Interim financial report

1st Half 2024

1 PRESENTATION OF THE ACTIVITY

1.1 A renewable electricity producer and service provider

An international renewable energy operator founded in 2005, **Voltalia is both an independent energy producer from its own wind, solar, hydropower, biomass and storage plants and a service provider over the entire value chain.**

Voltalia's main business is the **production and sale of the electricity generated from wind, solar, hydraulic, biomass and storage facilities that the Group owns and operates.** The electricity production is either sold to public operators at prices set by regulations or defined in calls for tenders or sold to public or private customers on the open market In 2023, Voltalia **thus sold 4.3 TWh of renewable electricity**.

Voltalia also **provides services: the development of new power plants, engineering and construction, and the operation-maintenance of commissioned power plants and management of assets**. The Company performs these services on its own behalf and on behalf of third parties (investors, power plant owners, etc.). Voltalia is thus present throughout the power plant life cycle.

Voltalia offers a unique profile with around 93% of its installed capacity producing electricity at a competitive price in 2023. With this differentiating strategy focused on unsubsidised markets, Voltalia is able to seize many opportunities to create additional added value at all stages of a power plant's life cycle.

Finally, as a pioneer in the corporate market, Voltalia provides a comprehensive offer ranging from the supply of green electricity to energy efficiency services, including local electricity production through its subsidiary Helexia.

Voltalia's mission "*Improving the global environment, fostering local development*", enshrined in its Articles of Association since May 2020, has two objectives: to help fight against global warming and produce accessible electricity locally by creating local jobs. At its General Meeting on 19 May 2021, Voltalia adopted the status of Mission-Driven Company (Entreprise à Mission) and aligned its business with its Articles of Association by recording in the Articles, in addition to its mission, three environmental and social objectives that it pursues daily in its business activities.

This mission is carried out every day by 2,010 employees (as of 30 June 2024) in 20 countries on three continents and beyond, as Voltalia has the ability to act globally for its customers.

In the first half of 2024, Voltalia sold 2,084 GWh of renewable electricity, generating €168.7 million in turnover. Turnover from Services stood at €202.1 million (before eliminations of services provided internally).

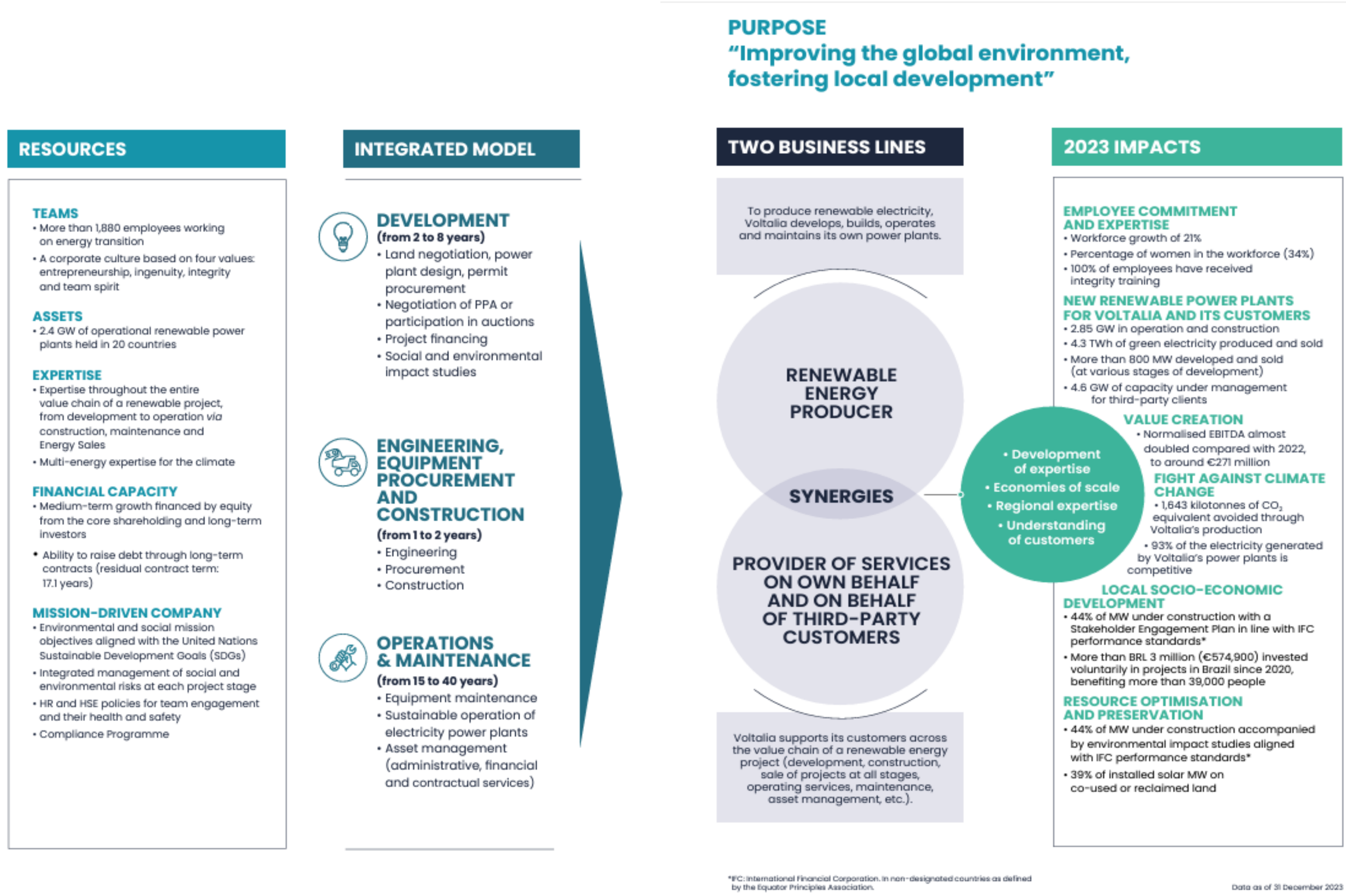
On 30 June 2024, Voltalia had a capacity in operation and under construction of more than 3 GW.

The Company has a pipeline of projects under development representing a total capacity of 17.2 GW, 1.4 GW of which is secured by long-term electricity sale agreements as of 30 June 2024.

1.2 Voltalia's business model

Since 2016 and the accelerated growth in services, Voltalia has pursued a differentiating business model that combines power production and services. The expertise developed both in proprietary assets and for third party customers generates economies of scale and contributes to the optimised creation of sustainable value for the power plants, in the common interest of Voltalia, its customers, partners, shareholders and all internal and external stakeholders of the Group.

The expertise and synergies generated by the complementary nature of Voltalia's two business segments mean that it can design a renewable project from A to Z, offer competitive electricity, and provide its customers with a range of custom solutions, whatever the stage of the project (energy efficiency, projects ready to build, plant operation-maintenance services, management of assets, etc.). This positioning, unique in the market, is a decisive competitive advantage for maximising the creation of value shared with all Voltalia stakeholders.



1.3 Services

Voltalia develops and offers Services over the entire value chain of a renewable energy project, from Development to Equipment Procurement and Construction, to Operation-Maintenance. Voltalia performs these services on its own behalf and on behalf of third party customers, such as power companies, companies in all sectors or infrastructure funds.

The business for third party customers also allows Voltalia to survey and prospect new territories before establishing permanently in those territories as an electricity producer. This strategy reduces the risk significantly. The service business recently has been a springboard into countries such as Albania.

1.3.1 Key skills over the entire value chain

Voltalia operates over the entire life cycle of the power plant and, at each stage of the project, takes the related social and environmental challenges into consideration. Social and environmental responsibility lies at the heart of Voltalia's mission and highlights the importance given by each of the Group's employees to its positive impact on the environment and local communities.

- **Development (from 2 to 8 years)**

Voltalia's teams are involved at every **Development** stage of projects, from evaluation of potential and securing of the best sites, through project financing and connection to the grid, up to the launch of construction after obtaining the required permits and authorisations. A total of 378 of the company's employees work in these roles. As of 30 June 2024, Voltalia had a pipeline of projects in development with total capacity of 17.2 GW, an increase of +7% compared with June 30, 2023.

- **Engineering, Equipment Procurement and Construction (from 1 to 2 years)**

The **Engineering, Equipment Procurement and Construction** teams are responsible for designing the plant, selecting suppliers and sub-contractors and for building the electricity production infrastructures (power plants and transmission lines if required). They supervise the projects and carry out connection tests up to commissioning. A total of 350 of the company's employees work in these roles. As of 30 June 2024, Voltalia has 605 MW under construction for its own usage and approximately 590 MW for third-party customers.

- **Operations & Maintenance (from 15 to 40 years)**

The **Operations & Maintenance** teams optimise the performance of the power plants and conduct preventive and corrective maintenance. They can also ensure administrative management of the plants (adaptation to regulatory changes, electricity invoicing, etc.). A total of 386 of the company's employees work in these roles. As of 30 June 2024, Voltalia manages a portfolio of 6.4 GW for third parties, plus 3.1 GW of capacity under operation and construction.

