

# MacArtney A/S

Gl Guldagervej 48, 6710 Esbjerg V  
CVR-nr. 84 16 48 28

Annual Report 2024/25

1 October - 30 September

The Annual Report has been presented and adopted at the  
Company's Annual General Meeting on 27 January 2026

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Niels Erik Hedeager

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## Company Details

<b>Company</b>	MacArtney A/S Gl Guldagervej 48 6710 Esbjerg V
	CVR No.: 84 16 48 28
	Established: 12 May 1978
	Municipality: Esbjerg
	Financial Year: 1 October 2024 - 30 September 2025
<b>Board of Directors</b>	Niels Erik Hedeager, chairman Glenn Carsten MacArtney Marco Dalhoff Æbelø MacArtney Trine Borum Bojsen
<b>Executive Board</b>	Niels Peter Christiansen
<b>Auditor</b>	BDO Statsautoriseret Revisionspartnerselskab Dokken 8 6700 Esbjerg

# Management's Statement

Today the Board of Directors and Executive Board have discussed and approved the Annual Report of MacArtney A/S for the financial year 1 October 2024 - 30 September 2025.

The Annual Report is presented in accordance with the Danish Financial Statements Act.

In our opinion the Consolidated Financial Statements and the Parent Company Financial Statements give a true and fair view of Group's and the Company's assets, liabilities and financial position at 30 September 2025 and of the results of Group's and the Company's operations and cash flows for the financial year 1 October 2024 - 30 September 2025.

The Management Commentary includes in our opinion a fair presentation of the matters dealt with in the Commentary.

We recommend the Annual Report be approved at the Annual General Meeting.

Esbjerg, 27 January 2026

Executive Board

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Niels Peter Christiansen

Board of Directors

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Niels Erik Hedeager  
Chairman

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Glenn Carsten MacArtney

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Marco Dalhoff Æbelø MacArtney

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Trine Borum Bojsen

# Independent Auditor's Report

*To the Shareholder of MacArtney A/S*

## **Opinion**

*We have audited the Consolidated Financial Statements and the Parent Company Financial Statements of MacArtney A/S for the financial year 1 October 2024 - 30 September 2025, which comprise income statement, Balance Sheet, statement of changes in equity, notes and a summary of significant accounting policies for both the Group and the Parent Company, as well as consolidated statement of cash flows for the Group. The Consolidated Financial Statements and the Parent Company Financial Statements are prepared in accordance with the Danish Financial Statements Act.*

*In our opinion, the Consolidated Financial Statements and the Parent Company Financial Statements give a true and fair view of the assets, liabilities and financial position of the Group or the Company at 30 September 2025 and of the results of the Group and the Parent Company's operations as well as the consolidated cash flows of the Group for the financial year 1 October 2024 - 30 September 2025 in accordance with the Danish Financial Statements Act.*

## **Basis for Opinion**

*We conducted our audit in accordance with International Standards on Auditing (ISAs) and the additional requirements applicable in Denmark. Our responsibilities under those standards and requirements are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements and the Parent Company Financial Statements" section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), together with the ethical requirements that are relevant to our audit of the Financial Statements in Denmark, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.*

## **Management's Responsibilities for the Consolidated Financial Statements and the Parent Company Financial Statements**

*Management is responsible for the preparation of Consolidated Financial Statements and the Parent Company Financial Statements that give a true and fair view in accordance with the Danish Financial Statements Act and for such Internal control as Management determines is necessary to enable the preparation of Consolidated Financial Statements and the Parent Company Financial Statements that are free from material misstatement, whether due to fraud or error.*

*In preparing the Consolidated Financial Statements and the Parent Company Financial Statements, Management is responsible for assessing the Group's and the Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting in preparing the Consolidated Financial Statements and the Parent Company Financial Statements unless Management either intends to liquidate the Group or the Company or to cease operations, or has no realistic alternative but to do so.*

## **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements and the Parent Company Financial Statements**

*Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements and the Parent Company Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark will always detect a material misstatement when it exists. 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 the Parent Company Financial Statements.*

# Independent Auditor's Report

*As part of an audit conducted in accordance with ISAs and the additional requirements applicable in Denmark, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:*

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements and the Parent Company Financial Statements, 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. The risk of not detecting a material misstatement resulting from fraud is higher than for one 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 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 the Group's and the Parent Company's internal control.*
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by Management.*
- Conclude on the appropriateness of Management's use of the going concern basis of accounting in preparing the Consolidated Financial Statements and the Parent Company Financial Statements 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 and the Parent Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements and the Parent Company Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and the Parent Company to cease to continue as a going concern.*
- Evaluate the overall presentation, structure and contents of the Consolidated Financial Statements and the Parent Company Financial Statements, including the disclosures, and whether the Consolidated Financial Statements and the Parent Company Financial Statements represent the underlying transactions and events in a manner that gives a true and fair view.*
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the Group Financial Statements and the Parent Company Financial Statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.*

*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.*

## **Statement on Management Commentary**

*Management is responsible for Management Commentary.*

*Our opinion on the Consolidated Financial Statements and the Parent Company Financial Statements does not cover Management Commentary, and we do not express any form of assurance conclusion thereon.*

# Independent Auditor's Report

*In connection with our audit of the Consolidated Financial Statements and the Parent Company Financial Statements, our responsibility is to read Management Commentary and, in doing so, consider whether Management Commentary is materially inconsistent with the Consolidated Financial Statements and the Parent Company Financial Statements or our knowledge obtained during the audit, or otherwise appears to be materially misstated.*

*Moreover, it is our responsibility to consider whether Management Commentary provides the information required under the Danish Financial Statements Act.*

*Based on the work we have performed, we conclude that Management Commentary is in accordance with the Consolidated Financial Statements and the Parent Company Financial Statements and has been prepared in accordance with the requirements of the Danish Financial Statements Act. We did not identify any material misstatement of Management Commentary.*

Esbjerg, 27 January 2026

BDO Statsautoriseret Revisionspartnerselskab  
CVR no. 45 71 93 75

Jørn Jepsen  
State Authorised Public Accountant  
MNE no. mne24824

Stig Petersen  
State Authorised Public Accountant  
MNE no. mne35464

## Financial Highlights of the Group

	2024/25 DKK '000	2023/24 DKK '000	2022/23 DKK '000	2021/22 DKK '000	2020/21 DKK '000
<b>Income statement</b>					
Net revenue	1.281.261	1.082.107	918.501	788.230	610.847
Gross profit/loss	487.021	427.302	340.652	228.024	224.033
Operating profit/loss before depreciation and amortisation (EBITDA)	166.557	121.386	84.526	32.759	30.575
EBIT	152.157	107.521	70.513	23.537	18.547
Financial income and expenses, net	29.507	26.590	12.250	14.294	12.823
Earnings before tax (EBT)	181.664	134.111	82.763	37.831	31.370
Profit/loss for the year	145.491	108.159	73.191	31.735	24.717
Results for the year without minority interests	142.675	106.572	72.769	29.934	22.783
<b>Balance sheet</b>					
Total assets	711.005	701.741	552.493	551.901	461.639
Equity	418.838	386.210	313.001	260.482	226.812
Equity ex minority interests	408.370	378.568	304.933	252.858	220.989
Net interest-bearing debt	30.014	-30.485	-5.168	42.498	17.947
Average invested capital incl. goodwill	405.751	335.958	315.908	280.290	226.917
<b>Cash flows</b>					
Investment in property, plant and equipment	-29.859	-9.144	-19.104	-33.137	-9.746
<b>Key ratios</b>					
Net Margin (%)	11.4	10.0	7.6	4.0	4.0
Return on invested capital incl. goodwill (%)	38.0	33.6	23.3	9.4	9.4
Revenue/average invested capital incl. goodwill (%)	3.16	3.22	2.91	2.81	2.69
EBT margin (%)	14.18	12.39	9.01	4.80	5.14
Financial gearing	0.07	-0.08	-0.02	0.16	0.08
Return on equity (excl. minority interests)	27.1	31.3	26.1	12.6	10.7
Equity ratio	58.46	53.95	54.92	45.82	47.87
EBITDA Margin (%)	13.0	11.2	9.2	4.2	5.0



## Financial Highlights of the Group

Financial highlights are defined and calculated in accordance with the current version of "Recommendations & Ratios" issued by the CFA Society Denmark.

