled EUR -56,295,701 (previous year: EUR -35,560,254) as at the balance sheet date, including the consolidated result for the year.

(14) Other reserves

Other reserves mainly include expenses from the remeasurement of defined contribution pension plans for retired employees and changes in the value of derivative financial instruments that may be reclassified to the income statement and totalled EUR - 70,705 as at the balance sheet date (previous year: EUR+ 8,471).

Non-current and current liabilities

(15) Other financial liabilities

Other financial liabilities are made up as follows:

	31.12.2024	31.12.2023
	EUR	EUR
Long and medium term		
Promissory note loan	21.384.416	25.260.000
Loans to related parties	10.000.000	10.000.000
Bank loan	1.020.355	1.690.577
Other liabilities	0	1.156.880
	32.404.772	**38.107.457**
short term		
Loans to related parties	3.771.951	0
Bank loan	925.558	885.232
Other loans	0	118.462
	4.697.509	**1.003.694**
	37.102.281	**39.111.151**

In February 2023, the Enapter Group concluded financing of EUR 25,625 thousand with the Patrimonium Middle Market Debt Fund, a private debt fund of Patrimonium Asset Management AG (PAM), by issuing a bearer bond. The financing had an initial term of 2 years. The interest rate was 10% above the one-month Euribor rate and the premium was EUR 625 thousand. In concluding the corresponding agreements, Enapter had undertaken to provide appropriate collateral (land charge on the land and buildings of the Enapter Campus in Saerbeck, assignment of industrial property rights and receivables of the Group and assignment of movable assets and inventories as security) and to fulfil other closing and downstream conditions, e.g. compliance with certain financial covenants. By agreement dated 12 September 2024, the term of the loan was extended until the end of February 2028 against payment of a waiver fee of EUR 500 thousand and the interest rate was increased to 11.5% above the one-month Euribor rate.

On 29 December 2023, Enapter AG received a subordinated shareholder loan in the amount of EUR 10 million from the shareholder BluGreen Company Ltd, which held 49.84% of the shares in Enapter AG as at the reporting date. The financing has a term of at least 12 months and bears interest at 10% plus 1-month Euribor. The loan may only be repaid once the PAM loan has been repaid in full.

Enapter S.r.l. was granted a bank loan of EUR 2.5 million with a term of 72 months by Banco BPM S.p.a. in April 2021 as part of coronavirus support measures. The loan bears interest at 1.55 percentage points above the 3-month Euribor rate. A hedging transaction was concluded to hedge the interest rate risk. According to the terms and conditions, the loan can only be used for wages and all other operating costs (e.g. suppliers, investments), but is otherwise not subject to any covenants or conditions. In the course of the coronavirus crisis, Bank SIMEST S.p.a., Rome, Italy, also granted Enapter S.r.l. a subsidised loan of EUR 600,000 in August 2021 (term until 31 December 2027, interest rate 0.565%, two-year grace period, one-off processing fee 2%) on behalf of the Italian government. The loan was granted to promote exports, but is otherwise not subject to any conditions or requirements. The exact repayment terms depend on the development of Enapter S.r.l.'s equity and foreign sales. The bank loans are unsecured.

In the previous year, other non-current liabilities related to liabilities to the municipality of Saerbeck from development costs. These liabilities were repaid early in the reporting year.

(16) Leasing liabilities

The following table analyses the maturities of the payments from the leases and the reconciliation of the maturities of the lease liabilities:

	31.12.2024	31.12.2023
	EUR	EUR
Maturity analysis		
Due in one year	179.890	149.030
Due between two and five years	407.012	474.213
Due in more than five years	78.233	148.300
	665.135	**771.543**
Less unrealised interest income	-40.070	-57.786
Present value of lease payments	**625.066**	**713.757**
Recognised in the consolidated financial statements:		
Non-current and medium-term lease liabilities	458.186	579.156
Current lease liabilities	166.880	134.601
	625.066	**713.757**

Lease liabilities are monitored as part of liquidity management. There is no significant liquidity risk with regard to lease liabilities. The lease liabilities are effectively secured, as the rights to the leased assets recognised in the financial statements revert to the lessor in the event of default.

(17) Provisions

The (non-current) provisions are made up of benefit obligations arising from the termination of employment contracts and developed as follows in the 2024 financial year

Benefits due to the termination of employment relationships	**2024**	**2023**
	EUR	EUR
Status as at 1 January	**771.387**	**604.883**
Current service cost	204.207	192.741
Interest expenses	24.338	20.192
Revaluations	-	-
due to changes in financial assumptions	-917	25.322
due to experience-based adjustments	22.051	26.046
Payments made	-135.177	-97.798
Status as at 31.12.	**885.889**	**771.387**

The TFR fund ("Trattamento di Fine Rapporto"), commonly known in Italy by the acronym "TFR", is a mandatory benefit paid by the employer to the employee on termination of employment. The TFR was introduced in Italy in 1982 by Law 297 and is regulated in Art. 2120 of the Italian Civil Code. This type of benefit is a speciality for employees in the private sector. The TFR is paid by the employer to the employee upon termination of the employment relationship, regardless of the reason for termination, and is considered "deferred" compensation as it is calculated as a percentage of the salary earned (salaries, bonuses or commissions).

The projected unit credit method (PUCM) is used to calculate the present value of the defined benefit obligations and the associated current service cost and, if applicable, the past service cost. The Italian mortality table "ISTAT 2016" was used to calculate the probability of death. The discount rate was derived using recognised actuarial methods and amounts to 3.1% to 3.3% for the plan years. The inflation rates assumed in the calculation are between 2% in the plan years (previous year: plan years between 2% and 2.3%) and the assumed inflation-adjusted salary increase for 2024 of 3% (previous year: 3%).

The analysis carried out as part of a sensitivity analysis for the most important parameter showed that a reduction in the accounting interest rate by 50 base percentage points would result in a reduction in the defined benefit obligation of EUR 34 thousand (previous year: increase of EUR 37 thousand).

The actuarial losses recognised directly in equity in 2023 and 2022 are calculated as follows

Actuarial gains/losses recognised directly in equity (-)	**2024**	**2023**
	EUR	EUR
Status as at 1 January	**-19.411**	**-58.451**
Reassessment of benefits due to termination of employment relationships	21.134	51.369
less deferred taxes thereon	-8.454	-12.329
Status as at 31.12.	**-6.731**	**-19.411**

The (current) provisions are made up as follows:

	01.01.2024	Consumption	Resolution	Feed	31.12.2024
	EUR	EUR	EUR	EUR	EUR
Human Resources	852.502	175.600	1.030.757	353.855	0
Closing and audit costs	125.610	114.610	11.000	0	0
Guarantee	2.668.274	0	0	1.192.080	3.860.354
Other provisions	791.795	345.060	2.364.143	1.957.408	40.000
	4.438.182	**635.270**	**3.405.900**	**3.503.343**	**3.900.354**

	01.01.2023	Consumption	Resolution	Feed	31.12.2023
	EUR	EUR	EUR	EUR	EUR
Human Resources	272.413	197.414	-	777.503	852.502
Closing and audit costs	100.560	4.560		29.610	125.610
Guarantee	793.600	-	-	1.874.674	2.668.274
Other provisions	76.468	48.016	1.	764.865	791.795
	1.243.042	**249.990**	**1.**	**3.446.652**	**4.438.182**

The reduction in provisions is due increased provisions for warranties with increased sales revenues and the recognition of accruals for personnel expenses and other costs in liabilities in the interests of greater transparency.

(18) Passive accruals and deferrals

Grants for completed R&D projects that are subsidised by the Italian government are recognised as deferred income (current and non-current). Deferred income results from deferred income from government grants awarded to Enapter S.r.l. in Italy by the government for research and development costs (R&D). Due to new regulations in Italy, there is uncertainty as to whether this income can be recognised immediately after the costs are incurred or after the research and development projects have been completed. Enapter has decided to recognise the expected tax benefits and offsetting possibilities with other charges and levies only after completion of the projects or over the normal useful life of the capitalised development costs. Deferred income totalling EUR 2,901 thousand (previous year: EUR 2,801 thousand) mainly includes R&D grants deferred into the future; these are released over the expected useful life of the capitalised asset when the project to which the respective grant relates is completed.