Development (from 2 to 8 years)	Construction (from 1 to 2 years)	Operations & Maintenance (from 15 to 40 years)
• Land negotiation, power plant design, obtaining of grid connections and authorisations • Negotiation of PPAs or participation in auctions • Project financing	• Engineering • Equipment procurement • Construction management	• Power plant operation • Equipment maintenance • Energy sales • Administrative and financial management (asset management)
		
• Dialogue with local stakeholders • Identification of local needs for positive human development • Environmental impact assessment and integration of preventive measures	• Use of a sound environmental practise management system to reduce environmental impact • Alignment of subcontractors' HSE performance with the Voltalia Group's standards • Positive human and economic impact of Voltalia's projects on local communities and businesses	• Optimisation of use of natural resources • Monitoring and prevention of environmental issues • Long-term support for projects initiated with local communities

2 KEY FIGURES

2.1 Installed capacity and energy production

Consolidated installed capacity (in MW) by region and sector as of 30 June 2024

In MW	Wind	Solar	Biomass	Hydro	Hybrid	30 June 2024
Albania		140				**140**
Belgium		21				**21**
Brazil	773	721				**1 494**
Egypt		32				**32**
Spain		27				**27**
France	93	244		5		**341**
French Guyana		14	7	5	24	**49**
Greece		17				**17**
Hungary		22				**22**
Italy		17				**17**
Jordan		57				**57**
Netherlands		60				**60**
Portugal		77				**77**
Romania		8				**8**
United Kingdom		57			32	**89**
Total	**866**	**1 513**	**7**	**10**	**56**	**2 452**

Electricity production (in GWh) for the half-year ended 30 June 2024

In GWh	Wind	Solar	Biomass	Hydro	Hybrid	H1 2024
Albania		136				**136**
Brazil	918	456			24	**1 398**
Egypt		38				**38**
France	95	42		3		**140**
Greece		15				**15**
French Guyana		7	18			**25**
Helexia Brazil		44				**44**
Helexia Europe		147				**147**
Jordan		65				**65**
Portugal		45				**45**
United-Kingdom		30				**30**
	1 013	**1 026**	**18**	**3**	**24**	**2 084**

2.2 Selected information from the consolidated income statement

En m€	H1 2024	H1 2023	Variations At current rates	 At constant rates[1]
Turnover	248.9	195.0	*+28%*	*+28%*
EBITDA	75.0	56.0	*+34%*	*+35%*
Net income, Group share	**(15.7)**	**(19.4)**	***+19%***	***+14%***

2.3 Information on the financial structure

Readers should also refer to the consolidated financial statements for the half-year ended 30 June 2024, which can be found in Chapter 8 of this document.

As of 30 June 2024,

[1] The average EUR/BRL exchange rate used in the consolidated accounts was 5.49 for the first half of 2024.

- The Group's cash and cash equivalents amounts to €329 million versus €319 million as of 31 December 2023.
- The Group's gross financial debt amounts to €2,181 million compared to €1,909 million as of 31 December 2023.

3 SELECTED HIGHLIGHTS

3.1 Governance

Voltalia's Annual General Meeting was held in the presence of our shareholders on May 16 at Cabinet Jones Day, 2 rue Saint-Florentin à Paris (75001). This was an opportunity for Voltalia to reiterate its model, to present its 2023 results and growth prospects, and its 2023-2024 mission report. The Annual General Meeting renewed the terms of office of Luc Poyer, The Green Option represented by Philippe Joubert, Laurence Mulliez and Alterbiz, represented by Benoît Legrand.

The Voltalia Board of Directors comprised seven members, including three women and three independent directors.

3.2 Commercial successes and project wins

In April 2024, Voltalia announced the successful participatory financing of the Sud Vannier wind farm, which supplies Leroy Merlin with renewable energy. The participatory financing campaign launched in early 2024 was a resounding success, raising 4 million euros. With a capacity of 23.6 MW, Sud Vannier produced its first kilowatt-hours in February 2023, and commissioning tests were completed in September 2023. This is the first time in France that a new wind farm is backed by a Corporate PPA[2].

In May 2024, Voltalia won a 130 MW solar project near Gafsa in southwest Tunisia. Revenues will come from a 30-year power sales contract. Construction will start in 2025, with commissioning scheduled for 2026[3].

In May 2024, Voltalia signed two storage partnership agreements in Uzbekistan: the extension of the Sarimay Solar complex with the addition of 50 MW / 100 MWh batteries, and the creation of a new 500 MW / 1000 MWh battery complex[4].

In July 2024, Voltalia and Taqa Arabia announced the further development of the combined renewable energy and green hydrogen complex in Egypt. Together with its partner TAQA Arabia, Voltalia has signed a framework agreement with the Egyptian authorities, following on from the Memorandum of Understanding (MoU) signed in December 2022. The project will be implemented in two identical phases, each comprising a 500 MW electrolyzer powered by over 1.3 GW of solar and wind energy[5].

[2] Press release dated April 15,2024

[3] Press release dated May 8,2024

[4] Press release dated May 15,2024

[5] Press release dated July 1st,2024

In September 2024, Voltalia won a new contract to build a 128 MW solar power plant. Ørsted, one of the world's leading companies in the sector, chose Voltalia to engineer, supply and build its first solar power plant in Ireland, located in County Carlow in the east of the country[6].

In April 2024, Voltalia announced the signing of a new maintenance contract in Brazil for a European leader in renewable energies. The new 266 MW contract includes predictive, preventive and corrective maintenance, two-hour on-call services, module cleaning, waste, warehouse and spare parts management, as well as documentation and control[7].

In July 2024, Voltalia announced the signing of a new maintenance contract in Brazil, enabling it to pass the milestone of 6 GW operated on behalf of third-party customers worldwide. The new contract, signed with 3 customers, covers predictive, preventive and corrective maintenance, inventory management and ancillary services for the Arinos facilities, a complex developed and sold by Voltalia in the state of Minas Gerais[8].

3.3 Project Commissioning & Sales

In January 2024, Voltalia commissioned its 12.1-megawatt Logelbach solar power plant in the Grand-Est region of France. The plant is located in the commune of Wintzenheim, on the outskirts west of Colmar, within the Collectivité Européenne d'Alsace. Built on the former Ligibel landfill site, it covers 12 hectares and features 21,384 solar panels[9].

In July 2024, Voltalia sold a 500 MW wind power project to be built at the Macururé complex in the Bahia region[10].

3.4 Project construction

In April 2024, Voltalia launched construction of the 49.9 MW Paddock solar power plant in the United Kingdom, which will be sold under long-term sales contracts to corporate customers (Corporate PPA) who will consume the electricity generated. The plant will start generating power in the second half of 2025[11].

In May 2024, Voltalia launched construction of the 126 MW Sarimay Solar power plant in Uzbekistan. Commissioning is scheduled for the second half of 2025. The 25-year power sales contract was awarded in 2022. Voltalia has mandated the EBRD and JICA to finance the project. The solar power plant is part of a multi-energy complex in the Khorezm region, whose wind and battery storage projects are also under development. Construction of the 50 MW/100 MWh storage unit, which will be the subject of a long-term sales contract to be signed by the end of September, is scheduled to start in early 2025[12].

[6] Press release dated September 2,2024

[7] Press release dated April 29,2024

[8] Press release dated July 22,2024

[9] Press release dated January 25,2024

[10] Press release dated July 24,2024

[11] Press release dated April 8,2024

[12] Press release dated May 15,2024

3.5 New €294 million syndicated loan

On July 29, 2024, Voltalia announced the signature of a new corporate loan to refinance its lines of credit until 2026. The 5-year syndicated loan, extendable to 7 years, comprises a revolving credit facility of €176.4 million and a term loan of €117.6 million. The revolving credit has a swingline and the term loan is available for drawing for a maximum of two years, making its use more flexible.

This new financing consolidates the Group's financial flexibility, for example by enabling it to accelerate the start-up of new power plants without waiting for the finalization of financing for very long-term projects. In addition, it will contribute as much as necessary to the repayment of the convertible bonds issued in 2021 and 2022 at their maturity in 2025, for a total of €250 million[13].

3.6 Third employee shareholding plan

In May 2024, Voltalia once again wished to involve its employees in its entrepreneurial project and its creation of financial value. Building on the success of its two previous employee shareholding operations, in 2019 and 2022, the Group offered a new plan to its employees in France, Brazil, Portugal, Spain, Italy, Greece and the United-Kingdom[14].

A total of 53.7% of eligible employees invested in Voltalia SA under this plan. Participation breaks down as follows: 64.8% in France, 64.7% in Italy, 59.5% in Brazil, 51.7% in Spain, 36.2% in Portugal, 32.6% in Greece and 25.4% in the United Kingdom.

3.7 Production curtailment imposed by the Brazilian grid operator

On August 19, 2024, Voltalia announced that the Brazilian transmission grid operator would be imposing a pronounced curtailment in certain parts of the grid[15].

Voltalia's production curtailment in the northeastern part of the grid could be material and may last several months, mainly due to delays in the construction of new transmission lines to reinforce the grid in this part of the country.
Voltalia expects the impact of this capping in the second half of the year to be accentuated by the seasonality of production, which is traditionally higher in the second half of the year than in the first, and by wind and solar resources that should be higher than the long-term average in the second half of 2024, given the levels observed since the beginning of July and forecast until the end of December by weather forecasting institutes.

Voltalia, directly, as part of a collective of electricity producers and professional associations, is pursuing constructive discussions with the Brazilian grid operator and public authorities to accelerate at least part of the financial compensation and reduce the duration of the current curtailment.

[13] Press release dated July 29,2024

[14] Press release dated June 27,2024

[15] Press release dated August 19,2024

4 ANALYSIS OF THE CONSOLIDATED FINANCIAL STATEMENTS

4.1 Analysis of the income statement

In € million	H1 2024	H1 2023	*Change at current exchange rates*	*Change at constant exchange rates**
Turnover	248.9	195.0	*+28%*	*+28%*
EBITDA	75.0	56.0	*+34%*	*+35%*
EBITDA margin	30%	29%	*+1pt*	*+1pt*
Net result, Group share	-15.7	-19.4	*+19%*	*+14%*

* The average EUR/BRL exchange rate used in the consolidated accounts was 5.49 in the first half of 2024.