Invested capital including goodwill is defined as net working capital plus the carrying amount of property, plant and equipment and intangible assets as well as accumulated amortisation of intangible assets including goodwill, and less other provisions and long-term operating liabilities. Accumulated impairment losses on goodwill are not added.

Net working capital is defined as inventories, receivables and other operating current assets net of trade payables and other short-term operating liabilities. Income tax receivable and payable as well as cash are not included in net working capital.

Net interest-bearing debt is defined as interest-bearing liabilities, including income tax payable, net of interestbearing assets, including cash and income tax receivable.

EBITDA (Earnings Before Interest, Tax, Depreciation and Amortisation) is defined as operating profit plus the year's amortisation and depreciation of fixed assets including goodwill.

Net margin (%):	$\frac{\text{Operating profit/loss} \times 100}{\text{Net revenue}}$
Return on invested capital incl goodwill (%):	$\frac{\text{EBITDA} \times 100}{\text{Average invested capital incl goodwill}}$
Revenue/Invested capital incl goodwill:	$\frac{\text{Revenue}}{\text{Average invested capital incl goodwill}}$
EBT Margin (%):	$\frac{\text{Earnings before tax} \times 100}{\text{Revenue}}$
Financial gearing:	$\frac{\text{Net interest-bearing debt}}{\text{Equity}}$
Return on equity (%):	$\frac{\text{Result for the year excl. minority interests} \times 100}{\text{Average equity excl. minority interests}}$
Equity ratio (%):	$\frac{\text{Equity excl. minority interests} \times 100}{\text{Balance sheet total}}$
EBITDA margin (%):	$\frac{\text{Operating profit/loss excl. depreciations} \times 100}{\text{Revenue}}$

# Management Commentary

## Principal activities

MacArtney A/S is the parent entity of the MacArtney Underwater Technology Group, headquartered in Esbjerg, Denmark. The MacArtney Group includes operations in Bur and Klinkby, Denmark, as well as in the US, Canada, the United Kingdom, Norway, Sweden, France, the Netherlands, Germany, Italy, Australia, Singapore and United Arab Emirates. Furthermore, the Group is supplemented by a distributor network of 24 companies worldwide.

The Group manufactures high-quality products, fully integrated systems, and innovative custom solutions, from design to installation, supported by training, service and local workshops. We cover the areas of connectivity, launch and recovery, and data acquisition for energy companies, ocean science institutes, marine renewable developers, navies, and others around the world.

## Development in activities and financial and economic position

The yearly profit for the group after-tax amounts to 145,491 k, and the parent company yields a profit of DKK 135,615 k after-tax and before discontinued activities.

As at 30.06.2025, the parent company transferred its Offshore Solution activities into a 100% owned subsidiary MacArtney Offshore Solutions A/S. The Offshore Solution activities for the period 01.10.2024 till 30.06.2025 are presented as discontinued activities.

After the distribution of the profit for the year, the total equity for the parent company amounts to DKK 408,370 k, and the group amounts to DKK 418,838 k, corresponding to 60 % of the total balance sheet at 30.09.2025 for the group.

## Profit/loss for the year compared to the expected development

The performance for the year 2024/25 MacArtney Group exceeded the management expectations both in terms of revenue and profitability. This is achieved through good conditions in our markets and significant project progress.

MacArtney Group experienced growth of 31,7 % in Europe and a decrease of 5,2% in Asia and 15,5% in America and at the same time managed to keep and for some product areas increase the margin. Foremost our performance comes from a strong focus of our more than 500 employees in the Group.

## Significant events after the end of the financial year

No events have occurred after the end of the financial year of material importance for the Company's financial position.

## Financial risk

### Interest

The Group is exposed to fluctuations in interest rates on its financing activities. Exposure to changes in interest rates is reduced by pooling financing activities centrally, thereby reducing the balance with financial institutions. Furthermore, the Group uses financial instruments on a minor scale.

### Credit risk

The Group is exposed to credit risk from customers in different business sectors and geographical locations. Customers are regularly credit-rated and prepayments and stage payments are applied to reduce credit risks.

# Management Commentary

## Financial risk (continued)

### Currency risks

Currency risks mainly relate to the group's operating activity, where income or costs are in another currency than DKK and included as receivables for sales and trade payables. In addition, the group is exposed to currency risks on intra-group balances. The group is exposed to USD, GBP, CAD, NOK, SEK, and EUR, which means that results, cash flows and equity are affected by changes in exchange rates. The primary objective of managing currency risks is to reduce the negative impact of exchange rate fluctuations on earnings and cash flows in the short term, contributing to increased predictability.

Hedging takes place via forward exchange transactions to hedge expected turnover and purchases on selected projects within the next 12 months.

Exchange rate risks relating to investments in subsidiaries and associated companies abroad are not hedged, as it is the company's opinion that ongoing price hedging of such long-term investments will not be optimal from an overall risk and cost perspective.

### Business risks

The Group's most important operating risk is linked to the ability to be strongly positioned in the markets where the products and solutions are sold. Geopolitical tensions are monitored, and the potential impact on the business is addressed.

Furthermore, the Group needs to be constantly at the forefront of technological development within its areas of activity. The Group relies on solid and long-lasting relationships with strategic partners.

### Research and development activities

The Group's development activities range from highly specialised solutions to meet one customer's needs to developing standardised products suitable for various customer segments. The Group is in constant dialogue with customers and stakeholders to ensure that future needs are met. The development activities are partly done by in-house highly skilled employees and through a co-creation process with stakeholders and customers.

### Future expectations

MacArtney anticipates limited growth next fiscal year, with revenue projected at 1,200-1,300 mDKK and profitability on a lower level. We expect an EBT level of 10-11%. The Group has launched a new strategy and is investing in future growth and profitability.

The continued geopolitical changes and economic developments reduce the predictability of the markets in which we operate.

# Management Commentary

## Corporate social responsibility (CSR) report

### Business model

MacArtney manufactures high-quality products, fully integrated systems, and innovative custom solutions from design to installation. We support our products and solutions with training, service, and local workshops.

MacArtney Group owns the full value chain from development and engineering to project management, manufacturing and aftersales. Our areas of expertise include connectivity, launch and recovery, and data acquisition for energy companies, ocean science institutes, marine renewable and solutions for renewable energy.

The products and solutions are sold through MacArtney A/S and subsidiaries, as well as through a worldwide network of agents. We have MacArtney A/S subsidiaries in the US, Canada, the UK, Norway, Sweden, France, the Netherlands, Germany, Italy, Australia, Singapore, and United Arab Emirates.

MacArtney A/S is ISO 9001 & ISO 45001 certified. The management system measures are expanded to cover the areas of Environment, Climate, Health, Safety and Social aspects and Human rights. This means that methods are in place to ensure development and follow-up on action plans to follow progress towards strategic intentions and specific goals.

### ESG Report 2024/25

MacArtney's ESG report is published on our website, <https://www.macartney.com/esg/esg-at-macartney-group/>. The ESG report is not a part of this Annual Report 2024/25.

### Environmental Impact

MacArtney has an environmental footprint when we source and use raw materials, produce products, consume energy, generate waste, transport and more. To support the green transition of our industry, we have extended our environmental policy to measure our carbon emissions as well as our utilities and waste to reduce our environmental impact as a company.

