

Q Energy Solutions SE Berlin

**Independent Auditor's Report
Consolidated financial statements
31 December 2024**

**EY GmbH & Co. KG
Wirtschaftsprüfungsgesellschaft**



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Independent Auditor's Report

Exhibits

- Consolidated statements of financial position
- Consolidated statements of comprehensive Income (Loss)
- Consolidated statements of changes in equity
- Consolidated statements of cash flows
- Notes to the consolidated financial statements

Engagement Terms, Liability and Conditions of Use
General Engagement Terms

Note: Due to rounding differences, figures in tables and cross-references may differ slightly from the actual figures (units of currency, percentages, etc.).



We issue the audit opinion presented below in compliance with legal and professional requirements subject to the conditions described in the enclosed “Engagement Terms, Liability and Conditions of Use”.

Independent Auditor’s Report

To Q Energy Solutions SE

Opinion

We have audited the consolidated financial statements of Q Energy Solutions SE, Berlin (the Company), and its subsidiaries (the Group), which comprise the consolidated statement of financial position as at December 31, 2024, and the consolidated statement of comprehensive income (loss), consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at December 31, 2024, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Germany, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to Note 31. “Going Concern” in the consolidated financial statements, which indicates that with regard to the Group’s financial contract, the fulfillment of financial covenant was breached with respect to the testing period ending on 31 December 2024 in relation to the guarantor financial covenant, which constitutes the



event of default under the loan agreement. In accordance with the agreement breach of the covenant constitutes an event of default and the loan is immediately due and payable. The Group lacks sufficient cash to repay the remaining balance of the loan.

In addition to the aforementioned event, external factors of operating business may impact cash inflows due to events of any unforeseen circumstances leading to a sudden cash shortfall. Delays in investor due diligence, negotiations or unexpected changes in relevant policies from governments or municipalities could postpone the closing of sales transactions, subsequently delaying the payment from the buyer under the contractual agreements which then leads to further cash need in the forecast period.

Q Energy Solutions SE and therefore the Group's ability to meet its financial obligations arising from the conduct of the Group's operating business and the repayment of the K-Sure ECA loan as they fall due and continue as a going concern depends on the financial support under the letter of comfort from the parent company, Hanwha Solutions Corporation, in the required amount.

As stated in Note 31. "Going Concern", these events or conditions, along with other matters as set forth in Note 31. "Going Concern", indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended 31 December 2024. In addition to the matters described in the *Material Uncertainty Related to Going Concern* section, we have determined the matters described below to be the key audit matters to be communicated in our report. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the



procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Revenue recognition from the project business

A major part of the Group's business involves development, construction and sale of solar and wind parks and these activities are mostly conducted through established or acquired project companies. Total revenues related to this business amount to kEUR 121,243. Solar and wind parks are constructed under a general contractor agreement between project companies and the Group, and the sale of these parks is effected through the transfer of all shares in the project companies. The sale and the resulting gain or loss from such transactions is accounted for in accordance with IFRS 15, Revenue from Contracts with Customers, given that it is fundamentally equivalent to sales of constructed solar and wind parks. In certain cases, the project companies are sold before all obligations under the general contractor agreement have been fulfilled by the Group. With the sale of the shares, the project company is transferred to a third party. Subsequent to the sales of project companies, revenue arising from construction services is recognized over time using the percentage of completion criteria in accordance with IFRS 15.35(b) as the performance obligation is satisfied over time. The Group measures the percentage of completion by using an input method based on cost incurred which involves assumptions and estimations by management to determine the estimated total costs.

The revenue recognition from the project business for solar and wind parks is based on complex contracts, while management must make discretionary decisions when applying IFRS 15 to the sale of project companies and the determination of the percentage of completion. Accordingly, revenue recognition from the project business was one of the most significant matters in our audit.

We obtained an understanding of the Group's accounting policies related to the project business and assessed whether such policies are in compliance with the requirements in IFRS 15. We also obtained an understanding of the revenue recognition process with respect to the project business and tested selected review controls. We conducted substantive procedures for all sold ongoing projects by examining the contractual arrangements as well as internal memoranda prepared by the Group and by inspecting supporting evidence such as notarized legal documents and bank statements which we agreed to the Group's accounting records. In addition, we tested whether the criteria to recognize revenue are met in relation to the five steps model under IFRS 15. We obtained for all sold ongoing projects the construction-revenue-calculation and vouched the costs incurred to supporting evidence on a sample basis. Furthermore, we



performed procedures to evaluate management's assessment of the status of completion and the risks associated with the contract by comparing the underlying construction-revenue-calculation with weekly construction reports. In addition, we analyzed whether the planned and realized margin from the projects corresponds to our expectations regarding the progress of the individual project based on the actual development to date. We also discussed the contractual arrangements, the commissioned development services, the status of the respective contract fulfillment, the reasons for deviations between planned and actual costs and the current assessment of the costs expected to be incurred until completion with the responsible project managers. Moreover, we assessed the quality of the planning process by performing target to actual analyses.

We were able to satisfy ourselves that the estimates and assumptions made by management in connection with the recognition of revenue of project business transactions for solar and wind parks were sufficiently documented and substantiated.

The Company's disclosures relating to revenue recognition of project business for solar and wind parks are contained in section 22. (2) of the notes to the consolidated financial statements.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with IFRS Accounting Standards and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.



Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and 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 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.

As part of an audit in accordance with ISAs, 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, 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 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 and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated 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 to cease to continue as a going concern.



- ▶ Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves 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. We are responsible for the direction, supervision and review of the audit work performed for purpose 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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



The engagement partner on the audit resulting in this independent auditor's report is Thilo Kausch-Blecken von Schmeling.

Berlin, 12 May 2025

EY GmbH & Co. KG
Wirtschaftsprüfungsgesellschaft

Beckers
Wirtschaftsprüfer
(German Public Auditor)

Kausch-Blecken von Schmeling
Wirtschaftsprüfer
(German Public Auditor)

Q ENERGY SOLUTIONS SE AND ITS SUBSIDIARIES

Consolidated Financial Statements

December 31, 2024

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Q ENERGY SOLUTIONS SE AND SUBSIDIARIES
Consolidated Statements of Financial Position
As of December 31, 2024

In EUR

	Note	December 31, 2024	December 31, 2023
Assets			
Current assets:			
Cash and cash equivalents	5, 17	114,222,681	38,074,284
Other financial assets	5, 7, 17	3,760,258	3,454,877
Trade receivables and other receivables	5, 6, 17	59,731,044	95,113,243
Other current assets	8	188,359,230	244,294,721
Inventories	9	410,743,346	259,883,973
Current income tax assets		16,870	699,972
		<hr/>	<hr/>
		776,833,429	641,521,070
Non-current assets:			
Other financial assets	5, 7, 17	3,635,465	19,403,224
Investment property	10	4,474,705	4,804,705
Property, plant and equipment	11	2,079,130	20,843,292
Intangible assets	12	721,514,379	731,208,615
Right-of-use assets	13	31,031,016	27,253,807
Other non-current assets	8	-	452,300
Deferred tax assets	28	10,413,497	10,632,596
		<hr/>	<hr/>
		773,148,192	814,598,539
Total assets		<hr/> <hr/>	<hr/> <hr/>
		1,549,981,621	1,456,119,609

See accompanying notes to the consolidated financial statements.

Q ENERGY SOLUTIONS SE AND SUBSIDIARIES
Consolidated Statements of Financial Position, Continued
As of December 31, 2024

In EUR

Liabilities	Note	December 31, 2024	December 31, 2023
Current liabilities:			
Trade payables and other payables	5, 14, 17	90,254,567	62,510,165
Borrowings	5, 15, 17	447,337,293	70,330,280
Other financial liabilities	5, 15, 17	3,832,698	3,119,983
Provisions	19	3,559,000	449,615
Other current liabilities	18	28,740,509	65,312,087
Current income tax liabilities		47,732	478,527
		<u>573,771,799</u>	<u>202,200,657</u>
Non-current liabilities:			
Long-term trade payables and other payables	5, 15, 17	825,262	-
Long-term borrowings	5, 15, 17	210,991,343	382,000,000
Other financial liabilities	5, 15, 17	31,104,007	24,526,492
Long-term employee benefits		179,772	141,206
Provisions	19	1,073,718	733,382
Deferred tax liabilities	28	28,352,021	31,622,621
		<u>272,526,122</u>	<u>439,023,701</u>
Total liabilities		<u>846,297,921</u>	<u>641,224,358</u>
Equity			
Capital stock	20	12,292,394	11,824,793
Capital surplus	20	898,905,770	864,373,371
Retained earnings	21	(207,314,958)	(61,213,925)
Equity attributable to equity holders of the parent		<u>703,883,206</u>	<u>814,984,239</u>
Non-controlling interests		<u>(199,506)</u>	<u>(88,988)</u>
Total equity		<u>703,683,700</u>	<u>814,895,251</u>
Total liabilities and equity		<u>1,549,981,621</u>	<u>1,456,119,609</u>

See accompanying notes to the consolidated financial statements.