As part of the transaction with the associated company H2Core, current deferred income of EUR 352 thousand was recognised in the previous year. In the previous year, Enapter had adjusted the gross profit margin of the products delivered to H2Core in 2023 but not yet used in production as at the reporting date, in accordance with the equity interest of 30%. This led to an increase in the cost of materials of EUR 1,325 thousand, as a result of which the carrying amount of the investment in H2Core was reduced by EUR 973 thousand in other financial assets. The remaining amount of EUR 352 thousand was recognised as current deferred income. The item was reversed in full in the 2024 financial year.

Deferred income developed as follows.

	01.01.2024	Rebookings	Feed	Resolution	31.12.2024
	EUR	EUR	EUR	EUR	EUR
Long term	2.079.452	0	2.320.788	1.977.258	2.422.982

Short term	722.442	0	235.017	479.936	477.522
	2.801.895	**0**	**2.555.805**	**2.457.194**	**2.900.505**

	01.01.2023	Rebookings	Feed	Resolution	31.12.2023
	EUR	EUR	EUR	EUR	EUR
Long term	1.844.323	-65.0710	585.076	284.875	2.079.452
Short term	310.447	65.0710	383.739	36.815	722.442
	2.154.770	**-**	**968.815**	**321.690**	**2.801.895**

(19) Trade accounts payable

Trade payables amounted to EUR 7,546 thousand as at the reporting date (previous year: EUR 5,534 thousand). The increase in current liabilities compared to 31 December 2023 is largely due to an increased volume of trade payables shortly before the end of the year. Trade payables and other liabilities have a total remaining term of up to one year.

(20) Other liabilities

Advance payments received and other liabilities are recognised as follows under other liabilities:

	31.12.2024	31.12.2023
	EUR	EUR
Advance payments received	15.619.525	5.894.185
Wage and salary	1.450.169	262.923
Social security	349.818	294.032
Income and other taxes	793.448	160.286
Wages and church tax	105.411	263.330
Benefit in kind obligations	3.190.500	0
Other	1.638.027	26.570
	23.146.898	6.901.326

Liabilities from obligations in kind relate to delivery obligations for ENAPTER products to a contractual partner

B. Consolidated statement of comprehensive income

(1) Sales revenue

The sales revenue by category generated in the 2024 and 2023 financial years was as follows

	2024	**2023**
	EUR	EUR
Sale of electrolysers, additional components and energy management systems	19.304.797	16.032.369
Service and other benefits	2.133.081	15.573.140
	21.437.878	**31.605.509**

Sales were generated in the following geographical areas:

	2024	**2023**
	EUR	EUR
Germany	4.378.038	11.297.420
Other European Union	4.006.207	17.115.639
Asia	9.378.752	1.899.435
Rest of the world	3.674.882	1.293.016
	21.437.878	**31.605.509**

Product-related revenue was generated from the sale of electrolysers and similar products manufactured and produced in-house as well as from the trade and resale of electrolysers and similar products and the associated software and control systems. The software and control systems are an integral part of the electrolysers. In future, the software will also be marketed independently

The main areas of application for the Enapter Group's products are decentralised energy storage solutions, industrial applications, mobility and research. Product sales of electrolysers, the associated components and other goods increased by around 20.4% from €16.4 million in 2023 to €19.3 million in 2024. In particular, single-core electrolysers and modules and, for the first time, multi-core electrolysers in the megawatt range contributed to this turnover.

Additional revenue of around EUR 2.1 million was generated in the financial year from licences, services and other services. In the previous year, revenue of EUR 15 million was realised due to the rights and assets transferred to Solar Invest International SE, Luxembourg. The agreement entered into with Solar Invest International SE was transferred to Clean H2 Inc. in the USA in February 2024. However, SII is liable for the remaining payments alongside Clean H2 Inc.

When recognising revenue as part of the exclusive partnership programme, Enapter AG follows the IFRS 15 system, according to which it is not the entire contract but the individual performance obligations contained therein that are regarded as reference objects. This is the case if each performance obligation is independent. According to IFRS 15.27, a performance obligation is separate if:

a) the customer can derive an independent benefit from the performance obligation and

b) the performance obligation can be distinguished from other obligations.

The company carefully reviews these criteria and recognises revenue as soon as they are met.

(2) Other operating income

Other operating income breaks down as follows:

	2024	2023
	EUR	EUR
Investment and other grants	1.811.460	3.126.332
Trade mark law Wolong participation	1.960.000	0
Prize money	0	574.148
Remuneration in kind	11.346	16.111
Income from currency translation	91.374	81.638
Income from the derecognition of liabilities and reversal of provisions	478.543	1.522
Insurance reimbursement	31.086	8.443
Other	137.753	307.536
	4.521.563	**4.115.730**

Other operating income totalling EUR 4,522 thousand (previous year: EUR 4,116 thousand) includes non-repayable grants amounting to EUR 1,811 thousand (previous year: EUR 3,126 thousand). These consist mainly of public subsidies and grants that were recognised in income in accordance with the projects completed in the financial year or when the purpose of the subsidies was fulfilled. In this context, we refer to the comments in III.A(8) and III.A.(18). In addition, income of EUR 1,960 thousand was realised from the capital raised for the joint venture in China from trademark rights transferred. The provision for potential legal disputes was partially reversed in the amount of EUR 235 thousand.

(3) Cost of materials

The cost of materials breaks down as follows:

	2024	2023
	EUR	EUR
Cost of raw materials, consumables and supplies	12.340.772	13.516.001
Expenses for purchased services	359.468	940.430
	12.700.240	14.456.431

(4) Personnel expenses

The personnel expenses for an average of 198 (previous year: 203) employees, excluding the managing directors of the subsidiaries, break down as follows:

	2024	2023
	EUR	EUR
Wages and salaries	9.319.045	11.106.816
Social security contributions and expenses for pensions and other benefits	2.411.045	2.454.087
	11.730.090	**13.560.903**

The employees (excluding the Executive Board and managing directors) worked in the following areas in 2024:

	2024 (average)	31.12.2024 (reporting date)	2023 (average)	31.12.2023 (reporting date)
Research & Development	66	61	74*	69*
Production	91	92	74	76
Administration	27	22	33	31
Marketing & Business Development	14	13	22	24
	198	**188**	**203**	**200**

*In 2023, the number of employees for software development at Enapter OOO, St. Petersburg, was no longer taken into account.

Share-based payment

Enapter AG has launched an option programme for management, senior executives and other key employees. As part of this programme, the company issued employee options in two tranches for the first time in 2021. In accordance with IFRS 2, the employee options are treated as equity-settled share-based payment transactions.

With the approval of the Annual General Meeting on 6 July 2023 and the resolution of the Supervisory Board on 12 September 2023, the exercise price and the exercise conditions for the 2021 and 2022 tranches were adjusted.

The modified option programme contains a non-market-related performance condition, which is that EBITDA adjusted for special effects must be achieved. In addition, the options must be earned over a period of three years. The expense is therefore recognised on a straight-line basis over this vesting period. For equity-settled share-based payment programmes, there is generally no remeasurement on subsequent balance sheet dates. The achievement of a defined EBITDA adjusted for special effects in the 2025 financial year is recognised as a non-market-related performance condition. A reassessment of the achievement of the performance target is therefore made on the following balance sheet dates. The measurement of the options is based on the Black-Scholes model.

In 2024, the company issued 647,000 employee options in a further tranche on modified terms. In December, 220,000 options were issued to the members of the Management Board on modified terms again. At the same time, two members of the Management Board waived a total of 200,000 options from previous tranches.