### Social Responsibility

Our employees are our most important resource, and we are committed to maintaining a strong health and safety culture throughout our organisation. This extends to our supply chains, where we have implemented a Supplier Code of Conduct focusing on human and labour rights. We also have a clear focus on being a strong member of our local community, contributing to a broad range of projects and participating in different events in culture and sports.

One of our tools to evaluate employee satisfaction is our annual employee engagement survey across the Group. The survey assesses a broad range of factors related to wellbeing, safety, inclusion, and personal development, and it serves as an important tool to ensure that our employees are well.

# Management Commentary

## Corporate social responsibility (CSR) report (continued)

### Health and Safety

Our commitment to health and safety is based on our values. We care for people. MacArtney is working with health and safety standards across all our operations and ensure that all personnel receive proper training and updates. Our head-quarters in Denmark is ISO 45001 certified, and we monitor and manage safety regulations weekly across our subsidiaries. We conduct regular fire drills and simulations, and our employees are offered first aid courses.

All employees should trust that they are safe and secure while at work. This goes for all types of jobs within the MacArtney Group, including jobs carried out on land or at sea and under difficult circumstances. We provide the frames for a healthy work environment and a contribution to healthy living. This year we had 2 work-related injuries resulting in 6 days off work. Our target is to have zero work-related injuries. On average, across the Group, we had 7.3 sick days per FTE.

### Governance

MacArtney has a “do the right thing always” attitude, and we see reliability, integrity, and trustworthiness as fundamental principles for our business. We have had an extensive focus on governance actions this year as part of our mission of setting a thorough and holistic baseline for our work with ESG, that sets the foundation for the future of MacArtney Group.

### Corporate Code of Conduct

MacArtney has a Corporate Code of Conduct consisting of 10 principles aligned with the UN Global Compact. It guides our employees, customers, suppliers, and other stakeholders in responsible business conduct at MacArtney. The code of conduct can be found on <https://www.macartney.com/media/wm2nuf4t/code-of-conduct-corporate.pdf>

### Employee Code of Conduct

MacArtney’s code of conduct for employees is a set of guidelines and principles that define our employees’ expected behaviour and ethical standards.

The code of conduct can be found on <https://www.macartney.com/media/npjdtcwu/code-of-conduct-employees.pdf>

### Whistleblower System

MacArtney wants to act on principles of accountability, openness, and cooperation, including the ability for employees and collaborators to act on critical matters. The whistleblower system is established on our website and offers a confidential and safe way to report any irregularities or illegalities within the company.

Internal and external persons can submit information about criticisable relationships or report actions that are unethical, illegal, or violating internal policies. The scheme aims to bring matters to light that would not otherwise have been reported. Incidents may be reported confidentiality with name and contact details, or one can choose to be 100% anonymous.

### Anti-Corruption and Bribery

As stated in our Corporate Code of Conduct, we have a zero-tolerance policy for corruption and bribery across our organisation. We are obliged to abide by the laws and regulations in the countries we conduct our business.

### Respect for human rights and labour rights

Social responsibility is at the heart of our business, and respect for human rights and labour rights is of high importance in the way we conduct our business. We comply with present laws and regulations regarding labour and employment laws and expect our suppliers and partners to do the same through our Supplier Code of Conduct.

### Sanction Risk Management Policy

MacArtney has introduced a Sanction Risk Management Policy to ensure compliance with international sanctions, embargoes, and export control regulations across all locations.

# Management Commentary

## Corporate social responsibility (CSR) report (continued)

### Supplier Code of Conduct

In 2023, we revised and updated our supplier code of conduct, and it is still under implementation. We expect our suppliers to apply to the 10 principles of the UN Global Compact, which is the cornerstone of the policy. This counts for human rights, labour rights, environmental awareness and anti-corruption and bribery. The supplier code of conduct also covers the use of conflict minerals.

The code of conduct can be found on <https://www.macartney.com/media/zvnbvukg/code-of-conduct-supplier.pdf>

### Tax Policy

The objective of the tax policy is to establish a process for managing taxes efficiently and in line with the principles of MacArtney's policy. This policy states that we strive to comply with applicable laws and regulations and act in an ethically sustainable and socially responsible way in all our business activities. Along with our employees, we form part of the local community where we operate.

### Report of data ethics

MacArtney A/S is responsible for the information provided by customers, employees, or other stakeholders and processed by MacArtney A/S. Personal information is treated with respect for the confidentiality of the information and for the privacy of the stakeholders.

There is a clear policy describing that personal information is used respectfully for employees, customers, and other stakeholder's privacy to ensure compliance with the Data Protection Act and the Data Protection (GDPR) and Cybersecurity Maturity Model Certification (CMMC).

## Income Statement 1 October - 30 September

	Note	Group		Parent Company	
		2024/25 DKK '000	2023/24 DKK '000	2024/25 DKK '000	2023/24 DKK '000
<b>Net revenue</b>	1	<b>1.281.261</b>	<b>1.082.107</b>	<b>329.309</b>	<b>456.902</b>
Other operating income		4.407	4.051	34.251	32.770
Expenses for raw materials and consumables		-691.531	-562.766	-122.001	-232.069
Other external expenses	2	-107.116	-96.090	-48.299	-45.460
<b>Gross profit/loss</b>		<b>487.021</b>	<b>427.302</b>	<b>193.260</b>	<b>212.143</b>
Staff costs	3	-320.464	-304.880	-101.736	-144.180
Depreciation, amortisation and impairment losses for tangible and intangible assets		-14.400	-13.865	-4.861	-7.287
Other operating expenses		0	-1.036	0	-402
<b>Operating profit</b>		<b>152.157</b>	<b>107.521</b>	<b>86.663</b>	<b>60.274</b>
Income from investments in subsidiaries and associates	4	26.256	24.218	64.217	57.426
Other financial income	5	6.265	5.095	8.286	8.545
Other financial expenses		-3.014	-2.723	-3.578	-4.627
<b>Profit before tax</b>		<b>181.664</b>	<b>134.111</b>	<b>155.588</b>	<b>121.618</b>
Tax on profit/loss for the year	6	-36.173	-25.952	-19.973	-15.046
<b>Profit for the year - discontinued operations</b>		<b>145.491</b>	<b>108.159</b>	<b>135.615</b>	<b>106.572</b>
Result from discontinued operations	7	0	0	7.060	0
<b>Profit for the year</b>	8	<b>145.491</b>	<b>108.159</b>	<b>142.675</b>	<b>106.572</b>

## Balance Sheet at 30 September

		Group		Parent Company	
		2025 DKK '000	2024 DKK '000	2025 DKK '000	2024 DKK '000
<b>Assets</b>	Note				
Development projects completed, including patents and similar rights originating from development projects		552	132	552	132
Goodwill		21.849	24.238	0	11.965
Development projects in progress and prepayments for intangible assets		1.666	0	1.666	0
<b>Intangible assets</b>	9	<b>24.067</b>	<b>24.370</b>	<b>2.218</b>	<b>12.097</b>
Land and buildings		44.768	45.977	0	13.877
Other plant, fixtures and equipment		33.909	29.360	5.793	6.978
Leasehold improvements		16.212	2.447	14.647	2.447
<b>Property, plant and equipment</b>	10	<b>94.889</b>	<b>77.784</b>	<b>20.440</b>	<b>23.302</b>
Investments in subsidiaries		0	0	229.957	158.376
Investments in associates		33.738	36.031	33.738	36.031
<b>Financial non-current assets</b>	11	<b>33.738</b>	<b>36.031</b>	<b>263.695</b>	<b>194.407</b>
<b>Non-current assets</b>		<b>152.694</b>	<b>138.185</b>	<b>286.353</b>	<b>229.806</b>