Q ENERGY SOLUTIONS SE AND SUBSIDIARIES
Consolidated Statements of Comprehensive Income (Loss)
For the years ended December 31, 2024

In EUR

	Note	2024	2023
Revenue	22		
Construction		130,840,470	219,889,881
Services – Development		(9,596,776)	144,807,822
Others		2,012,975	2,585,681
		<u>123,256,668</u>	<u>367,283,384</u>
Cost of sales	23,25		
Construction		(138,210,877)	(192,436,061)
Service – Development		(53,430,817)	(141,726,515)
Others		(1,030,309)	(778,126)
		<u>(192,672,003)</u>	<u>(334,940,702)</u>
Gross profit		<u>(69,415,335)</u>	<u>32,342,682</u>
Selling and administrative expenses	24,25	<u>(48,069,524)</u>	<u>(40,837,736)</u>
Operating income (loss)		<u>(117,484,859)</u>	<u>(8,495,054)</u>
Other non-operating income	26	4,994,493	2,336,507
Other non-operating expenses	26	(13,458,555)	(4,974,664)
Financial income	27	3,464,968	930,858
Financial expenses	27	(28,476,915)	(24,930,662)
Non-operating income (loss)		<u>(33,476,010)</u>	<u>(26,637,961)</u>
Profit (loss) before income tax expense		<u>(150,960,870)</u>	<u>(35,133,015)</u>
Income tax expenses (Income)	28	<u>(2,450,033)</u>	<u>(6,435,775)</u>
Net income (loss) for the period		<u>(148,510,837)</u>	<u>(28,697,240)</u>
Other comprehensive income (loss)			
Currency translation adjustments		<u>(4,028)</u>	<u>-</u>
Total comprehensive income (loss)		<u>(148,514,865)</u>	<u>(28,697,240)</u>
Net income (loss) attributable to:			
Owners of the Company		(148,458,607)	(28,343,631)
Non-controlling interests		(56,258)	(353,609)
Total comprehensive income (loss) attributable to:			
Owners of the Company		(148,458,607)	(28,343,631)
Non-controlling interests		(56,258)	(353,609)
Earnings per share from continuing operations attributable to the equity holders of the parent			
Basic and diluted earnings per common share		(12.1)	(2.3)

See accompanying notes to the consolidated financial statements.

Q ENERGY SOLUTIONS SE AND Subsidiaries Consolidated Statements of Changes in Equity
For the years ended December 31, 2024

In Euro

	Capital stock	Consolidated capital surplus	Consolidated capital adjustment	Consolidated retained earnings	Equity attributable to the equity holders of the parent	Non-controlling interests	Total
Balance at January 1, 2023	11,824,793	864,373,371	-	(33,802,295)	842,395,869	1,227,925	843,623,794
Total comprehensive income (loss):							
Net income (loss)	-	-	-	(28,343,631)	(28,343,631)	(353,609)	(28,697,240)
Changes in scope of consolidation:							
Disposal of subsidiaries	-	-	-	932,001	932,001	(963,304)	(31,303)
Balance at December 31, 2023	11,824,793	864,373,371	-	(61,213,925)	814,984,239	(88,988)	814,895,251

In Euro

	Capital stock	Consolidated capital surplus	Consolidated capital adjustment	Consolidated retained earnings	Equity attributable to the equity holders of the parent	Non-controlling interests	Total
Balance at January 1, 2024	11,824,793	864,373,371	-	(61,213,925)	814,984,239	(88,988)	814,895,251
Total comprehensive income (loss):							
Net income (loss)	-	-	-	(148,454,579)	(148,454,579)	(56,258)	(148,510,837)
Currency Translation adjustments				(4,028)	(4,028)	-	(4,028)
Transaction with shareholders:							
Increased paid in capital	467,601	34,532,399	-		35,000,000	-	35,000,000
Changes in scope of consolidation:							
Disposal of subsidiaries	-	-	-	-	-	(54,260)	(54,260)
Retained earnings - Statutory reserves	-	-	-	2,357,574	2,357,574	-	2,357,574
Balance at December 31, 2024	12,292,394	898,905,770	-	(207,314,958)	703,883,206	(199,506)	703,683,700

See accompanying notes to the consolidated financial statements.

Consolidated Statements of Cash Flows

For the years ended December 31, 2024

In Euro

	Note	2024	2023
Cash flows from operating activities:			
Loss before tax from continuing operations		(150,960,870)	(35,133,015)
Bad debt expense		366,975	24,489
Depreciation and Amortization	11,12,13	4,885,495	4,773,948
Addition (reversal) of provisions	19	3,664,315	(1,418,843)
Loss (or gain) on foreign exchange translation		(2,353,707)	(595,140)
Impairment loss on intangible assets	12	3,795,218	2,133,835
Loss (or gain) on disposition of tangible/intangible assets	11,12	8,704,342	26,374,897
Interest income	27	(3,464,968)	(930,859)
Interest expense	27	25,697,684	24,930,662
Increase (decrease) in provisions	19	(214,594)	(288,000)
Decrease (increase) in trade receivables and other receivables		35,015,224	(46,702,006)
Decrease (increase) in other current assets		56,387,791	(205,007,830)
Decrease (increase) in other financials assets		18,126,480	52,170,905
Decrease (increase) in inventories		(150,859,373)	(87,680,618)
Decrease (increase) in income tax assets		(170,673)	(5,780,005)
Increase (decrease) in trade payables and other payables		31,243,012	14,705,137
Increase (decrease) in other financial liabilities		(29,074)	(101,471)
Increase (decrease) in other liabilities		(38,319,140)	43,531,443
Loss on valuations of derivatives	27	2,482,372	-
Interest received		2,864,718	930,859
Interest paid		(23,741,277)	(20,049,970)
Net cash provided by operating activities		(176,880,050)	(234,111,582)
Cash flows from investing activities:			
Disposition of Property, Plant and Equipment	11	18,654,307	3,853,131
Disposition of Intangible assets		-	830,820
Acquisition of Property, Plant and Equipment	11	(838,626)	(1,305,534)
Acquisition of investment property		-	(4,282,132)
Acquisition of intangible assets		(613,876)	(2,748,460)
Increase (decrease) of financial assets		-	3,613,582
Repayment of short-term loans		95,979	729,989
Increase (decrease) of short-term financial instruments		(2,148,382)	-
Net cash used in investing activities		15,149,402	691,396
Cash flows from financing activities:			
Proceeds from borrowings		138,090,159	377,594,445
Proceeds from bond issuance		213,230,799	-
Repayment of borrowings		(143,083,145)	(201,394,051)
Paid-in capital increase		35,000,000	-
Lease payments	13	(5,365,101)	(4,260,473)
Net cash provided by financing activities		237,872,712	171,939,921
Net increase (decrease) in cash and cash equivalents		76,142,064	(61,480,265)
Cash and cash equivalents at January 1		38,074,284	99,254,887
The effects of Changes in Foreign Exchange Rates		6,333	299,662
Cash and cash equivalents at December 31		114,222,681	38,074,284

See accompanying notes to the consolidated financial statements.

Q ENERGY SOLUTIONS SE AND SUBSIDIARIES

Notes to the Consolidated Financial Statements

For the years ended December 31, 2024

1. General

Q Energy Solutions SE and its subsidiaries (the “Group”) was incorporated on March 3, 2021, under the laws of Germany. The group is mainly engaged in the developing and constructing the photovoltaic and wind power plants. The Group’s headquarters is located at Berlin, Germany. The consolidated financial statements for the year ended December 31, 2024, represent ownership interests of the Group and its subsidiaries in associates.