The following table illustrates the number of options and the changes during the year:

2024	
Exercisable on 1 January	884.250
Newly granted during the year	867.000

Discontinued in the financial year due to waiver	-200.000
Exercised during the year	-
Expired during the year	-
Exercisable as at 31 December	-
Still outstanding as at 31 December	1.358.550

The following table shows the input factors for determining the fair value of the options issued:

Tranche	Before 2023	2023	2024 I	2024 II
Valuation date	12 September	12 September	31 January	13 December
Fair value per option on grant date	6,92 EUR	7,18 EUR	EUR 1,11	EUR 2,20
Share _ [43]	EUR 12,35	EUR 12,75	EUR 4,15	EUR 3,95
Exercise price	EUR 9,88	EUR 10,07	EUR 10,07	EUR 3,19
_ [44]	7.5 years	7.5 years	7.5 years	7.5 years
Expected _ [45]	0,00%	28,55 %	34,31 %	44,47 %
Expected dividend yield		-		

As at 31 December 2024, the management of Enapter AG estimates fluctuation at 20.00% (previous year: 15%) p.a. and the probability of achieving the performance target at 75.00%.

The income from the share option programme for 2024 is shown in the following table

2024	
Total income	EUR 261,288.47

The reduction in equity due to the adjustments to the options amounts EUR 261,288.47 as at 31 December 2024 (previous year increase: EUR 1,036,327.25).

[43]Closing price on the Frankfurt Stock Exchange[44]As there is a possibility that employees will exercise their options early, it was assumed that the options will be exercised after 7.5 years on average due to a lack of historical data.

[44]As there is a possibility that employees will exercise their options early, it was assumed that the options will be exercised after 7.5 years on average due to a lack of historical data.

[45]The expected volatility on the reporting date was calculated on the basis of the historical volatility of Enapter AG shares and sector volatility

(5) Other operating expenses

Other operating expenses break down as follows:

	31.12.2024	31.12.2023
	EUR	EUR
Expenses for external services	710.693	30.537
Companies and persons related to software development and management services	268.377	1.406.713
Sales, distribution and marketing costs (incl. travelling expenses)	750.313	1.456.909
R&D expenditure	159.459	339.565
Costs for warranty/upgrade	1.255.730	2.689.328
Software, EDP, licences	171.128	100.435
Operating requirements	720.943	1.050.086
Ancillary rental and service costs, storage costs	931.347	754.754
Capital market and investor relations costs	540.499	299.256
Legal and consulting costs	2.775.457	2.623.319
Accounting, closing and audit costs	142.144	161.131
Supervisory Board	58.500	66.000
Advisory Board	36.000	36.000
Voluntary social benefits and training, other personnel-related costs	278.243	2.852
Insurance, contributions and fees	182.856	200.442
Currency conversion	30.810	121.969
Impairment of receivables	55.745	571.448
Impairment of inventories	0	738.685
Operating taxes	140.019	78
Borrowing costs	0	304.770
Other	528.620	913.192
	9.736.884	**13.867.468**

(6) Financial result

The financial result, consisting of financial income and financial expenses, is made up as follows:

	31.12.2024	31.12.2023
	EUR	EUR
Financial income		
Interest income from short-term bank deposits	549	1.860
Other	35.405	-
	35.954	**1.860**
Financial expenses		
Interest expenses for interest-bearing liabilities	5.644.634	3.587.076
Interest expenses from lease liabilities	1.437	33.185
Interest expenses from benefit obligations arising from the termination of employment relationships	-	-
	5.646.071	3.620.261
Financial result	**-5.610.117**	**-3.618.401**

(7) Income tax expense

The taxable income of Enapter AG is subject to a uniform corporation tax rate of 15% plus a solidarity surcharge of 5.5%. In conjunction with a trade tax burden of around 14% (previous year: 14%), this results in a combined income tax rate in Germany of around 30% (previous year: 30%) for the Group. The income tax rate for Enapter S.r.l. is 24% plus 4.82% for commercial income.

At Enapter AG, no deferred tax assets were recognised for domestic corporation tax loss carryforwards of EUR 24,090 thousand (previous year: EUR 13,553 thousand) and trade tax loss carryforwards of EUR 19,600 thousand (previous year: EUR 12,246 thousand), also due to a lack of sufficient certainty for their realisation with regard to the share transfers that took place in 2020. Foreign loss carryforwards, for which no deferred tax assets were capitalised either, amounted to EUR 28,188 thousand as at the balance sheet date (previous year: EUR 17,722 thousand).

The recognised income tax expense can be reconciled to the expected income tax expense as follows:

		31.12.2024	31.12.2023
		TEUR	TEUR
Reconciliation of income tax expense			
Consolidated earnings before taxes		-20.891	-6.301
Theoretical tax expense	30%	-6.267	-1.890
Effects from tax rate differences		102	383
Non-deductible expenses		79	183
Non-capitalised deferred taxes on tax loss carryforwards		5.185	1.507
Other tax effects		746	681
Income tax expense according to consolidated income statement		**-155**	**864**

(8) Non-controlling interests

The non-controlling interests relate to a non-Group shareholder in Enapter S.r.l., which held a 0.02% stake in Enapter S.r.l. as at 31 December (previous year: 0.02%).

(9) Earnings per share

The result attributable to the shareholders of the parent company amounts to EUR -20,733,689 in 2024 (previous year: EUR -7,162,927). The weighted average number of shares used to calculate basic and diluted earnings per share in 2024 was 27,524,282 shares (previous year: 27,195,000 shares). The issue of share options for employees (see section III.B.(4)) has no dilutive effect on earnings per share.

IV. Other information and explanations

A. Contingent liabilities

The amount of contingent liabilities as at 31 December 2024 is approximately EUR 1,560 thousand (previous year: EUR 2,383 thousand) and mainly consists of advance payment guarantees by Enapter AG for advance payments made to subsidiaries for multicore orders.

The company has concluded a consultancy agreement with the related party Enapter Co. Ltd, Thailand. The contract is for an indefinite period and can be cancelled in writing with a notice period of 3 months.

The company has concluded a management remuneration agreement with BluGreen Company Ltd, Hong Kong, an affiliated company. The monthly fee is EUR 35 thousand. The contract is for an indefinite period and can be cancelled in writing with a notice period of three months.

There were no other contingent liabilities as at the balance sheet date.

B. Capital management

Capital management is focussed on equity and loan financing. Equity totalled EUR 66,429 thousand on the reporting date (previous year: EUR 80,266 thousand). As a growth company in the field of research and development of hydrogen systems, capital management relates in particular to increasing resources in order to finance future growth. Following the successful completion of the first projects, the funds generated will be used to strengthen capital and drive further development.

C. Risk management and financial instruments

(1) Credit risks

According to IFRS 7, credit risk is the risk that one party to a financial instrument will cause a financial loss to the other party by failing to fulfil an obligation.

Credit risks can arise in the Enapter Group, particularly in the form of default risks. Default risks can arise for other financial assets if borrowers are unable to fulfil their obligations on time. The maximum default risk is reflected by the value of non-impaired financial receivables, which mainly consist of trade receivables, totalling EUR 37,298 thousand (previous year: EUR 23,269 thousand) (see section III.A.(8)). The Group continuously monitors the recoverability of receivables and takes additional security measures where necessary. In particular, it plans to take appropriate measures to strengthen Enapter's legal position and thus the recoverability of the receivables from Solar Invest and Clean H2. Against this background, the Enapter Group currently considers the default risks to be low.

The additional default risks for cash and cash equivalents and other receivables are considered to be very low or have already been reduced through valuation allowances. The maximum default risk is reflected by the respective carrying amount.

(2) Liquidity risks

The management regularly monitors investment requirements and ensures appropriate financing while safeguarding liquidity.

Liquidity risk describes the risk of not being able to fulfil obligations arising from financial liabilities. As at 31

December 2024, current assets exceeded current liabilities.