## Balance Sheet at 30 September

Assets (continued)	Note	Group		Parent Company	
		2025 DKK '000	2024 DKK '000	2025 DKK '000	2024 DKK '000
Expenses for raw materials and consumables		145.375	146.525	43.932	51.400
Work in progress		39.915	55.667	5.944	21.072
Finished goods and goods for resale		8.177	7.959	4.190	7.959
<b>Inventories</b>		<b>193.467</b>	<b>210.151</b>	<b>54.066</b>	<b>80.431</b>
Trade receivables		194.653	171.042	37.608	19.736
Contract work in progress	12	77.359	65.981	55.159	71.328
Receivables from group enterprises	13	44.949	60.977	109.772	162.152
Deferred tax assets	14	2.357	2.336	3.048	1.423
Other receivables		5.003	6.976	2.720	2.243
Corporation tax receivable		1.621	3.856	2.354	3.823
Prepayments	15	15.609	14.979	3.384	2.691
<b>Receivables</b>		<b>341.551</b>	<b>326.147</b>	<b>214.045</b>	<b>263.396</b>
<b>Cash and cash equivalents</b>		<b>23.293</b>	<b>27.258</b>	<b>6.623</b>	<b>13.451</b>
<b>Current assets</b>		<b>558.311</b>	<b>563.556</b>	<b>274.734</b>	<b>357.278</b>
<b>Assets</b>		<b>711.005</b>	<b>701.741</b>	<b>561.087</b>	<b>587.084</b>

## Balance Sheet at 30 September

		Group		Parent Company	
		2025	2024	2025	2024
	Note	DKK '000	DKK '000	DKK '000	DKK '000
<b>Equity and liabilities</b>					
Share capital	16	10.000	10.000	10.000	10.000
Reserve for net revaluation under the equity method		0	0	162.118	158.382
Reserve for development costs		0	0	1.730	103
Retained earnings		308.370	306.068	144.522	147.583
Proposed dividend		90.000	62.500	90.000	62.500
Minority shareholders		10.468	7.642	0	0
<b>Equity</b>		<b>418.838</b>	<b>386.210</b>	<b>408.370</b>	<b>378.568</b>
Provision for deferred tax	17	465	497	0	0
Other provisions	18	5.689	7.288	4.400	7.288
<b>Provisions</b>		<b>6.154</b>	<b>7.785</b>	<b>4.400</b>	<b>7.288</b>
Debt to mortgage credit institution		0	3.706	0	3.307
Bank debt		13.658	14.784	0	0
Lease liabilities		43	63	0	0
Corporation tax		24.260	11.420	23.443	10.919
Other non-current liabilities		7.537	7.055	6.244	6.740
<b>Non-current liabilities</b>	19	<b>45.498</b>	<b>37.028</b>	<b>29.687</b>	<b>20.966</b>

## Balance Sheet at 30 September

Equity and liabilities (continued)	Note	Group		Parent Company	
		2025 DKK '000	2024 DKK '000	2025 DKK '000	2024 DKK '000
Debt to mortgage credit institution		0	505	0	362
Bank debt		10.498	4.430	8.570	3.058
Lease liabilities		27	582	0	489
Contract work in progress	12	10.646	77.417	8.225	14.612
Prepayments from customers		66.545	36.308	560	0
Trade payables		50.625	72.771	13.323	36.192
Debt to Group companies	20	13.338	0	68.902	92.635
Debt to associated enterprises		17.238	14.271	5.951	6.917
Corporation tax payable		7.741	7.387	19	1.509
Other liabilities		63.857	57.047	13.080	24.488
<b>Current liabilities</b>		<b>240.515</b>	<b>270.718</b>	<b>118.630</b>	<b>180.262</b>
<b>Liabilities</b>		<b>286.013</b>	<b>307.746</b>	<b>148.317</b>	<b>201.228</b>
<b>Equity and liabilities</b>		<b>711.005</b>	<b>701.741</b>	<b>561.087</b>	<b>587.084</b>
Contractual obligations and contingencies, etc.	21				
Charges and securities	22				
Related parties	23				
Consolidated Financial Statements	24				

## Equity

DKK '000	Group				Total
	Share capital	Retained earnings	Proposed dividend	Minority shareholders	
Equity at 1 October 2024	10.000	306.068	62.500	7.642	386.210
Proposed profit allocation, see note 8		9.675	133.000	2.816	145.491
<b>Transactions with owners</b>					
Dividend paid			-62.500		-62.500
Extraordinary dividend paid			-43.000		-43.000
<b>Other legal bindings</b>					
Foreign exchange adjustments		-7.373			-7.373
Other adjustments				10	10
<b>Equity at 30 September 2025</b>	<b>10.000</b>	<b>308.370</b>	<b>90.000</b>	<b>10.468</b>	<b>418.838</b>

## Equity

DKK '000	Parent Company					Total
	Share capital	Reserve for net revaluation under the equity method	Reserve for development costs	Retained earnings	Proposed dividend	
Equity at 1 October 2024	10.000	158.382	103	147.583	62.500	378.568
Proposed profit allocation, see note 8		11.109		-1.434	133.000	142.675
<b>Transactions with owners</b>						
Dividend paid					-62.500	-62.500
Extraordinary dividend paid					-43.000	-43.000
<b>Other legal bindings</b>						
Foreign exchange adjustments		-7.373				-7.373
Revaluations in the year			1.627	-1.627		0
Equity at 30 September 2025	10.000	162.118	1.730	144.522	90.000	408.370

## Cash Flow Statement 1 October - 30 September

	Group	
	2024/25 DKK '000	2023/24 DKK '000
Profit/loss for the year	145.491	108.159
Depreciation and amortisation, reversed	14.400	13.865
Reversed realization gains	-85	1.036
Profit/loss from associates	-26.256	-24.218
Tax on profit/loss, reversed	36.173	25.952
Corporation tax paid	-20.797	-12.138
Change in inventories	16.684	-47.040
Change in receivables (ex tax)	-17.618	-90.389
Change in other provisions	-1.599	-1.034
Change in current liabilities (ex bank, tax, instalments payable and overdraft facility)	-35.083	72.668
Other cash flows from operating activities	-5.021	-2.430
<b>Cash flows from operating activity</b>	<b>106.289</b>	<b>44.431</b>
Purchase of intangible assets	-2.344	0
Purchase of property, plant and equipment	-29.859	-9.144
Sale of property, plant and equipment	741	15
Sale of financial assets	0	1.019
Dividends received	26.552	17.951
<b>Cash flows from investing activity</b>	<b>-4.910</b>	<b>9.841</b>
Repayments of loans etc.	-5.910	-2.781
Change in bank debt	6.066	-2.980
Dividends paid in the financial year	-105.500	-30.014
<b>Cash flows from financing activity</b>	<b>-105.344</b>	<b>-35.775</b>
<b>Change in cash and cash equivalents</b>	<b>-3.965</b>	<b>18.497</b>
Cash and cash equivalents at 1. oktober	27.258	8.761
<b>Cash and cash equivalents at 30 September30. september</b>	<b>23.293</b>	<b>27.258</b>
Cash and cash equivalents at 30 September comprise:		
Cash and cash equivalents	23.293	27.258
<b>Cash and cash equivalents</b>	<b>23.293</b>	<b>27.258</b>

# Notes

	Group	Parent Company
	2024/25 DKK '000	2024/25 DKK '000
<b>1   Net revenue</b>		
<b>Segment details (geography)</b>		
Asia	109.714	30.828
Europe	991.001	255.794
America	180.546	42.687
	<b>1.281.261</b>	<b>329.309</b>
<b>Segment details (activities)</b>		
Underwater Technology	1.092.261	329.309
Offshore solutions	189.000	0
	<b>1.281.261</b>	<b>329.309</b>

## 2 | Fee to statutory auditor

Pursuant to Section 96(3)(2) of the Danish Financial Statements Act, the company has elected not to disclose the remuneration paid to the auditor appointed by the general meeting.