(1) Details of subsidiaries

The Group’s consolidated subsidiaries as of December 31, 2024 and 2023 are as follows:

Company	Locations	Closing month	Main business	Percentage of ownership	
				December 31, 2024	December 31, 2023
Q ENERGY Solutions SE					
Q Energy Europe GmbH	Germany	December	Renewable energy business	100%	100%
Q ENERGY (EUROPE) UK HOLDINGS LIMITED	United Kingdom	December	Holding company	100%	100%
Q ENERGY Europe SPAIN HOLDINGS, S.L.U. (Formerly, Q CELLS SPAIN HOLDINGS, S.L.)	Spain	December	Holding company	100%	100%
HQC PORTUGAL HOLDINGS, LDA	Portugal	December	Holding company	100%	100%
Q ENERGY Europe NL Holdings B.V.	Netherlands	December	Holding company	100%	100%
Q ENERGY (EUROPE) ITALY HOLDINGS S.R.L.	Italy	December	Holding company	100%	100%
Q ENERGY Germany Holdings GmbH (formerly, Q CELLS Germany Holdings GmbH)	Germany	December	Holding company	100%	100%
Q Energy Real Estate GmbH	Germany	December	Real estate industry	100%	100%
Les Eoliennes Entre Loire et Rhone SAS	France	December	Renewable energy business	80%	80%
CPES MARDALOU SASU	France	December	Renewable energy business	80%	80%
Q Energy Mediterranee SAS	France	December	Renewable energy business	100%	100%
CEPE BEL AIR SUD SAS	France	December	Renewable energy business	100%	100%
CEPE BOIS DE L’AIGUILLE SARL	France	December	Renewable energy business	100%	100%
CEPE Champs Carres S.A.R.L	France	December	Renewable energy business	100%	100%
CEPE CHAMPS PAILLE SARL	France	December	Renewable energy business	100%	100%
CEPE CHARMONSEL SARL	France	December	Renewable energy business	100%	100%
CEPE CHAUMES DES COMMUNES SARL	France	December	Renewable energy business	100%	100%
CEPE Chesnots SASU	France	December	Renewable energy business	100%	100%
CEPE COTE DES VAUZELLES SARL	France	December	Renewable energy business	100%	100%
CEPE COTE RENARD SASU	France	December	Renewable energy business	100%	100%
CEPE Croix des Trois SARL	France	December	Renewable energy business	100%	100%
CEPE Croix du Picq SARL	France	December	Renewable energy business	100%	100%
CEPE DE BRAQUETTE SASU	France	December	Renewable energy business	100%	100%
CEPE DE CHATILLONNAIS SARL	France	December	Renewable energy business	100%	100%
CEPE DE L’ESCUR SARL	France	December	Renewable energy business	100%	100%
CEPE de Mirebellois SARL	France	December	Renewable energy business	100%	100%
CEPE des Grunes S.A.R.L	France	December	Renewable energy business	100%	100%

Q ENERGY SOLUTIONS SE AND SUBSIDIARIES

Notes to the Consolidated Financial Statements

For the years ended December 31, 2024

Company	Locations	Closing month	Main business	Percentage of ownership	
				December 31, 2024	December 31, 2023
CEPE Fleur du Nivernais S.A R.L	France	December	Renewable energy business	100%	100%
CPES PLAINE DE CEPE Plaine de Feuilloz SASU (formerly CEPE FORET DE MARSANNE SASU)	France	December	Renewable energy business	100%	100%
CEPE FOSSE A LOUP SARL	France	December	Renewable energy business	100%	100%
CEPE FRETTEs SARL	France	December	Renewable energy business	100%	100%
CEPE GRAND CERISIER SARL	France	December	Renewable energy business	100%	100%
CEPE GRANDS COMMUNAUX SARL	France	December	Renewable energy business	100%	100%
CEPE HAUT PERRON SARL	France	December	Renewable energy business	100%	100%
CEPE LA TIRROYE SARL	France	December	Renewable energy business	100%	100%
CEPE LES LORETTES SARL	France	December	Renewable energy business	100%	100%
CEPE LES VACANTS SARL	France	December	Renewable energy business	100%	100%
CEPE MERELLEs SARL	France	December	Renewable energy business	100%	100%
CEPE MONT DE CONDY SARL	France	December	Renewable energy business	100%	100%
CEPE NOUVELLOIS SARL	France	December	Renewable energy business	100%	100%
CEPE NOYER BERGER SARL	France	December	Renewable energy business	100%	100%
CEPE ORAIN SARL	France	December	Renewable energy business	100%	100%
CEPE Plaine de Pericaud SASU	France	December	Renewable energy business	100%	100%
CEPE Plo du Laurier SARL	France	December	Renewable energy business	100%	100%
CPES Sapinois SASU	France	December	Renewable energy business	100%	100%
CEPE Sud vesoul SARL	France	December	Renewable energy business	100%	100%
CEPE TERRIERS DE LA POINTE SARL	France	December	Renewable energy business	-	100%
CEPE TROIS PROVINCES SARL	France	December	Renewable energy business	100%	100%
CEPE VAL D'YONNE EN FORTERRE SASU	France	December	Renewable energy business	100%	100%
CEPE Val de Vingeanne EST SARL	France	December	Renewable energy business	100%	100%
CEPE VENTS DE LOIRE SASU	France	December	Renewable energy business	100%	100%
CPES PANIFOL (formerly, CEPES JUGE) SASU	France	December	Renewable energy business	100%	100%
CPES AUCHES SARL	France	December	Renewable energy business	100%	100%
CPES BASSE MONTAGNE SARL	France	December	Renewable energy business	100%	100%
CPES BOIS SOLEIL SASU	France	December	Renewable energy business	100%	100%
CPES BORY SASU	France	December	Renewable energy business	100%	100%
CPES CLOTRONS (formerly, CPES BRECHE) SASU	France	December	Renewable energy business	100%	100%
CPES CAHUZAC SUR ADOUR SASU	France	December	Renewable energy business	100%	100%
CPES BELIN BELIET SASU (formerly, CPES CALENTA)	France	December	Renewable energy business	100%	100%
CPES CAUSSES PERIGORD SASU	France	December	Renewable energy business	100%	100%
CPES CHAMPS DE LA COUR SASU	France	December	Renewable energy business	100%	100%
CPES CHAPUS SASU	France	December	Renewable energy business	100%	100%

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For the years ended December 31, 2024

Company	Locations	Closing month	Main business	Percentage of ownership	
				December 31, 2024	December 31, 2023
CPES COURSIADA SAS	France	December	Renewable energy business	100%	100%
CPES COUSSEAU SASU	France	December	Renewable energy business	100%	100%
CPES CRASSIER LAUDUN SARL	France	December	Renewable energy business	100%	100%
CPES CROUEE SASU	France	December	Renewable energy business	100%	100%
CPES FONT DE LA LEVE SASU	France	December	Renewable energy business	100%	100%
CPES FONTANILLE SASU	France	December	Renewable energy business	100%	100%
CPES MOULINET SASU (formerly, CPES GANDOLLE)	France	December	Renewable energy business	100%	100%
CPES GARDIOLE SASU	France	December	Renewable energy business	100%	100%
CPES Tertre SASU (formerly CPES GENEBRE SASU)	France	December	Renewable energy business	100%	100%
CPES GRAND OUSTATOU SASU	France	December	Renewable energy business	100%	100%
CPES GRIFFOUL SARL	France	December	Renewable energy business	100%	100%
CPES HOMME DE PIERRE SASU	France	December	Renewable energy business	100%	100%
CPES Juncarot SARL	France	December	Renewable energy business	100%	100%
CPES la Gineste SARL	France	December	Renewable energy business	100%	100%
CPES LAC DE CLOYES SASU	France	December	Renewable energy business	100%	100%
CPES LAC DE LONGCHAMPS SASU	France	December	Renewable energy business	100%	100%
CPES LAC DE ROUAN SARL	France	December	Renewable energy business	100%	100%
CPES LAROQUE SASU	France	December	Renewable energy business	100%	100%
CPES LASCOURS SASU	France	December	Renewable energy business	100%	100%
CPES LAURAGAIS SASU	France	December	Renewable energy business	100%	100%
CPES LE PLAN SARL	France	December	Renewable energy business	100%	100%
CPES LES CROUZOURETS SARL	France	December	Renewable energy business	-	100%
CPES LIBAROS SASU	France	December	Renewable energy business	100%	100%
CPES Cahuzac Flottant SASU (formerly CPES LUE SASU)	France	December	Renewable energy business	100%	100%
CPES MAGNILS REIGNIERS SASU	France	December	Renewable energy business	100%	100%
CPES MILHAT SASU	France	December	Renewable energy business	100%	100%
CPES MONDONNE SARL	France	December	Renewable energy business	100%	100%
CPES MORAS SASU	France	December	Renewable energy business	100%	100%
CPES Fraisse SASU (formerly CPES MORILLON SASU)	France	December	Renewable energy business	100%	100%
CPES MURES BASSES SARL	France	December	Renewable energy business	100%	100%
CPES OMBRIPARK SARL	France	December	Renewable energy business	100%	100%
CPES PASCARATE SARL	France	December	Renewable energy business	100%	100%
CPES PAYS THIBERIEN SASU	France	December	Renewable energy business	100%	100%
CPES PEROLERA SASU	France	December	Renewable energy business	100%	100%
CPES PERRIERE SASU	France	December	Renewable energy business	100%	100%