Turnover totals 248.9 million euros, up +28% at current and constant exchange rates. It benefits from the combined effect of +26% growth in Energy Sales, representing 68% of turnover, and +32% growth in services for third-party customers, representing 32% of turnover. Geographically, 59% of turnover were generated in Europe, 35 % in Latin America and 6% in Africa.

Consolidated EBITDA comes to 75 million euros, up +34%, representing an EBITDA margin of 30%, compared with 29% in the first half of 2023.

The **net loss** (Group's share) is -15.7 million euros, reflecting the seasonal nature of Voltalia's business, an improvement compared to the net loss (Group's share) of -19.4 million euros in the first half of 2023.

BUSINESS REVIEW

Energy Sales: Higher EBITDA margin in a context of growth

Financial key figures

In € million	H1 2024	H1 2023	*Var. at current rates*	*Var at constant rates*
Turnover	168.7	134.2	*+26%*	*+26%*
EBITDA	101.2	75.6	*+34%*	*+34%*
EBITDA margin	*60%*	56%	*+4pts*	*+4pts*

Operational indicators

	H1 2024	H1 2023	*Var.*
Production (in GWh)	2,084	1,842	+13%
Capacity in operation (in MW)	2,452	1,699	+44%
Capacity in operation and under construction (in MW)	3,057	2,661	+15%
Wind load factor in France	22%	22%	*stable*
Wind load factor in Brazil	27%	35%	*-8pts*
Solar load factor in France	14%	17%	*-3pts*
Solar load factor in Brazil	23%	27%	*-4pts*
Solar load factor in Egypt and Jordan	27%	26%	*+1pt*
Load factor in the United Kingdom	15%	17%	*-2pts*

- **Production and turnover up sharply, driven by new capacity**

Turnover from Energy Sales totals 168.7 million euros, up +26% at current and constant exchange rates. The average EUR/BRL exchange rate is 5.49 in the first half of 2024, compared with 5.48 in the first half of 2023.

Production reaches 2,084 GWh, up +13%. Production from plants commissioned since June 30, 2023, more than offsets the effect of plant disposals and lower load factors in France and Brazil. For the first time, solar production accounts for more than half of total production.

- **Strong EBITDA growth and improvement in the EBITDA margin rate**

The Energy Sales business generates strong EBITDA growth of +34% (at current and constant exchange rates) to 101.2 million euros. The EBITDA margin comes to 60%, a 4-point improvement on the first half of 2023.

Details by country:

- In Brazil, EBITDA slightly increases. It benefits from the contribution of new capacity (Canudos and SSM3-6, which more than offset (i) the plants sold at the end of 2023, (ii) a lower wind resources and (iii) preventive maintenance work concentrated during the season of lower wind resources.
- In France, EBITDA grows sharply. It benefits from the commissioning during 2023 and 2024 of the Rives Charentaises, Sud Vannier, Montclar and Logelbach power stations, which more than compensated for the power stations sold at the end of 2023.
- EBITDA in other countries significantly increases (+79%) and accounts for more than third of the Energy Sales' EBITDA. On average, these countries' EBITDA benefits from higher resources level than in 2023. It is also supported by the commissioning of project mainly

in Portugal and Albania, where the Karavasta power plant is in its early generation phase[16].

Services: strong acceleration in business for third-party customers

In € million Before eliminations of services provided internally	**H1 2024**	**H1 2023**	***Var. at current rates***	***Var. at constant rates***
Turnover before eliminations	202.1	271.0	*-25%*	*-25%*
Eliminations	*-121.9*	*-210.2*	*-42%*	*-42%*
Turnover (after eliminations)	**80.2**	**60.7**	***+32%***	***+32%***
***EBITDA* (after eliminations)**	***-10.1***	***-12.2***	***+17%***	***+17%***

- **Turnover from Services to third-party customers up sharply, driven by growth in the construction activity**

Turnover from Services reaches 80.2 million euros, up +32% at current and constant exchange rates. The Development, Construction and Equipment Procurement segment grows by +38% to 68.0 million euros, and the Operation and Maintenance segment by +7% to 12.1 million euros. Services for own account (eliminated on consolidation) amounts to 121.9 million euros, down -42% compared with the first half of 2023, which saw a record level of in-house business.

- **Improving EBITDA**

EBITDA generated by third-party Services, which is seasonal in nature, significantly improves by +17% to -10.1 million euros.

The Development, Construction and Equipment Procurement for Third-party Customers segment generates EBITDA of -10.1 million euros, an improvement of 3.4 million euros.

- Development EBITDA is stable, with lower sales of project, as well as lower expenses linked to the growth of the portfolio of future projects (which rises by +7% to 17.2 GW).
- EBITDA for Construction and Equipment Procurement rises sharply thanks to the construction contracts in Ireland with ESB and Power Capital (330 MW), which more than offset the fall in solar panel prices, which continues to weigh on supply contracts as in 2023.

The Operation and Maintenance segment for third-party customers generates break-even EBITDA, down by 1.3 million euros, due to a temporary drop in the volume of additional services provided under long-term contracts.

[16] *Early generation*: sales of electricity under a short-term contract that precedes the beginning of the long-term contract. The short-term contract for the Karavasta plant, which takes advantage of the opportunity of higher short-term prices than long-term ones, runs until August 2025.

Other items of the income statement

In € million	H1 2024	H1 2023	Variation At current rates	Variation At constant rates
EBITDA before eliminations and corporate	102.2	90.8	+12%	+11%
Eliminations	-11.1	-27.4	-59%	-59%
Corporate	-16.1	-7.4	x2.2	x2.2
EBITDA	**75.0**	**56.0**	**+34%**	**+35%**
Depreciation, amortisation, and provisions	-48.0	-44.6	+7%	+8%
Other non-current income and expenses	-4.8	-3.1	+54%	+54%
Operating income (EBIT)	**22.2**	**8.2**	**x2,7**	**x2,7**
Financial result	-36.7	-24.8	+48%	+53%
Taxes and net income of affiliates	-1.9	-6.3	-70%	-70%
Minority interests	0.7	3.5	-79%	-79%
Net result (Group share)	**-15.7**	**-19.4**	**+19%**	**+14%**

EBITDA before eliminations and corporate items is up by +12%, reflecting a lower volume of internal activity (eliminated on consolidation) after the record level in 2023, which is more than offset by strong growth in external activities in 2024.

Eliminations are down to -11.1 million euros (-59%) due to lower internal activity.

Consolidated EBITDA comes to 75.0 million euros, up +34%, representing an EBITDA margin of 30%, compared with 29% in the first half of 2023.

Depreciation, amortization and provisions rises by +7% (+8% at constant exchange rates) to 48.0 million euros. The recent commissioning of power plants and the full-year effect of power plants commissioned during the first half of 2023, are partially offset by the decrease in provisions. In 2023, the provisions were mainly related to depreciated inventories of solar panels, due to the decrease in market prices and charges associated with the exceptional regulatory measures adopted in France to limit the rise in electricity prices following the invasion of Ukraine.

The financial result, an expense, increases by +48% (+53% at constant exchange rates). The net charge of 36.7 million euros consists of (i) a cost of financial debt of 28.9 million euros, an increase of 10.7 million euros mainly due to the growth of the portfolio of operating power plants (+753 MW), and (ii) other financial income and expenses of 7.8 million euros, an increase of 1.2 million euros. The overall average interest rate on consolidated debt is 6.0% compared to 5.9% at the end of 2023.

The tax charge decreased by -70% to 1.9 million euros thanks to the recognition by the Jordanian tax authorities of deferred tax assets generated by accelerated depreciation, which more than offset the increase in taxes inherent in business growth.

After considering minority interests and tax, **the net loss (Group share)** improves by 3.7 million euros compared to the first half of 2023. It stands at -15.7 million euros, reflecting the seasonal nature of the business.

4.2 Simplified balance sheet

The balance sheet at the end of June 2024 reaches 3.9 billion euros, up +3% compared to the end of December 2023.

In € million	June 2024	Dec 2023
Goodwill	79	79
Tangible and intangible fixed assets	2,896	2,771
Cash and cash equivalents	329	319
Other current and not current assets	603	649
Total assets	**3,908**	**3,818**
Equity, Group share	1,184	1,265
Minorities	107	118
Financial debt	2,181	1,909
Provisions	32	35
Other current and non-current liabilities	404	491
Total liabilities	**3,908**	**3,818**

Tangible and intangible fixed assets rise by 125 million euros to 2.9 billion euros, mainly as a result of power plants under construction such as Sinnamary, Clifton, Paddock, Bolobedu, Sarimay Solar and Helexia's solar roofs.

Cash and cash equivalents amount to 329 million euros, an increase of 10 million euros.

Other current and non-current assets amount to 603 million euros, down 46 million euros. The decrease is mainly due to the receipt of receivables from sales of projects finalized at the end of 2023 by the Development activity, as well as by the decrease in inventories.

Shareholders' equity amounts to 1.2 billion euros, down 81 million euros, mainly due to the reduction in translation reserves.

Financial debt stands at 2.2 billion euros. The increase of 272 million euros is due for 254 million euros to the raising of financing for projects, with the balance resulting from the growth in corporate bank debt, which notably enables to pre-finance the construction of power plants and to finance the change in working capital requirements, which is usually unfavourable in the first half of the year.

85% of financial debt is at fixed rates, hedged or indexed to inflation. Of this, 65% is denominated in euros, 28% in Brazilian reals and 7% in US dollars and British pounds. With net debt of 1.8 billion euros, the gearing ratio[17] is 59%.

Other current and non-current liabilities amount to 404 million euros. Their decrease of 87 million euros is mainly due to the decrease in supplier debt, in particular equipment and service suppliers involved in the construction of the plants commissioned in 2023.