In February 2023, the Enapter Group concluded financing of EUR 25.6 million with the Patrimonium Middle Market Debt Fund, a private debt fund of Patrimonium Asset Management AG (PAM), by issuing a bearer bond. The financing initially had a term of 2 years. By agreement dated 12 September 2024, the term of the loan was extended until the end of February 2028. This secures the financing of the Enapter Group for the next 12 months. Blugreen Company Ltd, Hong Kong (BluGreen), granted Enapter AG a subordinated loan for a nominal amount of 10 million in December 2023. BluGreen is Enapter AG's largest shareholder with a stake of around 50%. The loan funds from BluGreen may only be repaid to BluGreen once the liabilities to PAM have been met in full. The further expansion of business activities is to be financed through suitable equity and/or debt capital measures.

There is no guarantee that future financing measures can be implemented to the extent that sufficient funds will be available for investments that the company considers necessary. There is also a risk that the company will not be able to raise the necessary funds elsewhere or at appropriate conditions. The Executive Board is confident that future capital requirements will be covered by suitable capital measures. However, if this is not successful, the Enapter Group would not be able to realise its business activities as planned.

(3) Market risks

e) Currency risks

Currency risks can arise from financial instruments that are denominated in a currency other than the functional currency and are of a monetary nature. As the operating company Enapter S.r.l. has its registered office and a large proportion of its customers in the eurozone and mostly invoices in euros, there is currently a lower foreign currency risk in the Group from operating activities. Enapter LLC, St. Petersburg, has only performed intra-Group activities. The equity measures implemented to date and the planned equity measures and loans to finance the Enapter Group are to be denominated in euros, meaning that there are only insignificant or no currency risks.

f) Interest rate risks

Enapter S.r.L. was granted a bank loan of EUR 2,500 thousand in April 2021 with a term of 72 months as part of coronavirus support measures. The loan bears interest at 1.55 percentage points above the three-month Euribor rate. A hedging transaction was concluded to hedge the interest rate risk.

In the course of the coronavirus crisis, Enapter S.r.l. received a subsidised loan of EUR 600,000 from an Italian bank on behalf of the Italian government in August 2021 (term until 31 December 2027, interest rate 0.565%, two-year grace period, one-off processing fee of 2%). The loan was granted to promote exports, but is otherwise not subject to any conditions or requirements. The exact repayment terms depend on the development of Enapter S.r.l.'s equity and foreign sales. No interest rate risk arises from the fixed interest rate for the term of the loan.

In February 2023, the Enapter Group concluded a financing agreement with the Patrimonium Middle Market Debt Fund, a private debt fund of Patrimonium Asset Management AG, for a nominal amount of EUR 25.6 million by issuing a bearer bond. The financing initially had a term of 2 years. By agreement dated 12 September 2024, the term of the loan was extended until the end of February 2028 and the interest rate was increased to 11.5% above the one-month Euribor. No hedging was undertaken against fluctuations in the variable interest rate.

On 29 December 2023, Enapter AG received a subordinated shareholder loan of EUR 10 million from the shareholder BluGreen Company Ltd, which holds around 50% of the shares in Enapter AG. The financing has a term of 12 months and bears interest at 10% plus 1-month Euribor. No hedging was undertaken against fluctuations in the variable interest rate.

D. Additional disclosures on financial instruments

Carrying amounts, valuations and fair values by class and measurement category

	Book value 31.12.2024	Amortised acquisition costs	At fair value through profit or loss at fair value through profit or loss	At fair value through other comprehensive income at fair value through other comprehensive income	Fair value to be recognised 31.12.
	EUR	EUR	EUR		EUR
31.12.2024					
Assets					
Cash and cash equivalents	4.568.162	4.568.162			4.568.162
Debt instruments					
Trade receivables and other receivables	37.298.103	37.298.103			37.298.103
Other financial assets	303.730	273.714		30.016	303.730
Liabilities					
Debt instruments					
Trade payables and other liabilities	11.882.824	11.882.824			11.882.824
Other financial liabilities					
Loans	32.404.772	32.404.772			32.404.772
Leasing liabilities	625.066	625.066			625.066
31.12.2023					
Assets					
Cash and cash equivalents	14.589.245	14.589.245			14.589.245
Debt instruments					
Trade receivables and other receivables	23.269.444	23.269.444			23.269.444
Other financial assets	732.068	619.007		113.062	732.068
Liabilities					
Debt instruments					
Trade payables and other liabilities	5.533.806	5.533.806			5.533.806
Other financial liabilities					
Loans	39.111.151	39.111.151			39.111.151
Leasing liabilities	713.757	713.757		0	713.757

With the exception of one financial instrument for an interest rate hedge, which was allocated to level 2, all recognised financial assets and liabilities are allocated to level 3 in the fair value measurement classification, as there are no observable input parameters on the market. For all current financial assets and liabilities as well as investments, the acquisition costs represent the best possible estimate of the fair value. Due to the risk-adjusted interest rate for non-current financial liabilities, the carrying amount also corresponds to the fair value.

	Financial assets, which are measured at amortised cost	**Financial assets, measured at fair value through profit or loss**	**Financial liabilities, which are measured at amortised cost**	**Total**
2024	EUR	EUR	EUR	EUR
Interest income	35.954			35.954
Interest expenses			-5.646.071	-5.646.071
Dividends				
Impairment losses / reversals of impairment losses				
Net result				-5.610.117

	Financial assets, which are measured at amortised cost	**Financial assets, measured at fair value through profit or loss**	**Financial liabilities, which are measured at amortised cost**	**Total**
2023	EUR	EUR	EUR	EUR
Interest income	1.860			1.860
Interest expenses		-	-3.620.261	-3.620.261
Dividends	-	-		
Impairment losses / reversals of impairment losses	-	-	-	-
Net result	-	-	-3.618.401	-3.618.401

E. Cash flow statement

The cash flow statement was prepared in accordance with IAS 7 and shows the cash flows from operating activities, investing activities and financing activities.

Cash and cash equivalents consist of bank balances and cash in hand.

Non-cash expenses and income are eliminated in the cash flow from operating activities. Cash flow from operating activities is presented using the indirect method.

Cash flow from investing activities includes cash investments and divestments in property, plant and equipment and financial assets. Cash flow from investing activities is presented using the direct method.

Cash flow from financing activities includes borrowings and repayments of financial liabilities. Cash flow from financing activities is presented using the direct method.

The following reconciliation shows the development of financial liabilities in relation to cash flow from financing activities in the 2024 financial year:

	Stand at 01.01.2024	**Cash-effective changes changes**	**Non-cash expenses Changes**	**Stand at 31.12.2024**

	EUR	EUR	EUR	EUR	EUR
		Recordings	Repayments		
Other financial liabilities	39.111.151		-1.905.238	-103.633	37.102.281
Leasing liabilities	713.757	97.526	-149.030	60.339	625.066

	Stand at 01.01.2023	**Cash-effective changes changes**		**Non-cash expenses Changes**	**Stand at 31.12.2023**
	EUR	EUR	EUR	EUR	EUR
		Recordings	Repayments		
Other financial liabilities	3.241.099	34.595.533	-457.339	1.731.859	39.111.151
Leasing liabilities	587.076	0	-126.681	253.362	713.757

The following table shows the expected cash flows from financial liabilities:

	Carrying amount 31.12.2024	**Total amount**	**within from 1 year**	**in 2-5 years**	**in more than 5 years**
Non-derivative financial liabilities	TEUR	TEUR	TEUR	TEUR	TEUR
Collateralised loans	25.157	37.805	3.846	33.959	0
Unsecured loans	10.000	14.386	1.385	13.001	0
Other loans	1.946	1.946	926	1.020	0
Leasing liabilities	625	665	180	407	78
Liabilities from deliveries and services	7.546	7.546	7.546	0	0

F. Executive Board and Supervisory Board

Management Board

According to the Articles of Association, the Management Board consists of one or more persons. The Supervisory Board determines the number of members of the Executive Board. The Executive Board currently consists of three members.