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For the years ended December 31, 2024

Company	Locations	Closing month	Main business	Percentage of ownership	
				December 31, 2024	December 31, 2023
CPES PEYROLE LAC SASU	France	December	Renewable energy business	100%	100%
CPES PLACE ROYALE SASU	France	December	Renewable energy business	100%	100%
CPES PLAN DE BANON SARL	France	December	Renewable energy business	100%	100%
CPES RENARDEYRE SASU	France	December	Renewable energy business	100%	100%
CPES ROMEGUERAR SASU	France	December	Renewable energy business	100%	100%
CPES RIVAILLES SASU	France	December	Renewable energy business	100%	100%
CPES SABLE ROUGE SASU	France	December	Renewable energy business	-	100%
CPES SAINT ANGE SASU	France	December	Renewable energy business	100%	100%
CPES SEBENS SASU	France	December	Renewable energy business	100%	100%
CPES SUR L 'EPINE SASU	France	December	Renewable energy business	100%	100%
CPES TALLER SASU	France	December	Renewable energy business	100%	100%
CPES THUILIERES SASU	France	December	Renewable energy business	100%	100%
CPES TREMEGE SASU	France	December	Renewable energy business	100%	100%
CPES VILLAGE SOLAIRE SASU	France	December	Renewable energy business	100%	100%
CPES GOBELETS SAS	France	December	Renewable energy business	100%	100%
CPES CARRIERE DU LEVANT SAS	France	December	Renewable energy business	100%	100%
CPES NOUE LE LOUP SAS	France	December	Renewable energy business	100%	100%
CPES DEVANT LES CHAUMES SAS	France	December	Renewable energy business	100%	100%
CPES PIECES DES PREVOTS SAS	France	December	Renewable energy business	100%	100%
CPES BARRAIL SAS	France	December	Renewable energy business	100%	100%
CPES GRANDE LANDE SAS	France	December	Renewable energy business	100%	100%
CPES CARRON SAS	France	December	Renewable energy business	100%	100%
CSE AMPERE SARL	France	December	Renewable energy business	100%	100%
CSE ARMAND SARL	France	December	Renewable energy business	100%	100%
CSE DUNES SASU (formerly CSE GAULARD SASU)	France	December	Renewable energy business	100%	100%
CSE JOULE SASU	France	December	Renewable energy business	100%	100%
CSE LECLANCHE SARL	France	December	Renewable energy business	100%	100%
CSE PLANTE SARL	France	December	Renewable energy business	100%	100%
CSE KERLO SASU (formerly CSE TARASCON SASU)	France	December	Renewable energy business	100%	100%
CSE VOLTA SARL	France	December	Renewable energy business	100%	100%
CPES LASCOVENT SARL	France	December	Renewable energy business	100%	100%
Q Energy France SAS	France	December	Renewable energy business	100%	100%
CPES Hauteroche SASU (formerly PES LIGNE SOLAIRE HAUTE LANDE SAS)	France	December	Renewable energy business	100%	100%
NAUTILUS ENERGIES SAS	France	December	Renewable energy business	100%	100%
CEPE BOIS DE LA LONDE SASU	France	December	Renewable energy business	100%	100%

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Notes to the Consolidated Financial Statements

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Company	Locations	Closing month	Main business	Percentage of ownership	
				December 31, 2024	December 31, 2023
CPES REGEAUD SASU (formerly CPES LANDE DE MUSSET)	France	December	Renewable energy business	100%	100%
CPES Larrey des Vignes SASU	France	December	Renewable energy business	100%	100%
SPV LOCANERGY TWO SARL	France	December	Renewable energy business	100%	100%
CPES VIGORDANE FLOTTANT SASU	France	December	Renewable energy business	100%	100%
CPES MALAGA SASU	France	December	Renewable energy business	100%	100%
CPES EMOROTS SAS	France	December	Renewable energy business	100%	100%
CPES GARENNES SASU	France	December	Renewable energy business	100%	100%
CEPE MELUSINE SASU	France	December	Renewable energy business	100%	100%
CPES LA GRANDE GORGE SASU	France	December	Renewable energy business	100%	100%
CPES MOUCHIT SASU	France	December	Renewable energy business	100%	100%
CPES RADAR SAS	France	December	Renewable energy business	100%	100%
CPES SIGNORET SAS	France	December	Renewable energy business	100%	100%
CPES LES PLAINES de Haute Montagne SASU	France	December	Renewable energy business	100%	100%
CPES MAS THIBERT SAS	France	December	Renewable energy business	100%	100%
CPES CHENET SAS	France	December	Renewable energy business	100%	100%
CPES Volieres Charente SASU	France	December	Renewable energy business	100%	100%
CPES Volieres Deux Sevres SASU	France	December	Renewable energy business	100%	100%
CPES Montans SASU	France	December	Renewable energy business	100%	100%
CPES Saint-Lys SAS	France	December	Renewable energy business	100%	100%
CPES Volieres Sarraguzan SASU	France	December	Renewable energy business	100%	100%
CPES VALLEE SASU	France	December	Renewable energy business	100%	100%
CPES Cotes Des Vaux SAS	France	December	Renewable energy business	100%	100%
CPES Etang Des Communes SAS	France	December	Renewable energy business	100%	100%
CPES Prince SAS	France	December	Renewable energy business	100%	100%
CPES Vivier SAS	France	December	Renewable energy business	100%	100%
CPES Kroumirs SAS	France	December	Renewable energy business	100%	100%
CPES Sautonie SAS	France	December	Renewable energy business	100%	100%
Cret meuron Suisse GmbH	Switzerland	December	Renewable energy business	100%	100%
LASTRAFI POWER, S.L.	Spain	December	Renewable energy business	100%	100%
Whinfield High Grange Solar Farm Limited	United Kingdom	December	Renewable energy business	-	100%
WSE Bradley Road Ltd	United Kingdom	December	Renewable energy business	-	100%
QSUN 25 Sp. z o.o	Poland	December	Renewable energy business	-	100%
Q Energy Europe NL Development B.V.(formerly Tomorrow Energy Ontwikkelung 31 B.V.)	Netherlands	December	Renewable energy business	100%	100%
QEE Development NL21 B.V.(formerly Zonnepark de Weijer B.V.)	Netherlands	December	Renewable energy business	100%	100%
RENDE 1 S.R.L.	Italy	December	Renewable energy business	100%	100%

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Notes to the Consolidated Financial Statements