[17] Net debt / (net debt + equity).

5 MAIN RISKS AND TRENDS

The main risks are described in Chapter 2 « Risk Factors and Risk Management » of the 2023 Universal Registration Document, filed with the AMF on April,12 2024.

Voltalia does not anticipate any change in the risks described, but remains attentive to the repercussions of these risks, in particular on its energy sales business and on regulatory changes following the curtailment of production in Brazil imposed by the national grid operator.

6 OUTLOOK

2024 outlook impacted by production curtailment in Brazil and 2027 ambitions reaffirmed

OUTLOOK FOR 2024 AFFECTED BY THE PRODUCTION CURTAILMENT AND THE EUR/BRL EXCHANGE RATE

Before this impact, the full-year EBITDA target for 2024 stays at around 255 million euros, including around 230 million euros from Energy Sales.

The forecast EBITDA for the second half of 2024, still before this impact, is 180 million euros. This breaks down as follows:

- EBITDA from Energy Sales of around 155 million euros
  This includes the contribution of power plants in operation at the end of 2023 (around 135 million euros) and new power stations commissioned in 2024 (around 10 million euros), plus the positive impact of higher prices ahead of the start of long-term contracts (around 10 million euros). It should be noted that in Brazil, the months of July and August benefited from wind and solar resources that were higher than last year and the long-term average.
- EBITDA from external Services and corporate items of around 25 million euros
  This includes the contribution from Services of around 35 million euros, less the charge for corporate items of around 10 million euros.

However, if the scenario communicated by the grid operator of a curtailment of several months were confirmed, if Voltalia were not financially compensated and if the average EUR/BRL exchange rate in the second half of the year were around 6, EBITDA 2024 would be reduced by around 40 million euros (including around 30 million euros of curtailment impact and around 10 million euros of exchange rate impact).

The amicable and contentious actions taken by Voltalia, directly and as part of a collective of electricity producers, with the federal and local authorities to obtain financial compensation and reduce the duration of the current curtailment, should mitigate the negative impact.

Finally, Voltalia confirms its 2024 target of approximately 3.3 GW of capacity in operation and construction, of which approximately 2.5 GW in operation.

CONFIRMATION OF OPERATIONAL AND FINANCIAL TARGETS FOR 2027

Voltalia confirms its operational and financial targets for 2027, i.e.:

- Capacity in operation and under construction exceeding 5 GW, with approximately 4.2 GW in operation.
- Capacity operated on behalf of third-party customers in excess of 8 GW.
- Normalised EBITDA[18] of around 475 million euros, including around 430 million euros from Energy Sales.

2027 AND 2030 MISSION OBJECTIVES CONFIRMED

As a Mission-Driven Company, Voltalia confirms its ESG objectives for 2027 and 2030:

- In 2027: CO_2 avoided of more than 4 million tonnes.
- In 2027: 100% of owned capacity under construction with a Stakeholder Engagement Plan (SEP) aligned with IFC (World Bank Group) standards.
- By 2027: 50% of owned solar MW in operation located on co-used or reclaimed land, i.e. land combining solar with another human activity (such as buildings, car parks, agriculture and grazing) or located on land with low biodiversity, agricultural or economic potential (such as deserts, brownfield sites and disused quarries).
- By 2030: -35% carbon intensity in $kgCO_2$/MW (Scope 3) of solar power plants owned compared with 2022, in particular by prioritizing the acquisition of low-carbon solar panels.

[18] "Normalised EBITDA" 2027 calculated with an average annual EUR/BRL exchange rate of 5.5 and wind, solar and hydro generation corresponding to the long-term average.

7 STATUTORY AUDITOR'S REPORT

This is a free translation into English of the statutory auditors' review report on the half-yearly financial information issued in French and is provided solely for the convenience of English-speaking users. This report includes information relating to the specific verification of information given in the Group's half-yearly management report. This report should be read in conjunction with, and construed in accordance with, French law and professional standards applicable in France.

Statutory Auditors' report on the interim financial information

For the period from 1 January 2024 to 30 June 2024

To the Shareholders,

In compliance with the assignment entrusted to us by your General Meetings and in accordance with the requirements of Article L.451-1-2 III of the French Monetary and Financial Code ("Code monétaire et financier"), we hereby report to you on:

- the review of the accompanying condensed half-yearly consolidated financial statements of VOLTALIA, for the period from 1 January 2024 to 30 June 2024;
- the verification of the information presented in the interim management report.

These condensed half-yearly consolidated financial statements are the responsibility of the Board of Directors. Our role is to express a conclusion on these financial statements based on our review.

I - Conclusion on the financial statements

We conducted our review in accordance with professional standards applicable in France.

A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical procedures. A review is substantially less in scope than an audit conducted in accordance with professional standards applicable in France and consequently, does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit.

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed half-yearly consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34 – standard of the IFRSs as adopted by the European Union applicable to interim financial information

II – Specific verification

We have also verified the information presented in the half-yearly management report regarding the condensed half-yearly consolidated financial statements subject to our review.

We have no matters to report as to its fair presentation and consistency with the condensed half-yearly consolidated financial statements.

Neuilly-sur-Seine et Paris-La-Défense, 12 September 2024

The Statutory Auditors

GRANT THORNTON **French member of Grant Thornton International**	**FORVIS** **MAZARS**
Arnaud DEKEISTER	Marc BIASIBETTI Blandine ROLLAND

8 CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

8.1 Financial statements

Consolidated income statement for the period

		Half-year ended	
In € thousand	**Notes**	**30/06/2024**	**30/06/2023**
Revenue	5	**248,999**	**195,040**
Purchases and sub-contracting		(26,915)	(22,817)
Other operational expenses		(120,471)	(92,727)
Staff costs		(34,090)	(33,991)
Other current operating income and expenses	5	7,297	9,559
Share of income from equity-accounted companies in line with Voltalia's business	3	160	895
(Allocations)/Reversals of depreciation, amortisation and provisions		(47,978)	(44,644)
Current operating income		**27,002**	**11,315**
Other operating income and expenses	5	(4,837)	(3,142)
Operating income		**22,165**	**8,173**
Cost of gross financial debt		(58,682)	(42,002)
Financial income from cash investments		6,295	7,668
Cost of net financial debt	8	**(52,387)**	**(34,334)**
Other financial income and expenses	8	15,679	9,550
Income tax expense		(862)	(6,269)
Share of income from equity-accounted companies outside Voltalia's business	3	(1,033)	-
Net profit (loss)		**(16,438)**	**(22,880)**
- Attributable to Voltalia shareholders		(15,718)	(19,372)
- Attributable to non-controlling interests		(720)	(3,508)
Net earnings per share – Group share (in euros)	*7*	*(0.12)*	*(0.15)*
Diluted earnings per share – Group share (in euros)	*7*	*(0.12)*	*(0.15)*

Consolidated statement of comprehensive income for the period

		Half-year ended	
In € thousand	**Notes**	**30/06/2024**	**30/06/2023**
Net profit (loss)		**(16,438)**	**(22,879)**
Currency conversion adjustments resulting from the conversion of foreign operations		(88,163)	52,911
Change in fair value of hedging instruments (after tax)	8	18,990	12,855
Other recyclable items of comprehensive income		**(69,173)**	**65,766**
Actuarial gains/losses on defined-benefit pension plans		15	55
Other non-recyclable items of comprehensive income		**15**	**55**
Comprehensive income		**(85,596)**	**42,942**
- Attributable to Voltalia shareholders		(73,805)	39,270
- Attributable to non-controlling interests		(11,791)	3,672

Consolidated balance sheet

In € thousand	Notes	As of 30/06/2024	As of 31/12/2023
Goodwill	6	79,491	79,490
Right-of-use assets		76,263	64,316
Intangible assets	6	473,132	434,732
Property, plant and equipment	6	2,346,601	2,271,801
Investments in Associates	3	18,491	19,800
Other non-current financial assets	8	34,502	24,557
Derivative instruments – non-current assets		41,767	40,315
Deferred tax assets		9,833	5,323
Non-current assets		**3,080,080**	**2,940,334**
Inventories and work in progress		55,119	65,303
Trade and other receivables		231,309	236,662
Other current assets		173,067	179,985
Other current financial assets	8	36,378	76,038
Derivative instruments – current assets		2,972	1,246
Cash and cash equivalents		329,009	318,551
Current assets		**827,854**	**877,785**
Total Assets		**3,907,934**	**3,818,119**

In € thousand	Notes	As of 30/06/2024	As of 31/12/2023
Equity – Group share		1,184,202	1,264,842
Share attributable to non-controlling interests		106,529	118,482
Total equity		**1,290,731**	**1,383,324**
Non-current provisions	9	30,579	27,993
Deferred tax liabilities		28,355	28,420
Non-current financing	8	1,596,533	1,579,331
Other non-current financial liabilities	8	31,219	40,792
Derivative instruments – non-current liabilities		10,835	30,948
Non-current liabilities		**1,697,521**	**1,707,484**
Current provisions	9	1,399	6,778
Current financing	8	584,958	329,693
Trade and other payables		224,828	285,137
Other current financial liabilities	8	21,867	8,122
Derivative instruments – current liabilities		1,249	2,800
Other current liabilities		85,381	94,781
Current liabilities		**919,682**	**727,311**
Total Liabilities		**3,907,934**	**3,818,119**