If the Management Board consists of one person, he or she shall represent the company alone. If the Management Board consists of several persons, the company is legally represented by one member of the Management Board if the Supervisory Board has authorised him or her to represent the company individually.

The company has granted the members of the Management Board sole power of representation.

members of the Executive Board in the 2024 financial year:

- Dr Jürgen Laakmann, Engineer, Munich
- Mr Gerrit Kaufhold, tax consultant, Hamburg
- Mr Ivan Gruber, Engineer, Bressanone, Italy (from 01/09/2024).

Dr Jürgen Laakmann and Mr Gerrit Kaufhold have been members of the Supervisory Board of H2 Core AG since 28 February 2024. Otherwise, during their appointments as members of the Management Board in the 2024 financial year, they did not hold any memberships on supervisory boards or other supervisory bodies within the meaning of Section 125 (1) sentence 5 AktG in addition to their activities as members of the Management Board of Enapter AG, Managing Directors of Enapter S.r.l., Enapter GmbH and Enapter Immobilien GmbH. Ivan Gruber has also been appointed Managing Director of Enapter S.r.l. since 1 September 2024. Mr Gerrit Kaufhold is also a member of the Exchange Council of the Hamburg Stock Exchange.

The Management Board member Dr Laakmann received remuneration of EUR 244,000 in the financial year (previous period: EUR 180,000). Although a performance-related bonus totalling EUR 160,000 was contractually promised, it has not yet been granted or owed. The decision on a possible bonus payment will be made by the Supervisory Board at a later date. In the 2024 financial year, the Supervisory Board granted Dr Laakmann 180,000 options from the resolution of 6 July 2023 with an amendment to the authorisation resolution of the company's Annual General Meeting on 6 May 2021 to implement a 2021 share option plan. Dr Laakmann waived 100,000 options in 2024.

The Management Board member Mr Kaufhold received remuneration of EUR 250 thousand in the financial year (previous period: EUR 295 thousand). Although a performance-related bonus of EUR 50,000 was contractually promised, it has not yet been granted or owed. The decision on a possible bonus payment will be made by the Supervisory Board at a later date. In the 2024 financial year, the Supervisory Board offered Mr Kaufhold 165,000 options from the resolution of 6 July 2023 with an amendment to the authorisation resolution of the company's Annual General Meeting on 6 May 2021 to implement a 2021 share option plan. Mr Kaufhold waived 100,000 options in 2024.

The Management Board member Mr Ivan Gruber received remuneration of EUR 70 thousand from Enapter S.r.l. for the period from 1 September to 31 December 2024. Although a performance-related bonus of EUR 60,000 was contractually promised, it has not yet been granted or owed. The decision on a possible bonus payment will be made by the Supervisory Board at a later date. In the 2024 financial year, the Supervisory Board granted Mr Ivan Gruber 50,000 options from the resolution of 6 July 2023 with an amendment to the authorisation resolution of the company's Annual General Meeting on 6 May 2021 to implement a 2021 share option plan.

No profit shares, subscription rights or other share-based payments were granted to the aforementioned members

Enapter

of the Executive Board in the 2024 financial year.

Supervisory Board

In accordance with the company's Articles of Association, the Supervisory Board consists of three members. There are no compelling legal reasons for increasing the number of members of the Supervisory Board.

members of the Supervisory Board in the 2024 financial year:

- Armin Steiner (Chairman of the Supervisory Board), Berlin, business economist;
- Oswald Werle (Deputy Chairman of the Supervisory Board), Feldkirch (Austria), industrial engineer (until 31 January 2024);
- Ragnar Kruse, Hamburg, Managing Director (Deputy Chairman of the Supervisory Board since 1 February 2024);
- Prof Dr Christof Wetter, Münster, civil engineer
- Eva Katheder, Frankfurt am Main, Management Consultant (from 20 June 2024).

In addition to his position as Chairman of the Supervisory Board of Enapter AG, Mr Armin Steiner held the following other memberships on supervisory boards and other supervisory bodies within the meaning of Section 125 (1) sentence AktG in the financial year from 1 January to 31 December 2024:

- Chairman of the Supervisory Board of Beta System Software AG
- Chairman of the Supervisory Board of zoo.de shopping community AG

Mr Steiner receives Supervisory Board remuneration of EUR 24 thousand (previous year: EUR 24 thousand).

In addition to his activities as a member of the Supervisory Board of Enapter AG, Mr Oswald Werle held the following other memberships of supervisory boards and other supervisory bodies within the meaning of Section 125 (1) sentence AktG in the 2024 financial year:

- Member of the Supervisory Board of Transnet Global S.à.r.l, Luxembourg
- Member of the Advisory Board of Enapter AG and BluGreen Company Limited, Hong Kong.

Mr Werle did not claim any Supervisory Board remuneration for the period from 1 January to 31 January 2024 (previous year: EUR 18 thousand).

In addition to his role as Chairman of the Supervisory Board, Mr Ragnar Kruse was also a member of the Advisory Board of Enapter AG and BluGreen Company Limited, Hong Kong, in the financial year from 1 January to 31 December 2024. Mr Kruse receives Supervisory Board remuneration of EUR 18 thousand (previous year: EUR 12 thousand).

In the financial year from 1 January to 31 December 2024, Prof. Dr Christof Wetter held the following memberships in supervisory boards and other supervisory bodies within the meaning of Section 125 (1) sentence AktG in addition to his activities as a member of the Supervisory Board of Enapter AG:

- Member of the Supervisory Board of 2G Energy AG, Heek.

Prof Dr Wetter receives Supervisory Board remuneration of EUR 12 thousand (previous year: EUR 12 thousand).

From the beginning of her Supervisory Board activities on 20 June until 31 December 2024, Eva Katheder held the following memberships on supervisory boards and other supervisory bodies within the meaning of Section 125 (1) sentence AktG in addition to her activities on the Supervisory Board of Enapter AG:

- H2 Core AG, Düsseldorf, (formerly MARNA Beteiligungen AG, Heidelberg), Deputy Chairwoman of the

Supervisory Board from 28 February 2024

- 2invest AG, Heidelberg, Deputy Chairwoman of the Supervisory Board
- More Impact AG, Frankfurt am Main, (formerly AEE Gold AG, Ahaus,) Deputy Chairwoman of the Supervisory Board until 23 July 2024
- Heidelberger Beteiligungsholding AG, Heidelberg, Chairwoman of the Supervisory Board
- Strawtec Group AG, Stuttgart, Deputy Chairwoman of the Supervisory Board
- Balaton Agro Invest AG, Heidelberg, Deputy Chairwoman of the Supervisory Board
- Latonba AG, Heidelberg, Deputy Chairwoman of the Supervisory Board
- Pflege.Digitalisierung Invest AG, Heidelberg, , Deputy Chairwoman of the Supervisory Board
- DN Deutsche Nachhaltigkeit AG, Frankfurt am Main, (formerly Neon Equity AG, Frankfurt am Main), member of the Supervisory Board from 6 August 2024
- Talbona AG, Heidelberg, Member of the Supervisory Board until 31 May 2024

Ms Eva Katheder receives Supervisory Board remuneration of EUR 6 thousand for the period from 20 June to 31 December 2024.

The members of the Management Board and Supervisory Board can be contacted at the company's business address, Glockengiesserwall 3, 20095 Hamburg.

G. Information on relationships with related parties and companies

The majority of transactions with related parties take place with the members of the executive bodies or the companies of the members of the executive bodies and the Sebastian-Justus Schmidt family.