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Company	Locations	Closing month	Main business	Percentage of ownership	
				December 31, 2024	December 31, 2023
Q ENERGY APULIA SOLAR 1 S.R.L.	Italy	December	Renewable energy business	100%	-
QEE Solarpark Garwitz GmbH & Co. KG	Germany	December	Renewable energy business	100%	100%
QEE Solarpark Matzlow GmbH & Co. KG	Germany	December	Renewable energy business	100%	100%
QEE Solarpark Werneuchen GmbH & Co. KG	Germany	December	Renewable energy business	100%	100%
QEE Solarpark Zobersdorf GmbH & Co. KG	Germany	December	Renewable energy business	100%	100%
QEE Solarpark Rusterwerder GmbH & Co. KG	Germany	December	Renewable energy business	100%	100%
QEE Solarpark Kratzeburg GmbH & Co. KG	Germany	December	Renewable energy business	100%	-
QEE Solarpark Fuchsstadt GmbH & Co. KG	Germany	December	Renewable energy business	100%	-
QEE Solarpark Kienitz GmbH & Co. KG	Germany	December	Renewable energy business	100%	-
QEE Solarpark Hollstadt GmbH & Co. KG	Germany	December	Renewable energy business	100%	-
ALDGATE EAST INVESTMENTS, SL	Spain	December	Renewable energy business	-	70%
ALFAZ DIRECTORSHIP, SL	Spain	December	Renewable energy business	-	70%
ALQUIZAR INVESTMENTS, SL	Spain	December	Renewable energy business	-	70%
ANNAPURNA SERVICIOS EMPRESARIALES, SL	Spain	December	Renewable energy business	-	70%
BENIF INVESTMENTS, SL	Spain	December	Renewable energy business	-	70%
BURETE DIRECTORSHIP, SL	Spain	December	Renewable energy business	-	70%
CABUYA CORPORATE SERVICES, SL	Spain	December	Renewable energy business	-	70%
CANARY WHARF INVESTMENTS, SL	Spain	December	Renewable energy business	-	70%
CANNING TOWN INVESTMENTS, SL	Spain	December	Renewable energy business	-	70%
COMBA DIRECTORSHIP, SL	Spain	December	Renewable energy business	-	70%
CONVENT GARDEN INVESTMENTS, SL	Spain	December	Renewable energy business	-	70%
DICKSON SERVICIOS EMPRESARIALES, SL	Spain	December	Renewable energy business	-	70%
DONALLY CORPORATE SERVICES, SL	Spain	December	Renewable energy business	70%	70%
EMPER INVESTMENTS, SL	Spain	December	Renewable energy business	-	70%
ENDINO SERVICIOS EMPRESARIALES, SL	Spain	December	Renewable energy business	-	70%
Espardell Directorship, SL	Spain	December	Renewable energy business	-	70%
FAIRLEAD CORPORATE SERVICES, SL	Spain	December	Renewable energy business	-	70%
FFNEV DESARROLLORS ESPANA I, SL	Spain	December	Renewable energy business	-	70%
FFNEV DESARROLLORS ESPANA II, SL	Spain	December	Renewable energy business	-	70%
GARDAYA INVESTMENTS, SL	Spain	December	Renewable energy business	-	70%
KADOK CORPORATE SERVICES, SL	Spain	December	Renewable energy business	70%	70%
KAMPALA CORPORATE SERVICES, SL	Spain	December	Renewable energy business	70%	70%
MONTALBAN DIRECTORSHIP, SL	Spain	December	Renewable energy business	70%	70%
NEPAL SERVICIOS EMPRESARIALES, SL	Spain	December	Renewable energy business	70%	70%
NORWOOD CORPORATE SERVICES, S.L.	Spain	December	Renewable energy business	-	70%

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For the years ended December 31, 2024

Company	Locations	Closing month	Main business	Percentage of ownership	
				December 31, 2024	December 31, 2023
OTERO DIRECTORSHIP, SL	Spain	December	Renewable energy business	70%	70%
Aberdeen Corporate Services S.L.	Spain	December	Renewable energy business	100%	100%
Albany Directorship, S.L.	Spain	December	Renewable energy business	100%	100%
Amberes Corporate Services, S.L.	Spain	December	Renewable energy business	100%	100%
Appleton Corporate Services, S.L.	Spain	December	Renewable energy business	100%	100%
ARBECA SOLAR SLU	Spain	December	Renewable energy business	100%	100%
AZOR POWER SL	Spain	December	Renewable energy business	-	100%
BOLERO ENERGY, S.L.	Spain	December	Renewable energy business	100%	100%
CAPRICORNIO ENERGY, S.L.	Spain	December	Renewable energy business	100%	100%
CASTELLDANS SOLAR SLU	Spain	December	Renewable energy business	100%	100%
CASTELLNOU SOLAR SLU	Spain	December	Renewable energy business	100%	100%
Casoldep, S.L.U.	Spain	December	Renewable energy business	100%	100%
CLAVE DE SOL ENERGY, S.L.U	Spain	December	Renewable energy business	100%	100%
GALGO POWER, S.L.	Spain	December	Renewable energy business	100%	100%
GREEN RIC ENERGY, S.L.	Spain	December	Renewable energy business	100%	100%
HESTIA SUN, S.L.	Spain	December	Renewable energy business	100%	100%
IRON POWER ENERGY, S.L.U	Spain	December	Renewable energy business	100%	100%
ISIS SUN POWER S.L.	Spain	December	Renewable energy business	100%	100%
LEBREL POWER, S.L.	Spain	December	Renewable energy business	100%	100%
LINE ENERGY, S.L.U	Spain	December	Renewable energy business	-	100%
NUN SUN POWER S.L.	Spain	December	Renewable energy business	-	100%
PALOMA POWER, S.L.	Spain	December	Renewable energy business	100%	100%
PODENCO POWER, S.L.	Spain	December	Renewable energy business	100%	100%
REUS SOLAR SLU	Spain	December	Renewable energy business	100%	100%
SPRING POWER, S.L.	Spain	December	Renewable energy business	100%	100%
Taurus HoldCo. S.L.	Spain	December	Renewable energy business	100%	100%
Terrapower Global Energy, S.L.U.	Spain	December	Renewable energy business	100%	100%
Portas 523 Asset Management , SL	Spain	December	Renewable energy business	100%	100%
VALS ENERGY POWER, S.L.	Spain	December	Renewable energy business	100%	100%
VECIANA SOLAR SLU	Spain	December	Renewable energy business	100%	100%
QEE ATASCABURRAS, S.L.	Spain	December	Renewable energy business	100%	-
QEE REMOJON, S.L.	Spain	December	Renewable energy business	100%	-
QEE TORREZNILLO ENERGY, S.L.	Spain	December	Renewable energy business	100%	-
QEE PICHON, S.L.	Spain	December	Renewable energy business	100%	-
ALA Green LDA	Portugal	December	Renewable energy business	80%	80%

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Notes to the Consolidated Financial Statements

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Company	Locations	Closing month	Main business	Percentage of ownership	
				December 31, 2024	December 31, 2023
CASTEDO GREEN, LDA	Portugal	December	Renewable energy business	80%	80%
INCOGNITWORLD, LDA.	Portugal	December	Renewable energy business	100%	100%
INCOGNITWORLD 2, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	100%
INCOGNITWORLD 3, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	100%
INCOGNITWORLD 4, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	100%
INCOGNITWORLD 5, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	100%
Malhada Green S.A	Portugal	December	Renewable energy business	100%	100%
MALHADA GREEN 2, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	100%
QSUN PORTUGAL 2, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	100%
QSUN PORTUGAL 3, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	100%
QSUN PORTUGAL 4, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	100%
QSUN PORTUGAL 5, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	100%
QSUN PORTUGAL 6, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	100%
QSUN PORTUGAL 7, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	100%
VENTUS INCOGNITWORLD UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
VENTUS INCOGNITWORLD 2 UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
VENTUS INCOGNITWORLD 3 UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
VENTUS INCOGNITWORLD 4 UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
VENTUS INCOGNITWORLD 5 UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
VENTUS MALHADA GREEN UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
WIND MALHADA GREEN 1 UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
VENTUS MALHADA GREEN 2 UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
VENTUS QSUN PORTUGAL 1, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
VENTUS QSUN PORTUGAL 2, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
VENTUS QSUN PORTUGAL 3, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
VENTUS QSUN PORTUGAL 4, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
VENTUS QSUN PORTUGAL 5, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
VENTUS QSUN PORTUGAL 6, UNIPessoal LDA	Portugal	December	Renewable energy business	100%	-
PV Jagodne Sp. z.o.o.	Poland	December	Renewable energy business	100%	100%
ENVIRIA IPP DevCO1 GmbH & Co. KG	Germany	December	Renewable energy business	100%	100%
Enviria IPP DevCo 2 GmbH & Co. KG	Germany	December	Renewable energy business	100%	100%
ENVIRIA IPP DevCO3 GmbH & Co. KG	Germany	December	Renewable energy business	100%	100%
Bauernenergie Solarpark Illmersdorf UG Co.KG	Germany	December	Renewable energy business	100%	100%
Q ENERGY Germany Komplementär GmbH (formerly, KMPT Solarpark Verwaltung GmbH)	Germany	December	Renewable energy business	100%	100%

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Notes to the Consolidated Financial Statements

For the years ended December 31, 2024

(2) Changes of scope of consolidation

Subsidiaries newly included in the consolidation and excluded from the consolidation for the year ended December 31, 2024.