	Group		Parent Company	
	2024/25 DKK '000	2023/24 DKK '000	2024/25 DKK '000	2023/24 DKK '000
<b>3   Staff costs</b>				
Average number of full time employees	489	474	144	199
Wages and salaries	269.192	263.704	91.816	131.739
Pensions	19.619	17.627	7.882	10.335
Social security costs	31.653	23.549	2.038	2.106
	<b>320.464</b>	<b>304.880</b>	<b>101.736</b>	<b>144.180</b>
Remuneration of Management and Board of Directors	5.482	7.757	5.482	7.757
	<b>5.482</b>	<b>7.757</b>	<b>5.482</b>	<b>7.757</b>

## Notes

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
	DKK '000	DKK '000	DKK '000	DKK '000
<b>4   Income from investments in subsidiaries and associates</b>				
Income from investments in subsidiaries	0	0	37.961	33.208
Income from investments in associates	26.256	24.218	26.256	24.218
	<b>26.256</b>	<b>24.218</b>	<b>64.217</b>	<b>57.426</b>

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
	DKK '000	DKK '000	DKK '000	DKK '000
<b>5   Other financial income</b>				
Interest income from group enterprises	2.226	2.320	6.167	4.667
Other interest income	4.039	2.775	2.119	3.878
	<b>6.265</b>	<b>5.095</b>	<b>8.286</b>	<b>8.545</b>

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
	DKK '000	DKK '000	DKK '000	DKK '000
<b>6   Tax on profit/loss for the year</b>				
Calculated tax on taxable income of the year	37.158	20.951	21.452	10.186
Adjustment of tax in previous years	-932	0	-932	0
Adjustment of deferred tax	-53	5.001	-547	4.860
	<b>36.173</b>	<b>25.952</b>	<b>19.973</b>	<b>15.046</b>



## Notes

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
	DKK '000	DKK '000	DKK '000	DKK '000
<b>7   Result from discontinued operations</b>				
Net revenue	0	0	134.560	0
Expenses for raw materials and consumables	0	0	-83.264	0
Other external expenses	0	0	-5.066	0
Staff costs	0	0	-35.546	0
Depreciation, amortisation and impairment losses for tangible and intangible assets	0	0	-616	0
Other financial income	0	0	165	0
Other financial expenses	0	0	-1.182	0
Tax on profit/loss for the year	0	0	-1.991	0
	<b>0</b>	<b>0</b>	<b>7.060</b>	<b>0</b>

	Group		Parent Company	
	2024/25	2023/24	2024/25	2023/24
	DKK '000	DKK '000	DKK '000	DKK '000
<b>8   Proposed distribution of profit</b>				
Proposed dividend for the year	90.000	62.500	90.000	62.500
Extraordinary dividend	43.000	0	43.000	0
Allocation to reserve for net revaluation under the equity method	0	0	11.109	35.895
Retained earnings	9.675	44.072	-1.434	8.177
Minority interests' share of profit/loss	2.816	1.587	0	0
	<b>145.491</b>	<b>108.159</b>	<b>142.675</b>	<b>106.572</b>

# Notes

## 9 | Intangible assets

DKK '000	Group		
	Development projects completed, including patents and similar rights originating from development projects	Goodwill	Development projects in progress and prepayments for intangible assets
Cost at 1 October 2024	1.327	56.607	0
Exchange adjustment at closing rate	0	-707	0
Additions	678	0	1.666
Disposals	0	-575	0
<b>Cost at 30 September 2025</b>	<b>2.005</b>	<b>55.325</b>	<b>1.666</b>
Amortisation at 1 October 2024	1.195	32.369	0
Exchange adjustment at closing rate	0	-457	0
Reversal of amortisation of assets disposed of	0	377	0
Amortisation for the year	258	1.187	0
<b>Amortisation at 30 September 2025</b>	<b>1.453</b>	<b>33.476</b>	<b>0</b>
<b>Carrying amount at 30 September 2025</b>	<b>552</b>	<b>21.849</b>	<b>1.666</b>

Completed development projects consist of development of the Trustlink MS Connector Range. The project is expected to gain competitive advantages in the future.

Development project in progress relates to development of a new and modern Business Information platform for the entire group. The project will be completed in 2025/26.

DKK '000	Parent Company		
	Development projects completed, including patents and similar rights originating from development projects	Goodwill	Development projects in progress and prepayments for intangible assets
Cost at 1 October 2024	1.327	26.532	0
Additions	678	0	1.666
Disposals from demergers and sale of company	0	-26.532	0
<b>Cost at 30 September 2025</b>	<b>2.005</b>	<b>0</b>	<b>1.666</b>
Amortisation at 1 October 2024	1.195	14.567	0
Reversal of amortisation of assets disposed of	0	-17.075	0
Amortisation for the year	258	2.508	0
<b>Amortisation at 30 September 2025</b>	<b>1.453</b>	<b>0</b>	<b>0</b>
<b>Carrying amount at 30 September 2025</b>	<b>552</b>	<b>0</b>	<b>1.666</b>

# Notes

## 9 | Intangible fixed assets (continued)

Completed development projects consist of development of the Trustlink MS Connector Range. The project is expected to gain competitive advantages in the future.

Development project in progress relates to development of a new and modern Business Information platform for the entire group. The project will be completed in 2025/26.

## 10 | Property, plant and equipment

DKK '000	Group		
	Land and buildings	Other plant, fixtures and equipment	Leasehold improvements
Cost at 1 October 2024	52.037	105.770	2.459
Exchange adjustment at closing rate	35	-880	0
Additions	365	15.128	14.366
Disposals	0	-1.852	0
<b>Cost at 30 September 2025</b>	<b>52.437</b>	<b>118.166</b>	<b>16.825</b>
Depreciation and impairment losses at 1 October 2024	6.060	76.410	12
Exchange adjustment	2	-752	0
Reversal of depreciation of assets disposed of	0	-1.196	0
Depreciation for the year	1.607	9.795	601
<b>Depreciation and impairment losses at 30 September 2025</b>	<b>7.669</b>	<b>84.257</b>	<b>613</b>
<b>Carrying amount at 30 September 2025</b>	<b>44.768</b>	<b>33.909</b>	<b>16.212</b>

Finance lease assets	289
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DKK '000	Parent Company		
	Land and buildings	Other plant, fixtures and equipment	Leasehold improvements
Cost at 1 October 2024	16.419	41.952	2.459
Additions	0	2.512	12.630
Disposals from demergers and sale of company	-16.419	-6.435	0
<b>Cost at 30 September 2025</b>	<b>0</b>	<b>38.029</b>	<b>15.089</b>
Depreciation and impairment losses at 1 October 2024	2.542	34.972	12
Reversal of depreciation of assets disposed of	-2.814	-4.745	0
Depreciation for the year	272	2.009	430
<b>Depreciation and impairment losses at 30 September 2025</b>	<b>0</b>	<b>32.236</b>	<b>442</b>
<b>Carrying amount at 30 September 2025</b>	<b>0</b>	<b>5.793</b>	<b>14.647</b>

# Notes

## 11 | Financial non-current assets

	<b>Group</b>
	Investments in associates
DKK '000	
Cost at 1 October 2024	31
<b>Cost at 30 September 2025</b>	<b>31</b>
Revaluation at 1 October 2024	36.000
Exchange adjustment	-1.997
Dividend	-26.552
Profit/loss for the year	26.256
<b>Revaluation at 30 September 2025</b>	<b>33.707</b>
<b>Carrying amount at 30 September 2025</b>	<b>33.738</b>

	<b>Parent Company</b>	
	Investments in subsidiaries	Investments in associates
DKK '000		
Cost at 1 October 2024	35.995	31
Additions	62.558	0
<b>Cost at 30 September 2025</b>	<b>98.553</b>	<b>31</b>
Revaluation at 1 October 2024	122.382	36.000
Exchange adjustment	-5.374	-1.997
Dividend	-23.646	-26.552
Profit/loss for the year	39.053	26.256
Amortisation of goodwill	-1.092	0
Other adjustments	81	0
<b>Revaluation at 30 September 2025</b>	<b>131.404</b>	<b>33.707</b>
<b>Carrying amount at 30 September 2025</b>	<b>229.957</b>	<b>33.738</b>