Information on related parties and companies of Enapter AG, Düsseldorf:

Name of related parties and companies	Relationship	Seat
BluGreen Company Ltd.	Majority shareholder of Enapter AG since 10 August 2020	Hong Kong, PR China
Sebastian-Justus Schmidt	Majority shareholder and director of BluGreen Company Ltd.	
Enapter Ltd Co.	Not an affiliated company; consultancy agreement	Thailand
H2 Core Systems GmbH	Associated company since 27 December 2022	Heide, Germany
Wolong Enapter Hydrogen Energy Technology Co, Ltd, Shaoxing City, Zhejiang Province, People's Republic of China,	Associated company since 30 June 2024	Zhejiang, China

For remuneration and other direct and indirect payments to members of the executive bodies, please also refer to section IV.F. above.

BluGreen Company Ltd. based in Hong Kong ("BluGreen") is the majority shareholder of Enapter AG with around 50% of the share capital as at 31 December 2024. The majority shareholder and director of BluGreen is Mr Sebastian-Justus Schmidt. Mr Schmidt is therefore to be regarded as the ultimate controlling party.

Enapter AG received a subordinated shareholder loan in the amount of EUR 10 million from BluGreen on 29 December 2023. The financing has a term of 12 months and bears interest at 10% plus 1-month Euribor. As at 31 December 2024, the loan liability to BluGreen had a nominal amount of EUR 10,000 thousand (previous year: EUR 10,000 thousand).

Enapter AG has concluded a consultancy agreement with BluGreen. In this agreement, BluGreen undertook to make management personnel available as consultants, in particular the Management Board member Sebastian-Justus Schmidt. For this, a monthly payment of EUR 35 thousand is to be made by Enapter AG to BluGreen. The agreement has been concluded for an indefinite period with a notice period of three months.

As at 31 December 2024, there were current liabilities to BluGreen from accrued interest and the consultancy agreement in the amount of EUR 3,772 thousand (previous year: EUR 315 thousand).

Enapter AG has concluded a consultancy agreement with the Thai company Enapter Co. Ltd ("Enapter Thailand"). In this agreement, Enapter Co. Ltd. undertook to provide consultancy services in return for a monthly payment of EUR 30 thousand. The consultancy services include marketing and sales, software services that are created and continuously maintained in the form of interactive dashboards for corporate management and as management information, as well as corporate design services. The contract has been concluded for an indefinite period with a notice period of three months. As at 31 December 2024, there was no liability to Enapter Co. Ltd. from the consulting agreement (previous year: EUR 88 thousand).

For information on the relationships with the associated, related companies H2 Core AG, Heide and Wolong Enapter Hydrogen Energy Technology Co., Ltd. (JV) in Shaoxing City, Zhejiang Province, China, please refer to section III. A. (4).

H. Employees

In the 2024 financial year, the Enapter Group had an average of 198 employees (previous year: 203), excluding the members of the Executive Board of Enapter AG. For a breakdown of the average number of employees by area of activity, please refer to section III.B.(4).

I. Final examination

MSW GmbH Wirtschaftsprüfungsgesellschaft, Steuerberatungsgesellschaft, Berlin, was appointed as the auditor of the financial statements and consolidated financial statements for the 2024 financial year. For the financial year, fees of EUR 67 thousand (previous year: EUR 67 thousand) were charged for auditing services, EUR 3 thousand (previous year: EUR 3 thousand) for other assurance services and EUR 0 thousand (previous year: EUR 4 thousand) for other services.

J. Proposal for the appropriation of earnings at Enapter AG

The annual result of Enapter AG for the 2024 financial year in the amount of EUR - 1,639,081.72 (previous year: EUR 6,732,078.32) will be carried forward to new account.

K. Exemption from disclosure pursuant to Section 264 (3) HGB

The consolidated financial statements include Enapter GmbH, which utilises the exemption provisions pursuant to Section 264 (3) HGB.

L. Information on the declaration on the Corporate Governance Code

The corporate governance declaration in accordance with Sections 289f and 315d HGB is permanently available on the company's website at https://enapterag.de/corporate-governance/.

M. Notifications in accordance with the German Stock Corporation Act and the German Securities Trading Act

Voting rights notification pursuant to Section 40 (1) WpHG dated 6 December 2024:

Svelland Global Trading Master Fund Limited notified us pursuant to Section 33 (1) WpHG that its share of the voting rights in Enapter AG, Heidelberg, exceeded the threshold of 15% of the voting rights on 28 June 2024 and amounted to 15.27% (corresponding to 4,439,126 voting rights) on this date.

Voting rights notification pursuant to Section 40 (1) WpHG dated 4 November 2024:

BluGreen Company Limited notified us pursuant to Section 33 (1) WpHG that its share of voting rights in Enapter AG, Heidelberg, decreased to 52.66% (corresponding to 14,490,406 voting rights) on 28 October 2024.

Publication of the total number of voting rights pursuant to Section 41 WpHG on 29 October 2024:

The total number of voting rights of Enapter AG, Heidelberg, amounts to 29,072,934 voting rights as at 28 October 2024.

Voting rights notification pursuant to Section 40 (1) WpHG dated 2 October 2024:

Skandinaviska Enskilda Banken AB (publ) has informed us in accordance with Section 33 (1) WpHG that it no longer holds any voting rights in Enapter AG, Heidelberg, as at 27 September 2024.

Voting rights notification pursuant to Section 40 (1) WpHG dated 2 October 2024:

Skandinaviska Enskilda Banken AB (publ) notified us pursuant to Section 33 (1) WpHG that its share of the voting rights in Enapter AG, Heidelberg, exceeded the threshold of 5% of the voting rights on 26 September 2024 and amounted to 5.63% on this date (this corresponds to 1,530,353 voting rights).

Voting rights notification pursuant to Section 40 (1) WpHG dated 30 July 2024:

This announcement replaces the announcement dated 9 July 2024, which was published by the company on 10 July 2024. The announcement was triggered by the acquisition of customer securities over which Morgan Stanley & Co. International plc has a right of use.

Voting rights notification pursuant to Section 40 (1) WpHG dated 10 July 2024:

Morgan Stanley & Co. International plc has notified us pursuant to section 33 para. 1 WpHG that its percentage of voting rights in Enapter AG, Heidelberg, exceeded the threshold of 5% of the voting rights on 7 April 2024 and amounted to 5.04% on this date (this corresponds to 1,371,364 voting rights).

Voting rights notification pursuant to Section 40 (1) WpHG dated 5 July 2024:

Svelland Global Trading Master Fund Limited notified us pursuant to Section 33 (1) WpHG that its share of the voting rights in Enapter AG, Heidelberg, exceeded the threshold of 10% of the voting rights on 28 June 2024 and amounted to 10.68% (corresponding to 2,803,736 voting rights) on this date.

Voting rights notification pursuant to Section 40 (1) WpHG dated 16 January 2024:

Svelland Global Trading Master Fund Limited notified us pursuant to Section 33 (1) WpHG that its share of the voting rights in Enapter AG, Heidelberg, exceeded the threshold of 5% of the voting rights on 13 December 2023 and amounted to 5.00% on this date (this corresponds to 1,362,288 voting rights).

Voting rights notification pursuant to Section 40 (1) WpHG dated 16 January 2024:

Svelland Global Trading Master Fund Limited notified us pursuant to Section 33 (1) WpHG that its share of the voting rights in Enapter AG, Heidelberg, exceeded the threshold of 3% of the voting rights on 14 September 2023 and amounted to 3.00% on this date (this corresponds to 816,785 voting rights).

N. Events after the reporting date

Enapter Immobilien GmbH received a promissory note loan in the amount of EUR 3 million from Patrimonium Middle Market Debt Fund, Luxembourg (Patrimonium), in April 2025. The loan is earmarked for a specific purpose and serves to finance the energy-efficient heat supply and the construction of a solar plant at the Saerbeck site. The conditions of the new promissory note loan essentially correspond to the agreements with Patrimonium received in 2023 and adjusted in 2024.

No further reportable events occurred prior to the preparation of the annual financial statements.