(i) Subsidiaries newly included in the consolidation for the year ended December 31, 2024, are as follows:

Company name	Reason
Q ENERGY Solutions SE	
Q ENERGY APULIA SOLAR 1 S.R.L.	
QEE Solarpark Kratzeburg GmbH & Co. KG	
QEE Solarpark Fuchsstadt GmbH & Co. KG	
QEE Solarpark Kienitz GmbH & Co. KG	
QEE Solarpark Hollstadt GmbH & Co. KG	
QEE ATASCABURRAS, S.L.	
QEE REMOJON, S.L.	Newly established for solar/wind power project development
QEE TORREZNILLO ENERGY, S.L.	
QEE PICHON, S.L.	
VENTUS INCOGNITWORLD UNIPESOAL LDA	
VENTUS INCOGNITWORLD 2 UNIPESOAL LDA	
VENTUS INCOGNITWORLD 3 UNIPESOAL LDA	
VENTUS INCOGNITWORLD 4 UNIPESOAL LDA	
VENTUS INCOGNITWORLD 5 UNIPESOAL LDA	
VENTUS MALHADA GREEN UNIPESOAL LDA	
WIND MALHADA GREEN 1 UNIPESOAL LDA	
VENTUS MALHADA GREEN 2 UNIPESOAL LDA	
VENTUS QSUN PORTUGAL 1, UNIPESOAL LDA	
VENTUS QSUN PORTUGAL 2, UNIPESOAL LDA	
VENTUS QSUN PORTUGAL 3, UNIPESOAL LDA	
VENTUS QSUN PORTUGAL 4, UNIPESOAL LDA	
VENTUS QSUN PORTUGAL 5, UNIPESOAL LDA	
VENTUS QSUN PORTUGAL 6, UNIPESOAL LDA	

(ii) Subsidiaries newly excluded from the consolidation for year ended December 31, 2024 are as follows:

Company name	Reason
Q ENERGY Solutions SE	
CEPE TERRIERS DE LA POINTE SARL	
CPES LES CROUZOURETS SARL	
CPES SABLE ROUGE SASU	
Whinfield High Grange Solar Farm Limited	Share sales
WSE Bradley Road Ltd	
QSUN 25 Sp. z o.o	
AZOR POWER SL	
LINE ENERGY, S.L.U	

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For the years ended December 31, 2024

NUN SUN POWER S.L.	
ALDGATE EAST INVESTMENTS, SL	
ALFAZ DIRECTORSHIP, SL	
ALQUIZAR INVESTMENTS, SL	
ANNAPURNA SERVICIOS EMPRESARIALES, SL	
BENIF INVESTMENTS, SL	
BURETE DIRECTORSHIP, SL	
CABUYA CORPORATE SERVICES, SL	
CANARY WHARF INVESTMENTS, SL	
CANNING TOWN INVESTMENTS, SL	
COMBA DIRECTORSHIP, SL	
CONVENT GARDEN INVESTMENTS, SL	Liquidation
DICKSON SERVICIOS EMPRESARIALES, SL	
EMPER INVESTMENTS, SL	
ENDINO SERVICIOS EMPRESARIALES, SL	
Espardeñ Directorship, SL	
FAIRLEAD CORPORATE SERVICES, SL	
FFNEV DESARROLLORS ESPANA I, SL	
FFNEV DESARROLLORS ESPANA II, SL	
GARDAYA INVESTMENTS, SL	
NORWOOD CORPORATE SERVICES, S.L.	

2. Basis of accounting

(1) Application of accounting standards

The consolidated financial statements of the Group have been prepared in accordance with IFRS accounting standards as issued by the International Accounting Standards Board (IASB).

The consolidated financial statements were authorized for issuance by the Board of Directors on May 12, 2025.

The consolidated financial statements have been prepared on a historical cost basis and the consolidated financial statements are presented in euros and all values in notes are rounded to the nearest thousand (€000), except when otherwise indicated.

(2) Functional and presentation currency

The financial statements of Q Energy Solutions SE (the controlling company) and each subsidiary are prepared in the functional currency of the economic environment in which respective operation takes place. These consolidated financial statements are presented in EURO, which is the controlling company's functional currency and the currency of the primary economic environment in which the Group operates.

(3) Use of estimates and judgements

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

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

1) Uncertainty in management's judgement and estimates and assumptions

Information about critical judgments and assumptions in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following note:

Note 1 – General- Details of subsidiaries: Whether the Group has de facto control over subsidiary;

Note 12 - Intangible Assets: Key assumptions of estimates applied to impairment testing of goodwill;

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Note 13 – Leases: Whether the exercisability of the option to extend the lease is reasonably certain;
Note 19 - Provisions: Key assumptions about the likelihood and magnitude of an outflow of resources;
Note 22 – Revenue: Performance obligations and revenue recognition policies
Note 28 - Recognition of deferred tax assets: The utilization of deductible temporary differences and tax loss; and

2) Measurement of fair value

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Group has an established control framework with respect to the measurement of fair values.

When determining the fair value of an asset or a liability, the Group uses market observable data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follow.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Group recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

3. Changes in accounting policies

(1) New and amended standards and interpretations

The Group applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2024 (unless otherwise stated). The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

The following amendments and interpretations apply for the first time in 2024 and had no impact on the consolidated financial statements of the Group:

- Amendments to IFRS 16 - Lease Liability in a Sale and Leaseback
- Amendments to IAS 1 - Classification of Liabilities as Current or Non-current
- Amendments to IAS 12 - International Tax Reform (Pillar II) and Deferred Tax
- Amendments to IAS 7 and IFRS 7 - Supplier Finance Arrangements

The amendments require the disclosure of 'material', rather than 'significant', accounting policies. The amendments also provide guidance on the application of materiality to disclosure of accounting policies, assisting entities to provide useful, entity-specific accounting policy information that users need to understand other information in the financial statements.

Furthermore, certain new and amended standards and interpretations have been published that are not mandatory for December 31, 2024, reporting periods and have not been early adopted by the Group (IFRS 18 - Presentation and Disclosure). The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective. The Group is currently evaluating the impact of these new or amended standards and interpretations that are issued and become effective for the 2025 annual reporting period.

Management reviewed the accounting policies and made updates to the information disclosed in Note 4 Material accounting policies in certain instances in line with the amendments.

(2) Standards issued but not yet effective

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

- Amendments to IAS 21 - Lack of exchangeability
- IFRS 18 Presentation and Disclosure in Financial Statements
- IFRS 19 Subsidiaries without Public Accountability
- Amendments to IFRS 9 and IFRS 7: Classification and Measurement of Financial Instruments
- Accounting Standards— Volume 11: Annual Improvements to IFRS
- Amendments to IFRS 9 and IFRS 7: Contracts Referencing Nature-dependent Electricity

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4. Material accounting policies

The material accounting policies applied by the Group in the preparation of its separate financial statements are included below and the Group has consistently applied the accounting policies to all periods presented in these consolidated financial statements, except for changes in accounting policies described in Note 3.

(1) Consolidation

1) Business combination involving entities or businesses under common control

The Group accounts for business combinations using the acquisition method when the acquired set of activities and assets meets the definition of a business and control is transferred to the Group. In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at a minimum, an input and substantive process and whether the acquired set has the ability to produce outputs.

The Group has an option to apply a 'concentration test' that permits a simplified assessment of whether an acquired set of activities and assets is not a business. The optional concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets.

The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognized in profit or loss immediately. Transaction costs are expensed as incurred. The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognized in profit or loss.

2) Non-controlling interests

Non-controlling interests ("NCI") are measured at their proportionate share of the acquiree's identifiable net assets at the acquisition date.

Each item of net profit for the year and other comprehensive income are attributable to the owners of the controlling company and non-controlling interests, and total comprehensive income is allocated to both the owners of the parent company and the non-controlling interests, regardless of any negative non-controlling interest.

The non-controlling interest arising from the consolidation of special purpose companies with finite lives is recognized as other financial liabilities, as there is no unconditional right to avoid payment to the counterparty upon liquidation of these companies. Changes in other financial liabilities are recognized in profit or loss.

3) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions (except gains (losses) on foreign currency translation), are eliminated. Unrealized gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

(2) Translation of foreign currency

1) Functional and presentation currency

The financial statements of the controlling company and each subsidiary are prepared in the currency ("functional currency") of the economic environment in which respective operation takes place. These consolidated financial statements are presented in EURO (EUR), which is the controlling company's functional currency.

2) Translation to the presentation currency

The financial performance and financial position of each individual subsidiary with a functional currency different from the presentation currency of the Group are translated into the Group's presentation currency using the following method.

(i) Assets and liabilities are translated using the closing exchange rates as of the reporting period end date.

(ii) Income and expense in comprehensive income statement are translated using average exchange rate during the period. However, if such average exchange rates do not reasonably approximate the overall cumulative effect of exchange rates on transaction dates, they are translated using the exchange rates on the respective transaction dates.

(iii) The foreign exchange differences arising from the translations described in (i) and (ii) above are recognized in other comprehensive income.

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4. Material accounting policies, Continued

(3) Cash and cash equivalents

The Group classifies investment assets with maturity within three months from the acquisition date that are readily convertible into a known amount of cash as cash and cash equivalents. Equity investments are excluded from cash equivalents unless they are, in substance, cash equivalents, for example in the case of preferred shares acquired within a short period of their maturity and with a specified redemption date.