Statement of consolidated cash flows for the period

		Half-year ended	
In € thousand	**Notes**	**30/06/2024**	**30/06/2023**
Operating income		**22,165**	**8,173**
Elimination of depreciation, amortisation, provisions and impairment losses		47,978	44,644
Elimination of other income and expenses with no impact on operating cash flow	5	9,376	22,516
Change in working capital requirement		(59,376)	(31,350)
Tax expense paid		(3,219)	(10,505)
Net cash flow from operating activities		**16,924**	**33,478**
Net flow from financial investments		53,336	(3,378)
Net flow from tangible investments		(218,626)	(318,392)
Net flow from intangible investments		(47,022)	(44,604)
Other impacts of investment activities		1,080	26
Net cash flow from investing activities		**(211,232)**	**(366,348)**
Capital increases subscribed to by minority shareholders of controlled companies		29	5,175
Interest paid on bank debts & bonds	8	(57,798)	(40,191)
Repayment of lease liabilities and associated interest paid	8	(4,474)	(4,981)
Proceeds from borrowings and bonds	8	703,435	422,666
Repayment of borrowings and bonds	8	(411,590)	(159,935)
Other impacts of financing activities		(3,481)	(3,447)
Net cash flow from financing activities		**226,121**	**219,287**
Net (decrease)/increase in cash		**31,813**	**(113,582)**
Opening cash and cash equivalents		**318,551**	**383,557**
Impact of exchange rate fluctuations and other movements		(21,355)	8,190
Closing cash and cash equivalents		**329,009**	**278,165**

Statements of changes in consolidated equity

In € thousand	Share capital	Share issue premium	Conversion reserves	Consolidated reserves	Net profit (loss) for the period	Equity – Group share	Total non-controlling interests	Equity
As of 31/12/2022	**747,503**	**516,121**	**(118,213)**	**94,177**	**(7,177)**	**1,232,411**	**106,777**	**1,339,188**
Appropriation of earnings	**-**	**-**	**-**	**(7,177)**	**7,177**	**-**	**-**	**-**
Net profit (loss)	-	-	-	-	(19,371)	**(19,371)**	(3,508)	**(22,879)**
Other comprehensive income / (loss)	-	-	44,161	14,481	-	**58,642**	7,180	**65,822**
Comprehensive income	**-**	**-**	**44,161**	**14,481**	**(19,371)**	**39,271**	**3,672**	**42,943**
Change in equity	-	-	-	-	-	**-**	8,569	**8,569**
Dividends	-	-	-	-	-	**-**	(257)	**(257)**
Scope changes	-	-	1,806	(1,008)	-	**798**	3,905	**4,703**
Other movements	-	-	4	924	-	**928**	1,309	**2,237**
As of 30/06/2023	**747,503**	**516,121**	**(72,242)**	**101,397**	**(19,371)**	**1,273,408**	**123,975**	**1,397,383**
Net profit (loss)	-	-	-	-	48,999	**48,999**	(1,018)	**47,981**
Other comprehensive income / (loss)	-	-	(13,492)	(51,784)	-	**(65,276)**	(4,555)	**(69,831)**
Comprehensive income	**-**	**-**	**(13,492)**	**(51,784)**	**48,999**	**(16,277)**	**(5,573)**	**(21,850)**
Change in equity	1,013	(1,013)	-	-	22	**22**	(8,569)	**(8,547)**
Scope changes	-	-	7,856	(351)	-	**7,505**	8,312	**15,817**
Other movements	-	-	5	177	-	**182**	337	**519**
As of 31/12/2023	**748,516**	**515,108**	**(77,873)**	**49,443**	**29,650**	**1,264,844**	**118,482**	**1,383,326**
Appropriation of earnings	**-**	**-**	**-**	**29,587**	**(29,587)**	**-**	**-**	**-**
Net profit (loss)	-	-	-	-	(15,718)	**(15,718)**	(720)	**(16,438)**
Other comprehensive income / (loss)	-	-	(76,851)	18,764	-	**(58,087)**	(11,071)	**(69,158)**
Comprehensive income	**-**	**-**	**(76,851)**	**18,764**	**(15,718)**	**(73,805)**	**(11,791)**	**(85,596)**
Dividends	-	-	-	-	-	**-**	(73)	**(73)**
Scope changes	-	-	599	(1,352)	-	**(753)**	(29)	**(782)**
Other movements	-	-	-	(6,083)	-	**(6,083)**	(54)	**(6,137)**
As of 30/06/2024	**748,516**	**515,108**	**(154,125)**	**90,359**	**(15,655)**	**1,184,203**	**106,535**	**1,290,738**

8.2 Notes to the consolidated financial statements

Note 1. About the Group

Voltalia was incorporated on 28 November 2005. Its registered office is located at 84, Boulevard de Sébastopol, Paris (France).

These condensed consolidated interim financial statements for the half-year ended 30 June 2024 reflect the operations of Voltalia and its subsidiaries (as a whole, the "Group") and the Group's share of associates.

Note 2. Accounting rules and methods

Note 2.1. Bases of preparation and presentation of the financial statements

The Group's summary half-year consolidated financial statements as of 30 June 2024 have been prepared in accordance with the IAS 34, "Interim Financial Reporting" accounting standard. They were approved by the Voltalia Board of Directors on 4 September 2024.

The accounting principles adopted as of 30 June 2024 are in line with those used to draw up the consolidated financial statements as of 31 December 2023, with the exception of the items described below.

As of 31 December 2023, the Group carried out certain regroupings or reclassifications in the format in which the summary consolidated financial statements are published, in order to make them easier to read or to comply with the standards. The standards were applied consistently to the income statement for the comparable period for the first half of 2024. In particular, this concerns the presentation of the financial result (net cost of the financing, financial income from cash investments and other financial income and expenses).

The summary consolidated financial statements do not include all the information required by the IFRS framework for annual financial statements and should therefore be read in conjunction with the Group's consolidated financial statements for the year ended 31 December 2023. The latter are presented in the Universal Registration Document filed by the company with the French securities regulator (*Autorité des Marchés Financiers* – AMF) and available on the Voltalia website.

The Group's consolidated financial statements are presented in thousands of euros. The rules of rounding to the nearest thousand may, in some cases, result in non-material differences in the totals and subtotals that appear in the tables.

New standards, amendments and interpretations for mandatory application as of 1 January 2024

The application of the standards and amendments below, which is mandatory as of 1 January 2024, had no noteworthy effect on the Group's 2024 summary half-year consolidated financial statements:

- amendments to IAS 1, "Non-current Liabilities with Covenants";
- amendments to IFRS 16, "Lease Liability in a Sale and Leaseback";
- amendments to IAS 7 and IFRS 7, "Supplier Finance Arrangements".

Main standards, amendments and interpretations published by the IASB and applicable after 1 January 2024

- IFRS 18, "Presentation and Disclosure in Financial Statements"
- IFRS 19, "Subsidiaries without Public Accountability: Disclosures"
- "Amendments to IAS 21, The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability" and "Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7)".

The Group is currently assessing whether the first-time adoption of these texts has had any effect.

Note 2.2. Use of estimates

The preparation of financial statements according to IFRS requires the determination of estimates and the formulation of assumptions that may affect the amounts presented in these financial statements.

These estimates are mainly based on the assumption of continued operation and are established using information available at the time this document was prepared. They may be revised if the circumstances on which they were based change or if new information becomes available. The actual results may differ from these estimates.

The summary half-year consolidated financial statements for the period have been prepared with reference to the current environment, especially for the estimates presented below:

- measurement of revenue from construction and services contracts;
- measurement of the fair value of identifiable assets and liabilities acquired in business combinations;
- measurements used to test impairment of goodwill, intangible assets and property, plant and equipment;
- measurement of provisions;
- measurement of fair value;
- the carrying value and fair value of assets and liabilities by accounting category;
- measurement of pension commitments;
- valuation of share-based payments (IFRS 2); and
- the consideration of climate risks.

Note 2.3. Specific measurement rules and methods applied by the Group for its interim financial statements

Seasonality of the business

The Group's business is structurally seasonal, particularly due to weather conditions and their effect on the natural energy sources that it uses to generate electricity.

The impact of seasonal factors has not been subject to any adjustment in the Group's half-year consolidated financial statements.

The income and expenses arising from ordinary operations that the Group receives or pays out on a seasonal, cyclical or occasional basis are accounted for according to the same rules as those used for the annual financial statements. They are neither brought forward nor deferred at the date of approval of the half-year financial statements.

Expenses and income billed on an annual basis (for example patent and licence royalties) are accounted for on the basis of a pro-rated annual estimate for the period that has passed.

Risks arising during the half-year are provisioned in the financial statements for the period. In particular, in the case of loss-making construction contracts, the losses on completion identified during the first half-year are provisioned in full.

Measurement of the tax charge

The tax charge for the first half-year is determined by applying the estimated effective tax rate for financial year 2024 (including deferred taxes) to pre-tax income. This rate may be adjusted for the tax implications of non-recurring items during the period.

Pension commitments

No new, complete actuarial calculation was carried out at the closing of the half-year consolidated financial statements. The pension commitment expense for the half-year is equal to half of the expense calculated for 2024 based on the actuarial assumptions of 31 December 2023.

The effect of changes in assumptions on post-employment benefits in the first half of 2024 (long-term inflation rate and discount rate) is recognised in "Other items of comprehensive income".

Note 2.4. Exchange rates of the main currencies used by Voltalia

		As of 30/06/2024		As of 31/12/2023		As of 30/06/2023	
Code	**Currency**	**Closing rate**	**Average rate**	**Closing rate**	**Average rate**	**Closing rate**	**Average rate**
BRL	Brazilian Real	5.99	5.49	5.36	5.40	5.26	5.48
EGP	Egyptian Pound	51.45	44.92	34.14	33.18	33.63	32.90
GBP	Pound Sterling	0.85	0.85	0.87	0.87	0.86	0.88
JOD	Jordanian Dinar	0.76	0.77	0.78	0.77	0.77	0.77
USD	US Dollar	1.07	1.08	1.10	1.08	1.09	1.08

Note 3. Scope of consolidation

As of 30 June 2024, close to 420 companies are consolidated by Voltalia, including seven associates over which the Group has significant influence, these being consolidated using the equity method.