The Executive Board

Düsseldorf, 24 April 2025

signed. Dr Jürgen Laakmann *Management Board*	signed. Gerrit Kaufhold *Management Board*	signed. Ivan Gruber *Management Board*

Insurance of the legal representatives

3

Insurance of the legal representatives

(Section 264 (2) sentence 3 HGB, Section 289 (1) sentence 5 HGB and Section 297 (2) sentence 4 HGB, Section 315 (1) sentence 5 HGB)

To the best of our knowledge, and in accordance with the applicable reporting principles, the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group, and the summarised Group management report includes a fair review of the development and performance of the business and the position of the Group, together with a description of the principal opportunities and risks associated with the expected development of the Group.

Düsseldorf, 24 April 2025

The Executive Board Enapter AG

signed. Dr Jürgen Laakmann *Management Board*	signed. Gerrit Kaufhold *Management Board*	signed. Ivan Gruber *Management Board*

Independent auditor's report

4

Independent auditor's report

OPINION OF THE INDEPENDENT AUDITOR

To Enapter AG, Düsseldorf

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS AND THE GROUP MANAGEMENT REPORT

Audit judgements

We have audited the consolidated financial statements of Enapter AG and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at 31 December 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the financial year from 1 January 2024 to 31 December 2024, and notes to the consolidated financial statements, including a summary of significant accounting policies. In addition, we have audited the group management report of Enapter AG for the financial year from 1 January 2024 to 31 December 2024. In accordance with the German legal requirements, we have not audited the content of those parts of the group management report listed in the "Other information" section.

In our opinion, based on the findings of our audit

- the accompanying consolidated financial statements comply, in all material respects, with the IFRSs as adopted by the EU and the additional requirements of German commercial law pursuant to Section 315e (1) HGB and, in compliance with these requirements, give a true and fair view of the assets, liabilities and financial position of the Group as at 31 December 2024 and of its financial performance for the financial year from 1 January 2024 to 31 December 2024, and
- the accompanying Group management report as a whole provides a suitable view of the Group's position. In all material respects, this Group management report is consistent with the consolidated financial statements, complies with German legal requirements and appropriately presents the opportunities and risks of future development. Our opinion on the group management report does not cover the content of those parts of the group management report listed under "Other information" that are not audited.

Pursuant to § 322 Abs. 3 Satz 1 HGB, we declare that our audit has not led to any reservations relating to the legal compliance of the consolidated financial statements and of the group management report.

Basis for the audit judgements

We conducted our audit of the consolidated financial statements and of the group management report in accordance with § 317 HGB and the EU Audit Regulation (No 537/2014, referred to subsequently as "EU Audit Regulation") and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Our responsibilities under those requirements and principles are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements and of the Group Management Report" section of our auditor's report. We are independent of the Group companies in accordance with the requirements of European law and German commercial and professional law, and we have fulfilled our other German professional responsibilities in accordance with these requirements. In addition, in accordance with Article 10 (2) (f) of the EU Audit Regulation, we declare that we have not provided non-audit services prohibited under Article 5 (1) of the EU Audit Regulation. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions on the consolidated financial statements and on the group management report.

Material uncertainty in connection with the continuation of business activities

We refer to the disclosures in the "Report on significant risks and opportunities" section of the summarised management report and the disclosures in the "Use of discretionary decisions and estimates" section of the notes to the consolidated financial statements, in which the legal representatives explain that Enapter will continue to rely on external financing in the short and medium term in the form of equity and/or debt capital to finance working capital and planned investments. If the assumptions made in the planning with regard to business performance and financing do not materialise, this would have a significant impact on the company's financial position.

These events and circumstances indicate the existence of a material uncertainty that may cast significant doubt on the company's ability to continue as a going concern and constitute a going concern risk within the meaning of Section 322 (2) sentence 3 HGB.

Reasons for determining material uncertainty as the most significant assessed risk of material misstatement

Enapter continues to rely on equity and/or debt measures to finance its working capital and planned investments. The extent to which the company succeeds in obtaining this financing could depend on several factors that are beyond the company's control. In light of the associated uncertainty as to how and for how long the ongoing costs can be financed, we consider this to be a key audit matter.

The risk for the financial statements is that the company inadequately presents the uncertainty in connection with the continuation of the company's activities. There is also a risk for the financial statements that the Executive Board wrongly assumes a positive going concern forecast and that the assets and liabilities are therefore not recognised correctly.

Audit approach and conclusions

We have reviewed the disclosures made in the combined management report in the section "Report on significant risks and opportunities" and in section "D. Use of judgements and estimates" in the notes to the consolidated financial statements as to whether they are complete and sufficiently precise to provide information on the significant risks to which the company is exposed and which could jeopardise the continued existence of the company. We consider the information provided to be comprehensible, complete and sufficiently accurate. With regard to the company's ability to continue as a going concern, we have assessed the balance sheet equity and the results of operations on the one hand and the company's liquidity resources for servicing ongoing costs and the company's planning documents and underlying assumptions on the other.

Based on the results of our audit, the going concern assumption is appropriate.

Our audit opinions have not been modified with regard to this matter.

Key audit matters in the audit of the consolidated financial statements

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the annual financial statements for the financial year from 1 January 2024 to 31 December 2024. In addition to the matter described in the "Material uncertainty related to going concern" section, we have determined the matters described below to be the key audit matters to be communicated in our auditor's report.

Existence and realisation of revenue in the correct period

Reasons for designation as a key audit matter

In the Enapter Group's income statement for the 2024 financial year, revenue totalling EUR 21.4 million is reported, of which EUR 19.3 million is attributable to the sale of electrolysers, additional components and energy management systems and EUR 2.1 million to services and other services. Revenue is recognised in the income statement when the performance obligation is fulfilled and is evaluated by the legal representatives on the basis of the underlying contracts.

Revenue is crucial for the management of the Enapter Group's business, which is why we have classified the recognition of external revenue on an accrual basis as a key audit matter.

Audit approach and conclusions

As part of our audit, we first obtained an understanding of the Enapter Group's sales processes and assessed the design and establishment of audit-relevant controls in connection with the timing of revenue recognition. In order to audit revenue recognition in the appropriate period, we developed an understanding of the economic substance of the agreements with the contractual partner based on the contractual basis and our discussions with the Management Board. In addition, we satisfied ourselves on a sample basis on the basis of proof of performance received and by obtaining third-party confirmations from the contractual partner that by the balance sheet date, separately identifiable services that can be separated from other commitments in the contract had been transferred to the contractual partner.

The procedure for recognising revenue on an accrual basis is appropriate.

Reference to related information

Please refer to the information in the notes to the consolidated financial statements under "B. Consolidated statement of comprehensive income" for information on the recognition of sales.

Other information

The legal representatives are responsible for the other information. The other information comprises the following non-audited components of the Group management report:

– the reference to the Group statement on corporate governance with corporate governance report in accordance with Section 315d HGB and the information to which the reference refers,
– the reference to the remuneration report in accordance with Section 162 AktG and the information to which the reference relates,
– Responsibility statement (Section 297 (2) sentence 4 HGB, Section 315 (1) sentence 5 HGB).

Our opinions on the consolidated financial statements and on the group management report do not cover the other information, and consequently we do not express an opinion or any other form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information

– are materially inconsistent with the consolidated financial statements, with the audited parts of the group management report or our knowledge obtained in the audit, or
– otherwise appear to be materially misstated.

Responsibility of the legal representatives and the Supervisory Board for the consolidated financial statements and the Group management report

Management is responsible for the preparation of the consolidated financial statements that comply, in all material respects, with IFRSs as adopted by the EU and the additional requirements of German commercial law pursuant to Section 315e (1) HGB and that the consolidated financial statements, in compliance with these requirements, give a true and fair view of the assets, liabilities, financial position and financial performance of the Group. In addition, management is responsible for such internal control as they have determined necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud (i.e. fraudulent manipulation of accounting records and impairment of assets) or error.