(4) Inventories

The cost of inventories shall comprise all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. In addition, considering the specification of industry, Inventory is also consisted with the cost of project purchase and solar/wind park development which is land securing, grid connection guarantee fee and various authorisation costs, as well as local municipality's development tax.

Inventories are measured at the lower of cost and net realizable value. The amount of any write-down of inventories to net realizable value and all losses of inventories are recognized as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realizable value, are recognized as a reduction in the amount of inventories recognized as an expense in the period in which the reversal occurs.

(5) Non-derivative financial assets

1) Recognition and initial measurement

The Group initially recognizes trade receivables and debt securities issued on the date on which they are originated. Other financial assets and financial liabilities are recognized on trade date, which is the date on which the Group becomes a party to the contractual provisions of the instrument.

2) Classification and subsequent measurement

Financial assets - Business model assessment

The Group makes an assessment of the objective of a business model in which an asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. In assessing business model, even if the removal requirements are not met for reasons such as the right of recourse, if the transfer of financial assets occurs to a third party, it is considered a sale.

Financial assets - Assessment of whether contractual cash flows are solely payments of principal and interest (SPPI).

In assessing whether the contractual cash flows are SPPI, the Group considers the contractual terms of the instrument. This includes

assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition.

In making the assessment, the Group considers:

- contingent events that would change the amount and timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets. (e.g. non-recourse features)

3) Impairment of financial assets

The Group conducts regular ongoing assessment on:

- financial assets measured at amortized cost (e.g. 'cash and cash equivalents' and 'trade and other receivables');
- contract assets defined by IFRS 15.

The Group applies practical expedient that measures loss allowance at expected credit loss for entire period for trade receivables or contract assets that are arising from transactions within scope of IFRS 15 of the Group.

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4. Material accounting policies, Continued

(6) Property, plant and equipment

All items of property, plant and equipment are initially recorded at cost. The cost of property, plant and equipment includes expenditures arising directly from the construction or acquisition of the asset, any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management and the initial estimate of the costs of dismantling and removing the item and restoring the site on which it is located.

Subsequent to initial recognition, an item of property, plant and equipment shall be carried at its cost less any accumulated depreciation and any accumulated impairment losses.

Property, plant and equipment, except for land, are depreciated on a straight-line basis over estimated useful lives that appropriately reflect the pattern in which the asset's future economic benefits are expected to be consumed.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized net within other income in profit or loss.

The estimated useful lives of the Group's property, plant and equipment are as follows:

	Estimated useful lives (Years) (Unchanged to prior year)
Buildings	30
Machinery	20 ~ 40
Vehicles	5
Tools and equipment	3 ~ 5
Other property, plant and equipment ("Other PP&Es")	1 ~ 10

The Group applies cost model for subsequent measurement of property, plant and equipment, and applies to each type of the property, plant and equipment consistently.

Subsequent expenditures are capitalized only when it is probable that the economic benefits associated with the expenditure will flow to the Group.

(7) Intangible assets

Intangible assets are measured initially at cost and, subsequently, are carried at cost less accumulated amortization and accumulated impairment losses.

Amortization of intangible assets is calculated on a straight-line basis over the estimated useful lives of intangible assets, as described below, with nil residual value from the date that they are available for use. Amortization periods and the amortization methods for intangible assets with finite useful lives are reviewed at the end of each reporting period. The estimated useful lives of the Group's intangible assets are as follows:

	Estimated useful lives (Years) (Unchanged to prior year)
Intellectual property rights	5 ~ 20
Contract Value	20 (*)
Software	10

(*) Contract value is identified and acquired as a part of business acquisition and PPA and amortization shall begin when the asset is available for use, ie when it is in the location and condition necessary for it to be capable of operating in the manner intended by management, which is not achieved yet as 31 December 2024. Hence it has not been amortized but expensed or impaired based on the underlying project disposition.

(8) Borrowing costs

The Group capitalizes borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset. Other borrowing costs are recognized in expense as incurred. A qualifying asset is an asset that requires a substantial period of time to get ready for its intended use or sale. Financial assets and inventories that are manufactured or otherwise produced over a short period of time are not qualifying assets. Assets that are ready for their

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intended use or sale when acquired are not qualifying assets.

To the extent that the Group borrows funds specifically for the purpose of obtaining a qualifying asset, the Group determines the amount of borrowing costs eligible for capitalization as the actual borrowing costs incurred on that borrowing during the period less any investment income on the temporary investment of those borrowings. To the extent that the Group borrows funds generally and uses them for the purpose of obtaining a qualifying asset, the Group shall determine the amount of borrowing costs eligible for capitalization by applying a capitalization rate to the expenditures on that asset. The capitalization rate shall be the weighted average of the borrowing costs applicable to the borrowings of the Group that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs that the Group capitalizes during a period shall not exceed the amount of borrowing costs incurred during that period.

(9) Impairment of non-financial assets

The carrying amounts of the Group's non-financial assets, other than assets arising from employee benefits, inventories, deferred tax assets and non-current assets held for sale, are reviewed at the end of the reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill and intangible assets that have indefinite useful lives or that are not yet available for use, irrespective of whether there is any indication of impairment, are tested for impairment annually by comparing their recoverable amount to their carrying amount.

If it is impossible to measure the individual recoverable amount of an asset, then the Group estimates the recoverable amount of cash-generating unit ("CGU"). A CGU is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. The value in use is estimated by applying a proper discount rate that reflect current market assessments of the time value of money and the risks specific to the asset or CGU for which estimated future cash flows have not been adjusted, to the estimated future cash flows expected to be generated by the asset or CGU.

An impairment loss is recognized in profit or loss if the carrying amount of an asset or a CGU exceeds its recoverable amount.

Goodwill acquired in a business combination is allocated to each CGU that is expected to benefit from the synergies arising from the goodwill acquired. Any impairment identified at the CGU level will first reduce the carrying amount of goodwill and then be used to reduce the carrying amount of the other assets in the CGU on a pro rata basis. Except for impairment losses in respect of goodwill which are never reversed, an impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount shall not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

(10) Investment property

Property held for the purpose of earning rentals or benefiting from capital appreciation is classified as investment property. Investment property is initially measured at its cost. Transaction costs are included in the initial measurement. Subsequently, investment property is carried at depreciated cost less any accumulated impairment losses.

Subsequent costs are recognized in the carrying amount of investment property at cost or, if appropriate, as separate items if it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing are recognized in profit or loss as incurred.

Investment property except for land, are depreciated on a straight-line basis over 5~60 years as estimated useful lives.

Depreciation methods, useful lives and residual values are reviewed at the end of each reporting date and adjusted, if appropriate. The change is accounted for as a change in an accounting estimate.

(11) Leases

If a contract contains multiple lease and non-lease components, the Group allocates the contract consideration to each lease component based on their relative standalone prices as of the commencement date or modification effective date. However, for the leases of property the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate is difficult to determine, the Group's incremental borrowing rate. The Group determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

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The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, if the Group changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'other debts' in the statement of financial position.

The Group has elected not to recognize right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Group recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

(12) Provisions

Provisions are recognized when the Group has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The risks and uncertainties that inevitably surround many events and circumstances are taken into account in reaching the best estimate of a provision. Where the effect of the time value of money is material, provisions are determined at the present value of the expected future cash flows.

Where some or all of the expenditures required to settle a provision are expected to be reimbursed by another party, the reimbursement shall be recognized when, and only when, it is virtually certain that reimbursement will be received if the entity settles the obligation. The reimbursement shall be treated as a separate asset.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimates. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed.

(13) Finance income and finance costs

The Group's finance income and finance costs include:

- interest income;
- interest expense;

The Group classifies interest and dividends received as cash flows from operating activities on the statement of cashflows.

(14) Income taxes

The Group applies the average tax rate when calculating deferred tax for temporary differences. However, the marginal tax rate is applied if the difference between deferred tax calculated based on the expected marginal tax rate and the average tax rate is not important.

(15) Revenue from contracts with customers

The Group's accounting policies relating to revenue from contracts with customers are described in Note 22.

(16) Restricted Stock Unit (RSU)

RSU is measured at the fair value at the grant date for the Restrictive Stock Units, while cash compensation linked with the share price is measured at the closing price at the end of every reporting period. Share-based payments granted every year are entirely under the condition that the employee work for more than six months in the fiscal year in which the grant date falls within. The details are described in Note 30.