As of 30 June 2024, the Group does not include any company qualifying as a joint venture or jointly controlled entity.

The change in scope in the first half-year was due in particular to the acquisition of companies in France. Pursuant to the revised version of IFRS 3, "Business Combinations", these acquisitions of subsidiaries have been qualified as acquisitions of a group of assets.

The change in the consolidated balance sheet value of equity associates is presented as follows:

In € thousand	**Investments in Associates**
As of 31/12/2022	**2,132**
Newly consolidated companies	18,693
Dividends paid	(615)
Share of income from equity-accounted companies	315
Other net movements	(725)
As of 31/12/2023	**19,800**
Deconsolidated companies	(463)
Dividends paid	(40)
Share of income from equity-accounted companies	(873)
Other net movements	67
As of 30/06/2024	**18,491**

Note 4. Operating segments

Note 4.1. Segment reporting by business

In € thousand	Energy Sales	Services	Eliminations and Corporate	First half 2024
Revenue	**173,207**	**206,305**	**(130,513)**	**248,999**
External revenue	168,835	80,224	(60)	248,999
Internal revenue	4,372	126,081	(130,453)	-
EBITDA	**101,793**	**(4,652)**	**(22,159)**	**74,981**
EBITDA margin	*59%*	*-2%*	*N/A*	*30%*

In € thousand	Energy Sales	Services	Eliminations and Corporate	First half 2023
Revenue	**134,358**	**271,177**	**(210,495)**	**195,040**
External revenue	134,274	60,683	83	195,040
Internal revenue	83	210,494	(210,578)	-
EBITDA	**75,649**	**16,559**	**(36,249)**	**55,959**
EBITDA margin	*56%*	*6%*	*N/A*	*29%*

Note 4.2. Segment reporting by region

In € thousand	Europe	*of which France*	*of which Ireland*	*of which Portugal*	Latin America	*of which Brazil*	Rest of the world	First half 2024
Revenue	**147,618**	*61,426*	*24,901*	*25,397*	**86,492**	*86,486*	**14,889**	**248,999**
EBITDA	**26,327**	*7,461*	*530*	*1,397*	**38,960**	*39,361*	**9,695**	**74,981**
EBITDA margin	**18%**	12%	2%	6%	**45%**	46%	**65%**	**30%**

The revenue generated in Ireland mainly relates to the launch in 2024 of power plant construction projects for third parties.

In € thousand	Europe	*of which France*	*of which Ireland*	*of which Portugal*	Latin America	*of which Brazil*	Rest of the world	First half 2023
Revenue	**107,568**	*51,481*	-	*22,999*	**72,583**	*72,583*	**14,889**	**195,040**
EBITDA	**17,770**	*13,908*	-	*1,919*	**28,847**	*28,383*	**9,342**	**55,959**
EBITDA margin	**17%**	27%	0%	8%	**40%**	39%	**63%**	**29%**

Note 5. Operating income

Note 5.1. Revenue

	Half-year ended	
In € thousand	**30/06/2024**	**30/06/2023**
Energy Sales	167,284	129,128
Services sales	81,715	65,912
Revenue	**248,999**	**195,040**

Note 5.2. Other current operating income and expenses

"Other current operating income and expenses" mainly comprise capital gains or losses on disposals of projects before tax (proceeds from the sale less the net book value of the projects sold).

Note 5.3. Other operating income and expenses

As a reminder, on 6 October 2022 the Council of the European Union adopted a regulation on an emergency intervention to address high energy prices. This regulation included the application of a cap on revenues from electricity produced using inframarginal generators. To this effect, the 2023 French Finance Act, published on 30 December 2022, incorporated measures to limit the inframarginal rent related to electricity prices. The expenses recognised in this regard by the Group have been presented in full under this caption, which also includes the effects of certain asset disposals and restructuring costs.

Note 5.4. Income and expenses with no impact on operating cash flow

The income and expenses detailed below in the Group's operating result have had no effect on operating cash flow, both because they are neutral in terms of cash flows and because they are presented in another aggregate in the consolidated statement of cash flows.

In € thousand	Half-year ended 30/06/2024	30/06/2023
Proceeds from the sale of projects	(6,960)	(6,357)
Cash impact presented in "Net flow from financial investments"	**(6,960)**	**(6,357)**
Net book value of assets sold	2,958	761
Adjustment to revenues from contracts accounted for using the percentage of completion method	10,189	27,270
Share-based payment expense	1,410	1,661
Income from equity-accounted companies in line with Voltalia's business	(160)	(895)
Incomes & expenses without impact on cash flow	**14,397**	**28,797**
Elimination of other income and expenses with no impact on operating cash flow	**7,437**	**22,440**

In accordance with its strategy of monetising the value of some of its assets through external transactions, each year Voltalia sells subsidiaries carrying power plant projects at various stages of development, or even already commissioned. The capital gains on disposals recognised in this regard are presented in the current operating income, while the collection of the corresponding proceeds is part of the effect of scope changes, presented in investment cash flows.

The disposals that took place during 2023 involved a total enterprise value of nearly €135 million. Given contractual deferred payments, the net income receivable recorded as of 31 December 2023 was close to €75 million, a substantial part of which was collected during the first half of 2024.

Note 6. Goodwill, intangible assets and property, plant and equipment

Note 6.1. Goodwill

There was no change in the goodwill booked by the Group compared with 31 December 2023. It did not include any provisional goodwill.

Purchases in the period that were treated as asset acquisitions pursuant to the 2020 amendment to IFRS 3 have been recognised according to the standards applicable to the corresponding asset and liability classes. Acquisition prices (including associated costs) are allocated to assets and liabilities acquired based on their fair value on the acquisition date. No goodwill or badwill was therefore recognised.

Note 6.2. Intangible assets

In € thousand	Intangible assets in progress	Intangible assets	Other intangible assets	Total
As of 31/12/2022	**204,972**	**91,527**	**11,036**	**307,535**
Increase	134,580	2,456	287	137,323
Decrease	(4,697)	(64)	-	(4,761)
Commissioning	(38,712)	35,595	3,118	1
Scope changes	20,940	(9,241)	-	11,699
Depreciation and amortisation	-	(9,837)	(1,902)	(11,739)
Impairment	(1,088)	-	-	(1,088)
Translation reserve	3,535	807	5	4,347
Other	(9,773)	731	456	(8,586)
As of 31/12/2023	**309,757**	**111,976**	**12,999**	**434,732**
Increase	63,792	1,151	22	64,965
Decrease	(1,374)	(377)	(10)	(1,761)
Commissioning	(37,220)	21,099	2,701	(13,420)
Scope changes	(2,379)	(40)	-	(2,419)
Depreciation and amortisation	-	(3,562)	(936)	(4,498)
Impairment	1,069	-	-	1,069
Translation reserve	(7,357)	(1,771)	(111)	(9,239)
Other	226	3,223	659	4,108
As of 30/06/2024	**326,109**	**131,698**	**15,325**	**473,132**

Intangible assets in progress largely correspond to the capitalised costs of projects under development or under construction.

Intangible assets correspond to the development costs of power plants in operation.

Scope changes reflect the net impact of acquisitions and sales of companies.

Other movements mainly relate to reclassifications between categories of fixed assets.

Note 6.3. Property, plant and equipment

In € thousand	Land	Construction	Materials, equipment and tooling	Construction in progress	Total
As of 31/12/2022	**5,191**	**875,959**	**340,545**	**502,949**	**1,724,644**
Increase	901	11,544	5,872	587,294	605,611
Decrease	(26)	(1,893)	(365)	(213)	(2,497)
Commissioning	-	119,335	47,537	(166,872)	-
Scope changes	167	(14,064)	(27,815)	(12,135)	(53,847)
Depreciation and amortisation	(88)	(53,445)	(19,245)	-	(72,778)
Net impairment losses	-	(105)	-	(62)	(167)
Translation reserve	8	24,474	11,178	20,897	56,557
Other	(1)	30,546	467	(16,730)	14,282
As of 31/12/2023	**6,152**	**992,352**	**358,168**	**915,129**	**2,271,801**
Increase	14	15,709	5,410	192,774	213,907
Decrease	(7)	(1,670)	(387)	(2,299)	(4,363)
Commissioning	-	269,875	242,126	(498,578)	13,423
Scope changes	(148)	31,919	-	3,678	35,449
Depreciation and amortisation	54	(25,890)	(13,280)	-	(39,116)
Net impairment losses	-	5,300	-	(5,318)	(18)
Translation reserve	(58)	(60,974)	(37,921)	(31,657)	(130,610)
Other	(72)	(37,200)	45,911	(22,509)	(13,870)
As of 30/06/2024	**5,935**	**1,189,423**	**600,023**	**551,220**	**2,346,601**

"Increases" "in fixed assets in progress" correspond to costs capitalised on construction projects for power plants operated by the Group.

Scope changes correspond, just like for intangible assets, to the net impact of acquisitions and disposals of companies.