In preparing the consolidated financial statements, the legal representatives are responsible for assessing the Group's ability to continue as a going concern. Furthermore, they are responsible for disclosing, as applicable, matters related to going concern. In addition, they are responsible for financial reporting based on the going concern basis of accounting unless there is an intention to liquidate the Group or to cease operations, or there is no realistic alternative but to do so.

Furthermore, management is responsible for the preparation of the group management report that, as a whole, provides an appropriate view of the Group's position and is, in all material respects, consistent with the consolidated financial statements, complies with German legal requirements, and appropriately presents the opportunities and risks of future development. In addition, management is responsible for such arrangements and measures (systems) as they have considered necessary to enable the preparation of a group management report that is in accordance with the applicable German legal requirements, and to be able to provide sufficient appropriate evidence for the assertions in the group management report.

The Supervisory Board is responsible for overseeing the Group's financial reporting process for the preparation of the consolidated financial statements and the Group management report.

Auditor's responsibilities for the audit of the consolidated financial statements and of the group management report

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and whether the group management report as a whole provides an appropriate view of the Group's position and, in all material respects, is consistent with the consolidated financial statements and the knowledge obtained in the audit, complies with the German legal requirements and appropriately presents the opportunities and risks of future development, as well as to issue an auditor's report that includes our opinions on the consolidated financial statements and on the group management report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Section 317 HGB and the EU Audit Regulation and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer (IDW) will always detect a material misstatement. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements and group management report.

During the audit, we exercise professional judgement and maintain a critical attitude.

In addition

– Identify and assess the risks of material misstatement of the annual financial statements and of the management report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinions. The risk of not detecting a material misstatement resulting from fraud is higher than the risk of not detecting a material misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit of the consolidated financial statements and of arrangements and measures (systems) relevant to the audit of the group management report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of these systems.
- Evaluate the appropriateness of accounting policies used by the executive directors and the reasonableness of accounting estimates and related disclosures made by the executive directors.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the consolidated financial statements and in the group management report or, if such disclosures are inadequate, to modify our respective audit opinions. We draw our conclusions on the basis of the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to be able to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements present the underlying transactions and events in a manner that the consolidated financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Group in compliance with IFRSs as adopted by the EU and the additional requirements of German commercial law pursuant to Section 315e (1) HGB.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express opinions on the consolidated financial statements and on the group management report. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements. We bear sole responsibility for our audit opinions.
- Evaluate the consistency of the group management report with the consolidated financial statements, its conformity with German law, and the view of the Group's position it provides.
- Perform audit procedures on the prospective information presented by the legal representatives in the group management report. On the basis of sufficient appropriate audit evidence we evaluate, in particular, the significant assumptions used by management as a basis for the prospective information, and evaluate the proper derivation of the prospective information from these assumptions. We do not express a separate opinion on the forward-looking statements or on the underlying assumptions. There is a significant unavoidable risk that future events will differ materially from the forward-looking statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We provide those charged with governance with a statement that we have complied with the relevant independence independence requirements and discuss with them all relationships and other matters that may reasonably be thought to bear on our independence, and the related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter.

OTHER STATUTORY AND OTHER LEGAL REQUIREMENTS

Report on the audit of the electronic reproduction of the consolidated financial statements and the group management report prepared for publication purposes in accordance with Section 317 (3a) HGB

Audit judgement

We have performed a reasonable assurance engagement in accordance with § 317 Abs. 3a HGB to obtain reasonable assurance about whether the data contained in the file "Enapter KA 2024.zip"(SHA1: 771446ac0b1b0c256a3b3e3dae62b5c98f59fba9) and the reproduction of the consolidated financial statements and the group management report (hereinafter also referred to as "ESEF documents") prepared for publication purposes complies in all material respects with the requirements of Section 328 (1) HGB for the electronic reporting format ("ESEF format").

In accordance with German legal requirements, this audit only extends to the conversion of the information contained in the consolidated financial statements and the group management report into the ESEF format and therefore does not extend to the information contained in these reproductions or any other information contained in the above-mentioned file.

In our opinion, the reproduction of the consolidated financial statements and the group management report contained in the above-mentioned attached file and prepared for publication purposes complies in all material respects with the requirements of Section 328 (1) HGB for the electronic reporting format.

Beyond this audit opinion and our audit opinions on the accompanying consolidated financial statements and on the accompanying group management report for the financial year from 1 January 2024 to 31 December 2024 contained in the "Report on the Audit of the Consolidated Financial Statements and of the Group Management Report" above, we do not express any audit opinion on the information contained in these disclosures or on the other information contained in the above-mentioned file.

Basis for the audit opinion

We conducted our audit of the reproduction of the consolidated financial statements and the group management report contained in the above-mentioned attached file in accordance with Section 317 (3a) HGB and IDW Auditing Standard: Audit of the Electronic Reproduction of Financial Statements and Management Reports Prepared for Publication Purposes in Accordance with Section 317 (3a) HGB (IDW PS 410 (06.2022)).

Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the ESEF Documents" section. Our audit firm has applied the requirements for the quality assurance system of the IDW Quality Assurance Standard: Requirements forQuality Assurance in the Auditing Practice (IDW QS 1) have been applied.

Responsibility of the legal representatives and the Supervisory Board for the ESEF documents

The company's management is responsible for the preparation of the ESEF documents including the electronic reproduction of the consolidated financial statements and the group management report in accordance with Section 328 (1) sentence 4 no. 1 HGB and for labelling the consolidated financial statements in accordance with Section 328 (1) sentence 4 no. 2 HGB. Furthermore, the company's management is responsible for such internal control as they have determined necessary to enable the preparation of ESEF documents that are free from material non-compliance with the requirements of Section 328 (1) HGB for the electronic reporting format, whether due to fraud or error. The Supervisory Board is responsible for overseeing the preparation of the ESEF documents as part of the financial reporting process.

Auditor's responsibility for the audit of the ESEF documents

Our objective is to obtain reasonable assurance about whether the ESEF documents are free from material - intentional or unintentional - non-compliance with the requirements of Section 328 (1) HGB. During the audit, we exercise professional judgement and maintain professional scepticism.

In addition

- Identify and assess the risks of material non-compliance with the requirements of Section 328 (1) HGB, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Obtain an understanding of internal control relevant to the audit of the ESEF documentation in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of these controls.
- we assess the technical validity of the ESEF documents, i.e. whether the file containing the ESEF documents fulfils the requirements of the Delegated Regulation (EU) 2019/815 in the version applicable at the reporting date for the technical specification for this file.
- Evaluate whether the ESEF documents enable an XHTML reproduction with content equivalent to the audited consolidated financial statements and the audited group management report.
- we assess whether the tagging of ESEF documents with Inline XBRL technology (iXBRL) provides an adequate and complete machine-readable XBRL copy of the XHTML rendition.

Other information pursuant to Article 10 EU-APrVO

We were appointed as auditor by the Annual General Meeting on 20 June 2024. We were engaged by the Chairman of the Supervisory Board on 20 August 2024. We have been the auditor of Enapter AG without interruption since the short financial year 2018/2019.

We declare that the audit opinions expressed in this auditor's report are consistent with the additional report to the audit committee pursuant to Article 11 of the EU Audit Regulation (audit report).

OTHER MATTERS - USE OF THE AUDIT OPINION

Our audit opinion should always be read in conjunction with the audited consolidated financial statements and the audited Group management report as well as the audited ESEF documents. The consolidated financial statements and the group management report converted to the ESEF format - including the versions to be published in the Federal Gazette - are merely electronic reproductions of the audited consolidated financial statements and the audited group management report and do not replace them. In particular, the ESEF report and our audit opinion contained therein can only be used in conjunction with the audited ESEF documents provided in electronic form.

RESPONSIBLE AUDITOR

The German Public Auditor responsible for the engagement is Dr Mathias Thiere.

Berlin, 30 April 2025

MSW GmbH
auditing company
Tax consultancy firm

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Dr Thiere
Auditor

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