# Notes

## 11 | Fixed asset investments (continued)

### Investments in subsidiaries

Name and domicil	Ownership
MacArtney Norge A/S, Norway	100 %
MacArtney UK Ltd., UK	100 %
MacArtney Distribution Center Inc., USA	100 %
MacArtney Inc., USA	100 %
- MacArtney Canada Ltd., Canada	100 %
MacArtney France SAS, France	100 %
MacArtney Italy s.r.l., Italy	100 %
MacArtney Germany GmbH, Germany	64 %
MacArtney Benelux B.V., The Netherlands	75 %
MacArtney Singapore Pte. Ltd, Singapore	100 %
- MacArtney Australia Pty Ltd, Australia	100 %
MacArtney Hydraulics A/S, Denmark	100 %
MacArtney Sweden AB, Sweden	100 %
MacArtney Offshore Solutions A/S, Denmark	100 %
MacArtney Middle East FZCO, Dubai	100 %

### Investments in associates

Name and domicil	Ownership
SubConn Inc., USA	49 %

	Group		Parent Company	
	2025	2024	2025	2024
	DKK '000	DKK '000	DKK '000	DKK '000
<b>12   Contract work in progress</b>				
Sales value of completed work	331.401	162.556	148.918	158.693
Progress invoicing/advances received	-264.688	-173.992	-101.984	-101.977
<b>Contract work in progress, net</b>	<b>66.713</b>	<b>-11.436</b>	<b>46.934</b>	<b>56.716</b>
Recognised as follows				
Contract work in progress (asset)	77.359	65.981	55.159	71.328
Contract work in progress (liability)	-10.646	-77.417	-8.225	-14.612
	<b>66.713</b>	<b>-11.436</b>	<b>46.934</b>	<b>56.716</b>

## 13 | Receivables from group enterprises

### Parent company

The account "receivables from group enterprises" include the subsidiaries net present with the group's financial institution, which is part of the group's cash pool arrangement and therefore presented as an intercompany balance (internal group bank).

In "receivables from group enterprises" the cash pool arrangement amounts to DKK 19,8 million.

# Notes

## 14 | Deferred tax assets

	Group		Parent Company	
	2025 DKK '000	2024 DKK '000	2025 DKK '000	2024 DKK '000
Deferred tax assets is related to:				
Intangible assets	2	165	2	-22
Property, plant and equipment	-1.269	-296	20	-865
Inventories	2.850	1.652	2.252	1.492
Receivables	-194	-200	-194	-197
Provisions	968	1.015	968	1.015
	<b>2.357</b>	<b>2.336</b>	<b>3.048</b>	<b>1.423</b>

  

	Group		Parent Company	
	2025 DKK '000	2024 DKK '000	2025 DKK '000	2024 DKK '000
Deferred tax assets, beginning of year	2.336	6.838	1.423	6.281
Deferred tax of the year, income statement	21	-4.504	547	-4.860
Deferred tax of the year, equity	0	2	0	2
Disposal of MacArtney Offshore Solutions	0	0	1.078	0
<b>Deferred tax assets 30 September 2025</b>	<b>2.357</b>	<b>2.336</b>	<b>3.048</b>	<b>1.423</b>

Based on an evaluation of the markets in Denmark and Norway as well as the activities within sales, product development, market potential and adjustments of costs, the Company has prepared budgets for the following years showing the use of the deferred tax assets within three to five years.

## 15 | Prepayments

Prepayments include prepaid expenses.

## 16 | Share capital

Allocation of Share capital:

	2025 DKK '000	2024 DKK '000
Ordinary shares, 10 unit in the denomination of 1.000.000 DKK	10.000	10.000
	<b>10.000</b>	<b>10.000</b>

# Notes

## 17 | Provision for deferred tax

	Group		Parent Company	
	2025 DKK '000	2024 DKK '000	2025 DKK '000	2024 DKK '000
Deferred tax is related to				
Property, plant and equipment	345	377	0	0
Provisions	114	120	0	0
Receivables	6	0	0	0
	<b>465</b>	<b>497</b>	<b>0</b>	<b>0</b>
Deferred tax, beginning of year	497	614	0	0
Deferred tax of the year, income statement	-32	-117	0	0
<b>Provision for deferred tax 30 September 2025</b>	<b>465</b>	<b>497</b>	<b>0</b>	<b>0</b>

## 18 | Other provisions

Other provisions include warranty provisions.

## 19 | Long-term liabilities

	Group			
DKK '000	30/9 2025 total liabilities	Repayment next year	Debt outstanding after 5 years	30/9 2024 total liabilities
Debt to mortgage credit institution	0	0	0	4.211
Bank debt	14.801	1.143	9.087	15.925
Lease liabilities	70	27	0	645
Corporation tax	24.260	0	0	11.420
Other non-current liabilities	7.537	0	6.672	7.309
	<b>46.668</b>	<b>1.170</b>	<b>15.759</b>	<b>39.510</b>
	Parent Company			
DKK '000	30/9 2025 total liabilities	Repayment next year	Debt outstanding after 5 years	30/9 2024 total liabilities
Debt to mortgage credit institution	0	0	0	3.669
Lease liabilities	0	0	0	489
Corporation tax	23.443	0	0	10.919
Other non-current liabilities	6.408	164	5.705	6.961
	<b>29.851</b>	<b>164</b>	<b>5.705</b>	<b>22.038</b>

## Notes

### 20 | Debt to Group companies

Parent company

The account "debt to group companies" include the subsidiaries net present with the group's financial institution, which is part of the group's cash pool arrangement and therefore presented as an intercompany balance (internal group bank).

In "debt to group companies" the cash pool arrangement amounts to DKK 81,3 million.

### 21 | Contractual obligations and contingencies, etc.

	<u>Group</u>	<u>Parent Company</u>
	2025	2025
	DKK '000	DKK '000
<b>Contingent liabilities</b>		
Total liabilities under rental or lease agreements until maturity	116.850	63.501
Of this, liabilities under rental or lease agreements with group enterprises	60.976	59.282

#### Joint liabilities

The Company is jointly and severally liable together with the Parent Company and the other group companies in the joint taxable group for tax on the group's joint taxable income and for certain possible withholding taxes, such as dividend tax, etc.

Tax payable on the Group's joint taxable income is stated in the annual report of MACARTNEY FINANCE ApS, which serves as management Company for the joint taxation.

At 01.10.2016, the Company demerged its properties to the sister subsidiary MacArtney Properties ApS. Consequently, MacArtney A/S is liable for obligations in MacArtney Properties ApS that occurred before the demerger. The liability amounts to DKK 2,653 thousand at 30.09.2025.



# Notes

## 22 | Charges and securities

### Group

As security for the group's cash pool arrangements, a registered mortgage deed with a nominal value of DKK 10,205 thousand has been pledged in land and buildings. The carrying amount of the mortgaged properties is DKK 4,034 thousand.

The Group has unused mortgage deed of approximately DKK 750 thousand.

The group has also provided a floating charge with a nominal value of DKK 65,194 thousand. The floating charge covers inventory, trade receivables, other fixtures and fittings, tools and equipment of a total carrying amount of DKK 46,686 thousand.

### Collateral provided for group enterprises

The group has guaranteed the group enterprises' debt. The maximum limit of the guarantee is DKK 5,500 thousand. Bank loans of group enterprises amount to DKK 205 thousand.

### Parent

### Collateral provided for group enterprises

The group has guaranteed the group enterprises' debt. The maximum limit of the guarantee is DKK 5,500 thousand. Bank loans of group enterprises amount to DKK 205 thousand.