Note 7. Earnings per share

Note 7.1. Earnings per share

In € thousand	Half-year ended 30/06/2024	30/06/2023
Earnings attributable to the parent company in the period	(15,718)	(19,372)
Earnings taken into account to calculate earnings per share	**(15,718)**	**(19,372)**
Weighted average number of outstanding shares	130,865,649	130,865,238
Earnings per share – Group share (in euros)	**(0.12)**	**(0.15)**
Weighted average number of outstanding shares	130,865,649	130,865,238
Basic earnings per share – Group share (in euros)	**(0.12)**	**(0.15)**

Note 7.2. Diluted earnings per share

In € thousand	Half-year ended 30/06/2024	30/06/2023
Earnings attributable to the parent company in the period	(15,718)	(19,372)
Earnings taken into account to calculate earnings per share	**(15,718)**	**(19,372)**
Weighted average number of outstanding shares	130,865,649	130,865,238
Number of shares resulting from the conversion of dilutive instruments	-	-
Weighted average number of outstanding shares used to calculate diluted earnings per share	130,865,649	130,865,238
Diluted earnings per share – Group share (in euros)	**(0.12)**	**(0.15)**
Weighted average number of outstanding shares	130,865,649	130,865,238
Basic earnings per share – Group share (in euros)	**(0.12)**	**(0.15)**

As of 30 June 2024, dilutive instruments include 1.1 million free shares (2020, 2021, 2022 and 2023 plan allocation) and 8.2 million shares for the 2021 and 2022 bond issues.

The number of potential shares arising from these instruments is 9.3 million.

However, the calculation of "diluted earnings per share" takes into account only potential shares with a dilutive effect on "basic earnings per share" (i.e. those that reduce the profit per share or increase the loss per share). As the net profit (loss) as of 30 June 2024 was negative, in the absence of any instrument with an anti-dilutive effect, the "diluted earnings per share" as of 30 June 2024 were equal to the "earnings per share", i.e. -€0.12.

Note 8. Financing and derivative instruments

Note 8.1. Current and non-current financing

In € thousand	Borrowings from credit institutions	Lease liabilities	Bond debt	Commercial paper	Current interest	Total
As of 31/12/2022	**915,622**	**49,530**	**309,942**	**5,000**	**33,347**	**1,313,441**
Decrease	(59,737)	(9,581)	(61,056)	-	(36,026)	(166,400)
Increase	631,073	23,096	5,000	43,000	51,846	754,015
Change in method	-	-	-	-	-	-
Scope changes	(24,448)	(3,783)	-	-	(400)	(28,631)
Translation reserve	21,924	869	2,796	-	1,252	26,841
Other	(1,937)	11,212	458	-	28	9,761
As of 31/12/2023	**1,482,497**	**71,341**	**257,141**	**48,000**	**50,045**	**1,909,024**
Decrease	(146,174)	(3,071)	(17,076)	(248,000)	(28,449)	(442,770)
Increase	437,712	3,743	4,000	261,000	27,496	733,951
Scope changes	28,296	-	-	-	-	28,296
Translation reserve	(60,609)	(2,160)	(992)	-	(2,200)	(65,961)
Other	7,912	13,082	261	-	(2,301)	18,954
As of 30/06/2024	**1,749,633**	**82,935**	**243,332**	**61,000**	**44,591**	**2,181,491**

Impact on cash flows

In € thousand	Borrowings from credit institutions	Lease liabilities	Bond debt	Commercial paper	Current interest	Total
As of 31/12/2023	**1,482,497**	**71,341**	**257,141**	**48,000**	**50,045**	**1,909,024**
Repayments	(146,517)	(3,071)	(17,076)	(248,000)	(28,449)	(443,113)
Drawdowns	437,391	-	4,000	261,000	-	702,391
Other flows	(23,738)	14,665	(733)	-	22,995	13,189
As of 30/06/2024	**1,749,633**	**82,935**	**243,332**	**61,000**	**44,591**	**2,181,491**

Analysis by maturity as of 30 June 2024

In € thousand	Balance sheet value as of 30 June 2024	Fair value as of 30/06/2024	Less than one year	From one to five years	Over five years
Borrowings from credit institutions	1,749,633	1,782,288	247,155	783,517	751,616
Bond debt	243,332	254,056	237,191	16,865	-
Commercial paper	61,000	61,000	61,000	-	-
Current interest	44,249	44,249	44,249	-	-
Total bank and bond debt	**2,098,214**	**2,141,593**	**589,595**	**800,382**	**751,616**
Lease liabilities	82,935	82,935	5,547	77,388	-
Current interest on lease liabilities	342	342	342	-	-
Total lease liabilities	**83,277**	**83,277**	**5,889**	**77,388**	**-**
Total financial debt	**2,181,491**	**2,224,870**	**595,484**	**877,770**	**751,616**

Analysis by maturity as of 31 December 2023

In € thousand	Balance sheet value as of 31 December 2023	Fair value as of 31/12/2023	Less than one year	From one to five years	Over five years
Borrowings from credit institutions	1,482,496	1,522,428	219,192	650,985	652,251
Bond debt	257,140	267,863	10,177	257,688	-
Commercial paper	48,000	48,000	48,000	-	-
Accrued interest	49,867	49,867	49,867	-	-
Total bank and bond debt	**1,837,503**	**1,888,158**	**327,236**	**908,673**	**652,251**
Lease liabilities	71,342	71,342	7,295	64,046	-
Accrued interest on lease liabilities	178	178	178	-	-
Total lease liabilities	**71,520**	**71,520**	**7,473**	**64,046**	**-**
Total financial debt	**1,909,023**	**1,959,678**	**334,708**	**972,719**	**652,251**

Analysis by type of rate

The table below sets out the breakdown of outstanding bank and bond debt according to the contractual arrangements for the remuneration of lenders, before taking into account the hedging instruments described in Note 8.5.

The portfolio of interest rate derivatives set up to reduce the Group's exposure to interest rate fluctuations has a nominal value of around two-thirds of the amounts drawn down under variable-rate loan agreements.

Adjustable-rate debt is mainly carried by Brazilian companies, the compensation for which is periodically adjusted in line with Brazilian inflation indices, namely the TJLP (*Taxa de Juro de Longo Prazo*) and/or the ICPA (*Índice de Preços ao Consumidor Amplo*).

In € thousand	Balance sheet value as of 30 June 2024	Fair value as of 30/06/2024	Less than one year	From one to five years	Over five years
Fixed	275,523	286,247	253,166	19,932	13,149
Variable	1,217,007	1,237,619	212,559	567,119	457,941
Adjustable	561,435	573,478	79,621	213,331	280,526
Bank and bond debt	**2,053,965**	**2,097,344**	**545,346**	**800,382**	**751,616**
Fixed	15,810	15,810	15,810	-	-
Variable	11,441	11,441	11,441	-	-
Adjustable	16,998	16,998	16,998	-	-
Accrued interest	**44,249**	**44,249**	**44,249**	**-**	**-**
Total bank and bond debt	**2,098,214**	**2,141,593**	**589,595**	**800,382**	**751,616**

Analysis by currency

In € thousand	Balance sheet value as of 30 June 2024	Fair value as of 30/06/2024	Less than one year	From one to five years	Over five years
EUR	1,346,816	1,367,726	452,825	527,550	387,351
GBP	55,245	55,245	6,389	9,634	39,222
USD	77,374	79,232	8,318	36,891	34,023
BRL	574,530	595,141	77,814	226,308	291,019
Bank and bond debt	**2,053,965**	**2,097,344**	**545,346**	**800,383**	**751,615**
EUR	25,414	25,414	25,414	-	-
GBP	26	26	26	-	-
USD	1,811	1,811	1,811	-	-
BRL	16,998	16,998	16,998	-	-
Accrued interest	**44,249**	**44,249**	**44,249**	**-**	**-**
Total bank and bond debt	**2,098,214**	**2,141,593**	**589,595**	**800,383**	**751,615**

Note 8.2. Hierarchy of fair value measurement of financial assets and financial liabilities

Hierarchy of fair value measurement of financial assets and financial liabilities

The tables below present the financial assets and liabilities as recorded on the balance sheet ("balance sheet value"), broken down according to their IFRS classification, as well as their "fair values". The valuation methods are:

- for "derivative instrument assets and liabilities", which are interest rate and currency hedging instruments: Prices based on observable data (Level 2);
- for "cash and cash equivalents": Quoted prices on an active market for identical assets (Level 1);
- for other financial assets and liabilities: Prices based on non-observable data (Level 3).

The main difference between fair value and balance sheet value relates to the inclusion of fees in the amortised borrowing cost.

Categories of financial assets and financial liabilities as of 30 June 2024

In € thousand	Fair value through profit or loss	Fair value through equity	Assets and liabilities at amortised cost	Balance sheet value	Fair value
Derivative instruments – non-current assets	2,029	39,738	-	41,767	41,767
Other non-current financial assets	1,435	12,918	20,149	34,502	27,422
Non-current assets	3,464	52,656	20,149	76,269	76,269
Trade and other receivables	**-**	**-**	**231,309**	**231,309**	**231,309**
Other current financial assets	-	-	36,378	36,378	36,378
Derivative instruments – current assets	702	2,270	-	2,972	2,972
Cash and cash equivalents	329,009	-	-	329,009	329,009
Current assets	329,711	2,270	267,687	599,668	599,668
Total Assets	**333,175**	**54,926**	**287,836**	**675,937**	**675,937**
Derivative instruments – non-current liabilities	**1,563**	**9,272**	**-**	**10,835**	**10,835**
Long-term borrowings	-	-	1,596,533	1,596,533	1,629,386
Other non-current financial liabilities	-	-	31,219	31,219	31,219
Non-current liabilities	1,563	9,272	1,627,752	1,638,587	1,714,819
Short-term borrowings	**-**	**-**	**584,958**	**584,958**	**595,484**
Trade and other payables	-	-	224,828	224,828	224,828
Other current financial liabilities	-	-	21,867	21,867	21,867
Derivative instruments – current liabilities	728	521	-	1,249	1,249
Current liabilities	728	521	831,653	832,902	843,428
Total Liabilities	**2,291**	**9,793**	**2,459,405**	**2,471,489**	**2,558,247**