## 23 | Related parties

The Company's related parties include:

### Controlling interest

MacArtney Finance ApS, Esbjerg, Denmark owns all shares in the Entity, thus exercising control.

### Transactions with related parties

The Company did not carry out any material transactions that were not concluded on market conditions. According to section 98c, subsection 7 of the Danish Financial Statements Act information is given only on transactions that were not performed on common market conditions.

## 24 | Consolidated Financial Statements

Name and registered office of the Parent preparing consolidated financial statements for the largest group:  
MacArtney Finance ApS, Esbjerg

Name and registered office of the Parent preparing consolidated financial statements for the smallest group:

MacArtney Finance ApS, Esbjerg

## Accounting Policies

The Annual Report of MacArtney A/S for 2024/25 has been presented in accordance with the provisions of the Danish large-size Financial Statements Act for enterprises in reporting class C.

The Annual Report is prepared consistently with the accounting principles applied last year.

### Consolidated Financial Statements

The Consolidated Financial Statements include the Parent Company MacArtney A/S and the subsidiaries in which MacArtney A/S directly or indirectly holds more than 50% of the voting rights or in any other way has a controlling influence. Enterprises in which the Group holds between 20% and 50% of the voting rights and exercises significant, but not controlling influence, are considered associates, see the Group structure.

The Consolidated Financial Statements consolidate the Financial Statements of the Parent Company and the subsidiaries by combining uniform accounts items. Intercompany income and expenses, shareholdings, intercompany accounts and dividend, and realised and unrealised gains and losses arising from transactions between the consolidated enterprises are fully eliminated in the consolidation.

Newly acquired or newly established enterprises are recognised in the financial statements from the time of acquiring or establishing such enterprises. Divested or wound-up enterprises are recognised in the income statement up to the time of their divestment or winding-up.

The purchase method is applied at the acquisition of new enterprises, under which identifiable assets and liabilities of these enterprises are measured at fair value at the acquisition date. Provisions for costs of restructuring of the enterprise acquired are only made in so far as such restructuring was decided by the enterprise acquired prior to acquisition. Allowance is made for the tax effect of restatements.

Positive differences in amount (goodwill) between cost of the acquired share and fair value of the assets and liabilities taken over are recognised under intangible assets, and they are amortised systematically over the income statement based on an individual assessment of their useful life, however, no more than 20 years.

The book-value method is applied for intercompany transactions.

The takeover date is the date on which the Group gains actual control over the acquired enterprise.

Acquired enterprises within the Group are recognised in the Consolidated Financial Statements according to the combination method, the combination being regarded as completed at the date of acquisition, and by using the carrying amounts of the assets and liabilities taken over.

Positive and negative differences between the acquisition value and the carrying amounts of taken over and identified assets and liabilities are recognised in equity upon acquisition.

Transaction costs, incurred in connection with acquisition of businesses, are recognised in the income statement in the year when costs are incurred.

Equity interests in subsidiaries are set off by the proportional share of the subsidiaries' fair value of net assets and liabilities at the date of takeover.

Investments in associates are measured in the Balance Sheet at the proportional share of the equity value of the enterprises, calculated under the accounting policies of the Parent Company and eliminating proportionally any unrealised intercompany gains and losses. The proportional share of the results of the associates is recognised in the Income Statement after elimination of the proportional share of internal gains and losses.

# Accounting Policies

## Minority interests

The accounting items of the subsidiaries are recognised in full in the Consolidated Financial Statements. The minority interests' proportional share of the results and equity of the subsidiaries is stated as separate items in the allocation of profit/loss and equity, respectively.

## Income Statement

### Net revenue

The Company's revenue consists of item sales and project sales.

Revenue from the item sale is recognised in the income statement when delivery is made and risk has passed to the buyer.

Projects are included in revenue based on the stage of completion so that revenue corresponds to the selling price of the work performed in the financial year (the percentage-of-completion method).

### Costs of raw materials and consumables

Raw materials and consumables comprises the costs of raw materials and consumables used to reach the revenue for the year. Additionally, decrease or increase of inventories of raw materials and consumables for the year is included, as well as normal impairment of inventories of raw materials and consumables.

### Other operating income

Other operating income comprises income of a secondary nature as viewed in relation to the Entity's primary activities.

### Other external expenses

Other external expenses comprise expenses relating to the Company's ordinary activities, including expenses for premises, administration, sales, etc.

### Staff costs

Staff costs comprise salaries and wages as well as social security contributions, pension contributions, etc for the Company's staff.

Wage compensation has been deducted from staff costs. The compensation are recognised when a final commitment has been received from the grantor and it is probable that the conditions of the grant will be fulfilled. Grants are recognised as income in the income statement as earned.

### Other operating expenses

Other operating expenses include items of a secondary nature in relation to the Group's and the Company's activities. Losses from sale of intangible and tangible fixed assets are also included.

### Income from investments in subsidiaries and associates

The Income Statement of the Parent Company recognises the proportional share of the results of subsidiaries and associates determined according to the Parent Company's accounting policies and after full elimination of intercompany profits/losses and deduction of amortisation of goodwill. resulting from purchase price allocation at the date of acquisition, is recognised in the Parent Company's Income Statement.

Profits from sale are recognized, if the economic rights related to the sold subsidiaries and associates are transferred. However, not before the profit is realised or regarded as realisable. Moreover, realised losses besides impairments are recognised when they are demonstrated.

# Accounting Policies

## Financial income and expenses

Financial income and expenses include interest income and expenses, financial expenses of finance leases, realised and unrealised gains and losses arising from securities, receivables debt and transactions in foreign currencies, as well as charges and allowances under the tax-on-account scheme, etc. Financial income and expenses are recognised by the amounts that relate to the financial year. Interest income and expenses are calculated on amortised cost prices.

## Tax

Tax for the year, which consists of current tax for the year and changes in deferred tax, is recognised in the income statement by the portion attributable to the profit for the year and recognised directly in equity by the portion attributable to entries directly in equity.

The Company is jointly taxed with all of its wholly owned Danish subsidiaries and other affiliated companies. The current Danish income tax is allocated among the jointly taxed companies proportionally to their taxable income (full allocation with a refund concerning tax losses).

## Balance Sheet

### Intangible fixed assets

Goodwill is amortised straight-line over its estimated useful life, which is fixed based on the experience gained by Management for each business area. The amortisation period is 5-20 years because goodwill derives from strategically acquired enterprises with a strong market position and a long-term earnings profile.

Goodwill is written down to the lower of recoverable amount and carrying amount.

Development projects comprise development projects completed and in progress with related to intellectual property rights, acquired intellectual property rights and prepayments for intangible assets.

Development projects on clearly defined and identifiable products and processes, for which the technical rate of utilisation, adequate resources and a potential future market or development opportunity in the enterprise can be established, and where the intention is to manufacture, market or apply the product or process in question, are recognised as intangible assets. Other development costs are recognised as costs in the income statement as incurred. When recognising development projects as intangible assets, an amount equalling the costs incurred less deferred tax is taken to equity under reserve for development costs that is reduced as the development projects are amortised and written down.

The cost of development projects comprises costs such as salaries and amortisation that are directly and indirectly attributable to the development projects.

Completed development projects are amortised on a straight-line basis using their estimated useful lives which are determined based on a specific assessment of each development project. For development projects protected by intellectual property rights, the maximum period of amortisation is the remaining duration of the relevant rights. The amortisation periods used are 5 years.

Intangible fixed assets are generally written down to the recoverable amount if this is lower than the carrying amount.

Profit or loss from sale of intangible fixed assets is calculated at the difference between the sales price and the carrying amount at the time of the sale. Profit and loss are recognised in the Income Statement under other operating income or other operating expenses.

# Accounting Policies

## Property, plant and equipment

Land and buildings as well as leasehold equipment, other fixtures and fittings, tools and equipment are measured at cost less accumulated depreciation. Land is not depreciated.

Cost comprises the acquisition price, costs directly attributable to the acquisition, and preparation costs of the asset until the time when it is ready to be put into operation.

The basis of depreciation is cost less estimated residual value after the end of useful life. Straight-line depreciation is made on the basis of the following estimated useful lives of the assets:

	Useful life
Buildings	50 years
Other plant, fixtures and equipment	3-10 years
Leasehold improvements	3-10 years

Profit or loss on sale of property, plant and equipment is stated as the difference between the sales price less selling costs and the carrying amount at the date of sale. Profit or loss is recognised in the Income Statement as other operating income or other operating expenses.

## Lease contracts

Lease contracts relating to tangible fixed assets

The capitalised residual lease liability is recognised in the Balance Sheet as a liability and the interest portion of the lease payment is recognised in the Income Statement over the contract period.

## Financial non-current assets

Investments in associates are recognised and measured according to the equity method. This means that, in the balance sheet, investments are measured at the pro rata share of the associates' equity value plus or minus unamortised positive, or negative, goodwill and plus or minus unrealised intra-group profits or losses. Associates with a negative equity are measured at zero value, and any receivables from these associates are written down by the Company's share of such negative equity if it is deemed irrecoverable. If the negative equity value exceeds the amount receivable, the remaining amount is recognised under provisions if the Company has a legal or constructive obligation to cover the liabilities of the relevant associate.

The combination method is applied when acquiring enterprises within the Group, where the combination is regarded as completed at the date of acquisition, and by using the carrying amounts of the assets and liabilities acquired.

The difference between the acquisition cost and carrying amounts is recognised directly in equity.

Upon distribution of profit or loss, net revaluation of investments in associates is transferred to reserve for net revaluation according to the equity method under equity.

Goodwill is calculated as the difference between cost of the investments and the pro rata share of the fair value of the assets and liabilities acquired which have been measured at fair value at the date of acquisition. The amortisation period for goodwill is 5-20 years because goodwill derives from strategically acquired enterprises with a strong market position and a long-term earnings profile.

Investments in associates are written down to the lower of recoverable amount and carrying amount.

Investments in associates fall within the definitions of both participating interests and associates, yet in these consolidated financial statements they have been presented as investments in associates because this designation reflects more accurately the Group's involvement in the relevant entities.

# Accounting Policies

## **Impairment of fixed assets**

The carrying amount of intangible fixed and property, plant and equipment, are assessed annually for indications of impairment other than that reflected by amortisation and depreciation.

In the event of impairment indications, an impairment test is made for each asset or group of assets, respectively. If the recoverable amount is lower than the carrying amount, the asset is written down to the recoverable amount.

The recoverable amount is calculated at the higher of the capital value and the sales value less expected costs of a sale. The capital value is determined as the Company's share in the current value of the net cash flows which the subsidiary is expected to generate through its activities and from sale of assets after the end of their useful lives. A discount rate is used which reflects the risk-free market rate and the owners' minimum return on interest requirements for similar assets. The growth rate in the terminal period is determined in accordance with the standards within the industry.

## **Inventories**

Inventories are measured at the lower of cost using the average method and net realisable value.

Cost of goods for resale, raw materials and consumables consists of purchase price plus delivery costs. Cost of manufactured goods and work in progress consists of costs of raw materials, consumables, direct labour costs and indirect production costs.

The net realisable value of inventories is calculated as the estimated selling price less completion costs and costs incurred to execute sale.

## **Receivables**

Receivables are measured at amortised cost, usually equalling nominal value, less writedowns for bad and doubtful debts.

## **Contract work in progress**

Contract work in progress (construction contracts) is measured at the selling price of the work carried out at the balance sheet date.

The selling price is measured based on the stage of completion and the total estimated income from the individual contracts in progress. Usually, the stage of completion is determined as the ratio of actual to total budgeted consumption of resources.

If the selling price of a construction contract cannot be made up reliably, it is measured at the lower of costs incurred and net realisable value.

Each contract in progress is recognised in the balance sheet under receivables or liabilities other than provisions, depending on whether the net value, calculated as the selling price less prepayments received, is positive or negative.

Costs of sales work and of securing contracts as well as financing costs are recognised in the income statement as incurred.

## **Prepayments**

Prepayments comprise incurred costs relating to subsequent financial years. Prepayments are measured at cost.

## **Cash and cash equivalents**

Cash comprises cash in hand and bank deposits.

# Accounting Policies

## **Other provisions for liabilities**

Other provisions comprise anticipated costs of non-recourse guarantee commitments, returns, loss on contract work in progress, decided and published restructuring, etc.

Other provisions are recognised and measured as the best estimate of the expenses required to settle the liabilities at the balance sheet date. Provisions that are estimated to mature more than one year after the balance sheet date are measured at their discounted value.

Once it is likely that total costs will exceed total income from a contract in progress, provision is made for the total loss estimated to result from the relevant contract.

## **Tax payable and deferred tax**

Current tax payable or receivable is recognised in the balance sheet, stated as tax computed on this year's taxable income, adjusted for prepaid tax.

Deferred tax is recognised on all temporary differences between the carrying amount and the tax-based value of assets and liabilities, for which the tax-based value is calculated based on the planned use of each asset.

Deferred tax assets, including the tax base of tax loss carryforwards, are recognised in the balance sheet at their estimated realisable value, either as a set-off against deferred tax liabilities or as net tax assets.

## **Liabilities**

Financial liabilities are recognised at the time of borrowing by the amount of proceeds received less transaction costs. In subsequent periods, the financial liabilities are measured at amortised cost equal to the capitalised value when using the effective interest, the difference between the proceeds and the nominal value being recognised in the Income Statement over the loan period.

The amortised cost of current liabilities corresponds usually to the nominal value.

# Accounting Policies

## Foreign currency translation

On initial recognition, foreign currency transactions are translated applying the exchange rate at the transaction date. Receivables, payables and other monetary items denominated in foreign currencies that have not been settled at the balance sheet date are translated using the exchange rate at the balance sheet date. Exchange differences that arise between the rate at the transaction date and the one in effect at the payment date, or the rate at the balance sheet date, are recognised in the income statement as financial income or financial expenses. Property, plant and equipment, intangible assets, inventories and other non-monetary assets that have been purchased in foreign currencies are translated using historical rates.

When recognising foreign subsidiaries that are independent entities, the income statements are translated at average exchange rates for the year. Balance sheet items are translated using the exchange rates at the balance sheet date. Exchange differences arising out of the translation of foreign subsidiaries' equity at the beginning of the year at the balance sheet date exchange rates are recognised directly in equity.

When recognising foreign subsidiaries that are integral entities, monetary assets and liabilities are translated using the exchange rates at the balance sheet date. Non-monetary assets and liabilities are translated at the exchange rate at the time of acquisition or the time of any subsequent revaluation or writedown. The items of the income statement are translated at the average rates of the months; however, items deriving from nonmonetary assets and liabilities are translated using historical rates applicable to relevant non-monetary items.



# Accounting Policies

## Cash Flow Statement

The cash flow statement shows cash flows from operating, investing and financing activities as well as the Company's cash and cash equivalents at the beginning and the end of the financial year.

Cash flows from operating activities are calculated as the operating profit/loss adjusted for non-cash operating items, working capital changes and income taxes paid.

Cash flows from investing activities comprise payments in connection with acquisition and divestment of enterprises, activities and fixed asset investments as well as purchase, development, improvement and sale, etc of intangible assets and property, plant and equipment, including acquisition of assets held under finance leases.

Cash flows from financing activities comprise changes in the size or composition of the contributed capital and related costs as well as the raising of loans, inception of finance leases, instalments on interest-bearing debt, purchase of treasury shares and payment of dividend.

Cash and cash equivalents comprise cash in hand and bank deposits.