Categories of financial assets and financial liabilities as of 31 December 2023

In € thousand	Fair value through profit or loss	Fair value through equity	Assets and liabilities at amortised cost	Balance sheet value	Fair value
Derivative instruments – non-current assets	11,266	29,050		40,316	40,316
Other non-current financial assets	4,677	3,507	16,372	24,556	24,556
Other non-current assets	-	-	3	3	3
Non-current assets	**15,943**	**32,557**	**16,375**	**64,875**	**64,875**
Trade and other receivables	-	-	236,655	236,655	236,655
Other current financial assets	-	-	76,034	76,034	76,034
Derivative instruments – current assets	340	904	-	1,244	1,244
Cash and cash equivalents	318,552	-	-	318,552	318,552
Current assets	**318,892**	**904**	**312,689**	**632,485**	**632,485**
Total Assets	**334,835**	**33,461**	**329,064**	**697,360**	**697,360**
Derivative instruments – non-current liabilities	10,680	20,269	-	30,949	30,949
Long-term borrowings	-	-	1,579,329	1,579,329	1,579,329
Other non-current financial liabilities	-	-	40,789	40,789	40,789
Non-current liabilities	**10,680**	**20,269**	**1,620,118**	**1,651,067**	**1,701,722**
Short-term borrowings	-	-	329,694	329,694	331,026
Trade and other payables	-	-	285,130	285,130	285,130
Other current financial liabilities	-	-	8,121	8,121	8,121
Derivative instruments – current liabilities	2,801	-	-	2,801	2,801
Current liabilities	**2,801**	**-**	**622,945**	**625,746**	**627,078**
Total Liabilities	**13,481**	**20,269**	**2,243,063**	**2,276,813**	**2,328,800**

Other financial assets valued at fair value through income correspond to investment funds and to bonds convertible into shares subscribed by the Group with consolidated equity subsidiaries.

Other financial assets measured at fair value through OCI correspond to unconsolidated securities.

Note 8.3. Other current and non-current financial assets and liabilities

In € thousand	Current	Non-current	As of 30/06/2024	As of 31/12/2023
Financial assets assessed at fair value through equity	-	5,834	5,834	3,526
Financial assets assessed at fair value through profit or loss	1,946	12,118	14,064	70,505
Loans and current accounts	8,788	11,322	20,110	18,036
Deposits and guarantees	13,667	5,227	18,894	7,699
Other items	11,977	1	11,978	829
Other financial assets	**36,378**	**34,502**	**70,880**	**100,595**

In € thousand	Current	Non-current	As of 30/06/2024	As of 31/12/2023
Loans and current accounts (liabilities)	14,689	3,437	18,126	13,025
Liabilities relating to acquisitions of equity interests	100	23,519	23,619	28,609
Other items	7,078	4,263	11,341	7,280
Other financial liabilities	**21,867**	**31,219**	**53,086**	**48,914**

Note 8.4. Financial result

In € thousand	Half-year ended 30/06/2024	Half-year ended 30/06/2023
Interest on borrowings from credit establishments	(53,406)	(34,586)
Interest on bonds	(5,276)	(7,416)
Cost of gross financial debt	(58,682)	(42,002)
Financial income from cash investments	6,295	7,668
Cost of net financial debt	**(52,387)**	**(34,334)**

In € thousand	Half-year ended 30/06/2024	30/06/2023
Translation gains/(losses) net of hedging effects	(4,815)	309
Capitalised borrowing costs	23,180	12,526
Interest on lease liabilities	(1,826)	(1,136)
Other net items	(859)	(2,149)
Other financial income and expenses	**15,680**	**9,550**

Note 8.5. Derivative financial instruments

The Voltalia Group aims, when it deems this expedient, to hedge market risk by using derivative financial instruments. Those eligible for hedge accounting are recognised as such in the consolidated financial statements.

The fair value of hedging instruments recognised in the balance sheet is as follows:

In € thousand	As of 30/06/2024	As of 31/12/2023
Interest rate hedges	29,577	25,119
Electricity price hedges	14,460	16,102
Currency hedges	702	340
Derivative instruments – assets	**44,739**	**41,561**
Interest rate hedges	9,272	20,268
Electricity price hedges	2,084	10,680
Currency hedges	728	2,800
Derivative instruments – liabilities	**12,084**	**33,748**

Interest rate hedging instruments

In order to hedge the rise in interest rates on variable-rate financing, Voltalia and its subsidiaries have entered into interest rate swaps whose nominal value and maturity are exactly matched to those of the hedged item. Consequently, these fully effective financial instruments are considered to be cash flow hedges and are accounted for as such.

Over the period, the Group recorded a gain of around €14 million before tax in other items of comprehensive income as a result of updating its portfolio of interest rate derivatives qualifying as hedging instruments.

Electricity price hedging instruments

As part of supply contracts with customers in Albania, Portugal and the United Kingdom, the Group has hedged the risk related to declining electricity spot prices in these local markets. To this end, the Group uses both longer-term and shorter-term hedging instruments.

Over the period, the Group recorded a gain of around €9 million before tax in other items of comprehensive income as a result of updating its portfolio of electricity price derivatives qualifying as hedging instruments.

Note 9. Current and non-current provisions

In € thousand	Provisions for business litigation and disputes	Provisions for guarantees	Provisions for social and tax risks	Provisions for expenses	Total
As of 31/12/2022	**11,604**	**3,839**	**5,806**	**4,364**	**25,613**
Allocations in the income statement	-	7,711	341	2,106	10,158
Allocations to asset decommissioning	-	-	-	3,324	3,324
Reversals used	(683)	(3)	(10)	(1,121)	(1,817)
Unused reversals	(3,125)	(634)	(971)	(233)	(4,963)
Scope changes	-	-	(107)	(1,107)	(1,214)
Translation reserve	-	(8)	31	(10)	13
Other	(1,467)	3,851	(64)	77	2,397
As of 31/12/2023	**6,326**	**14,757**	**5,025**	**7,399**	**33,507**
Allocations in the income statement	375	694	380	1,164	2,613
Allocations to asset decommissioning	-	-	-	2,117	2,117
Reversals used	(3,753)	(804)	(329)	(1,527)	(6,413)
Unused reversals	(83)	-	(886)	-	(969)
Scope changes	148	(10)	-	53	191
Translation reserve	(3)	(49)	(128)	(227)	(407)
Other	9,959	(10,097)	2	68	(68)
As of 30/06/2024	**12,970**	**4,491**	**4,064**	**9,046**	**30,571**

In € thousand	As of 30/06/2024	As of 31/12/2023
Non-current provisions (*)	29,172	26,729
Current provisions	1,399	6,778
Total provisions	**30,571**	**33,507**

(*) excluding provisions for employee benefits of €1.4 million and €1.3 million respectively as of 30 June 2024 and 31 December 2023.

Note 10. Off-balance sheet commitments

Note 10.1. Commitments given

Commitments given relating to operating activities

In € thousand	As of 30/06/2024	As of 31/12/2023
Commitments given by the Group to its suppliers	22,018	23,086
Commitments given by the Group to its customers	135,926	177,357
Commitments given by the Group to government entities and administrative bodies (including ICPE)	53,109	41,081
Guarantees relating to the decree ensuring the safety of installations classified for the protection of the environment (ICPE)	4,529	4,451
Commitments given relating to operating activities	**215,582**	**241,524**

Commitments given in relation to financing activities

As part of the implementation of project financing, Voltalia is required to make the usual type of commitments to its bank partners or provide guarantees for its subsidiaries vis-a-vis these partners.

Note 10.2. Commitments received

Commitments received relating to operating activities

Commitments received from suppliers are mainly performance/completion or advance payment guarantees given under procurement agreements entered into by Voltalia and its subsidiaries.

Commitments received from customers are mainly payment, advance payment or completion guarantees.

Financing commitments received

The Group benefits from the following financing commitments as of 30 June 2024:

- a €170 million syndicated credit line expiring in June 2026. This line has been drawn in the amount of €147 million;
- a syndicated credit line of €280 million maturing in November 2027 (term loan) and November 2028 (RCF). This line has been drawn in the amount of €178 million.

In addition, the following two lines were fully drawn down as of 30 June 2024:

- two syndicated credit lines of €70 million and €25 million maturing in December 2024;
- a syndicated credit line of €100 million maturing in May 2026.

Note 10.3. Related party disclosures

Loans to associates and corporate officers

As of 30 June 2024, the Group had not granted any loans to the Group's corporate officers or associates.

Related-party transactions

The transactions made by the Group with its non-consolidated interests or investments in Associates are reflected in the Group's consolidated financial statements.

As of 30 June 2024, the Group had entered into PPA-type electricity supply contracts with companies controlled by Voltalia's major shareholder. All these agreements were concluded under market conditions.

Note 11. Post-balance sheet events

On 29 July 2024, the Group announced that it had signed a new syndicated credit agreement for an authorised amount of €294 million, enabling it to strengthen its financing structure until 2026.

No other significant events took place between the balance sheet date of the consolidated financial statements and the date of their approval by the Board of Directors.

9 CERTIFICATION OF THE PERSON RESPONSIBLE

I certify that to the best of my knowledge the condensed consolidated financial statements for the half-year just ended are drawn up in accordance with the applicable accounting standards and give a true and fair view of the assets, financial position and results of the Company and all the companies included in the scope of consolidation, and that the interim management report attached includes a fair review of significant events of the past six months, their impact on the interim financial statements and the main related party transactions as well as a description of the main risks and uncertainties for the six months remaining in the financial year.

Paris, 12 September 2024,

Sébastien CLERC

Chief Executive Officer

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FRANCE

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