(17) Segment reporting

An operating segment is an area of an entity that engages in business activities from which it earns income and can incur expenses, and for which separate financial information is available.

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The operating profit or loss of an operating segment is periodically reviewed by the company's chief decision-maker in order to make decisions about allocating resources to this segment and assessing its earning capacity.

The Group offers the development and construction of renewable energy power plants and manages the Group on the basis of key performance indicators as a whole. The business is not divided into segments. The Group therefore does not prepare segment reports.

5. Financial risk management

(1) Financial risk factors

The finance department of the Group organizes access to domestic and international financial markets and monitors and manages financial risks related to the Group's operations through an internal risk report that analyzes the extent and magnitude of each risk. These risks include market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk.

(i) Market risk

(a) Foreign exchange risk

The Group's foreign exchange risk arises when future forecast transactions and recognized assets and liabilities are denominated in a currency other than the functional currency, and the major foreign currencies for which the exchange position occurs are USD, GBP and PLN.

The Group selects the foreign exchange risk management policy of each Group by considering the nature of the business and the existence of measures to cope with the exchange rate fluctuation risk of each Group being connected. In addition, the Group regularly evaluates, manages and reports the risks of foreign exchange exposure, using the foreign exchange risk management model, so that the maximum amount of loss for foreign exchange risk exposure is within the allowable range.

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD and GBP exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities.

<i>In thousands of EUR</i>	Change in USD rate (USD/EUR)	Effect on profit Before tax
2024	+5%	-
	-5%	-
2023	+5%	(1,354)
	-5%	+1,354
	Change in GBP rate (GBP/EUR)	Effect on profit Before tax
2024	+5%	(239)
	-5%	+239
2023	+5%	(437)
	-5%	+437
	Change in PLN rate (PLN/EUR)	Effect on profit Before tax
2024	+5%	(48)
	-5%	+48
2023	+5%	(28)
	-5%	+28

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5. Financial risk management, Continued

(b) Interest rate risk

Interest rate risk is the risk that future changes in market interest rates will result in changes in interest income and interest costs, such as deposits and borrowing, mainly from deposits and borrowing in variable interest terms.

The goal of the Group's interest rate risk management is to maximize the value of the entity by seeking to minimize the uncertainty of interest rate changes and net interest costs.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Group's profit before tax is affected through the impact on floating rate borrowings, as follows:

<i>In thousands of EUR</i>	Increase/decrease In basis points	Effect on profit Before tax
2024	+25	(909)
	-25	909
2023	+25	(741)
	-25	741

(ii) Credit risk

The Group is exposed to credit risk that could result in financial loss to the other party due to the failure of one of the parties to the financial instrument to fulfil its obligations. The management of the Group is dealing with customers whose credit rating is above a certain level in order to manage credit risk. When a contract is made with a new customer, the Group evaluates the customer's creditworthiness by using financial information and information provided by the credit rating agency and determines the credit limit based on this.

The Group's maximum exposure to credit risk is the carrying amount of all financial assets (excluding equity instruments), which include cash and cash equivalents deposited at financial institutions and trade receivables, other receivables and contract assets. Aging analysis for trade receivables and other receivables is disclosed in Note 6 and credit risk assessment was performed for the carrying amount of all financial assets to determine allowances to be recognized.

(iii) Liquidity risk

The Group constantly monitors liquidity forecasts to enable that the unused borrowing is maintained at an appropriate level and that it does not violate the borrowing limit or agreement to meet the demand for operating funds.

The forecast for liquidity considers those requirements when there are external legislation or legal requirements, such as the Group's financing plans, compliance with agreements, target financial ratios within the Group and restrictions on currencies. As of 31 December 2024, breach of contract on the fulfilment of financial covenants of the parent company relevant to Net Debt / EBITDA ratio happened with the ratio 25.3:1 by not maintaining it less than or equal to 5:1, and the details are mentioned in Note 15. Financial liabilities. This breach of financial covenant constitutes an event of default under the loan agreement and the loan is immediately due and payable, which leads Q Energy Solutions SE and therefore the Group being dependent on financial support under the comfort letter of the parent company as described in Note 31. Going Concern.

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(a) Expected cash flows of liabilities by maturity

Maturity of cash flows analysis of liabilities according to their remaining maturities as of December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	December 31, 2024			
	Within 1 year	1 to 5 years	Over 5 years	Total
Borrowings (*1)	461,082	-	-	461,082
Bond (*1)	3,245	220,738	-	223,984
Currency swap derivatives	4,334	8,669	-	13,004
Trade payables and other payables	90,254	145	680	91,079
Other financial liabilities (*2)	3,832	28,621	-	32,454
	<u>562,747</u>	<u>258,174</u>	<u>680</u>	<u>821,603</u>

(*1) Includes projected cash flows of related interest expense.

(*2) Projected cash flows from accrued interest and interest expense from lease liabilities are not included.

<i>In thousands of EUR</i>	December 31, 2023			
	Within 1 year	1 to 5 years	Over 5 years	Total
Borrowings (*1)	88,978	398,384	45,650	533,012
Trade payables and other payables	62,510	-	-	62,510
Other financial liabilities (*2)	3,120	24,526	-	27,646
	<u>154,608</u>	<u>422,910</u>	<u>45,650</u>	<u>623,168</u>

(2) Capital Risk Management

The Group's capital management objective is to sustain the ability, as a going concern, to consistently deliver profits to shareholders and other stakeholders and to maintain a robust capital structure to reduce the cost of capital.

The Group uses the debt-to-equity ratio as an indicator to manage capital. This ratio is calculated by dividing total debt by total equity. Total debt and total equity are presented in the consolidated financial statements as "total liabilities" and "total equity," respectively.

The debt-to-equity ratio of the Group as of December 31, 2024 and 2023 is as follows:

<i>In thousands of EUR</i>	December 31, 2024	December 31, 2023
Liabilities (A)	846,297	641,224
Equity (B)	703,683	814,895
Debt Ratio (A/B)	120.27%	78.69%

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6. Trade receivables and other receivables

(1) Trade receivables and other receivables as of December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	December 31, 2024		December 31, 2023	
	Current	Non-current	Current	Non-current
Trade receivables	13,991	-	23,480	-
Allowances for doubtful accounts	(367)	-	-	-
Less : present value discount	-	-	-	-
	<u>13,624</u>	<u>-</u>	<u>23,480</u>	<u>-</u>
Other receivables	46,107	-	71,633	-
Allowances for doubtful accounts	-	-	-	-
Less : present value discount	-	-	-	-
	<u>46,107</u>	<u>-</u>	<u>71,633</u>	<u>-</u>
	<u>59,731</u>	<u>-</u>	<u>95,113</u>	<u>-</u>

(2) The aging analysis of trade receivables and other receivables as of December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	December 31, 2024		December 31, 2023	
	Trade receivables	Other receivables	Trade receivables	Other receivables
Receivables not past due:	5,936	40,123	19,384	71,633
Past due but not impaired (*1):				
Less than 3 months	2,037	130	-	-
Less than 6 months	132	1,305	-	-
Less than 1 year	1,575	4,549	-	-
Over 1 year	3,944	1	4,096	-
Total	<u>13,624</u>	<u>46,107</u>	<u>23,480</u>	<u>71,633</u>

(*1) The above classification of non-impaired receivables is the result of the individual assessment.

7. Other financial assets

(1) Other financial assets as of December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	December 31, 2024		December 31, 2023	
	Current	Non-current	Current	Non-current
Financial instruments	2,766	-	618	-
Loans	211	-	307	-
Deposits	-	-	2,455	19,403
Guarantee Money	-	3,635	-	-
Accrued Income	783	-	-	-
others	-	-	75	-
	<u>3,760</u>	<u>3,635</u>	<u>3,455</u>	<u>19,403</u>

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8. Other assets

Other assets as of December 31, 2024 and 2023 are as follows:

In thousands of EUR

	December 31, 2024		December 31, 2023	
	Current	Non-current	Current	Non-current
Advance payments	43,877	-	22,689	-
Prepaid expenses	7,858	-	5,419	452
Contract assets	100,680	-	189,315	-
Prepaid value-added tax and others	35,944	-	26,872	-
	<u>188,359</u>	<u>-</u>	<u>244,295</u>	<u>452</u>

9. Inventories

Inventories as of December 31, 2024 and 2023 are as follows:

In thousands of EUR

	December 31, 2024			December 31, 2023		
	Cost	Valuation reserve	Book value	Cost	Valuation reserve	Book value
Finished goods	-	-	-	-	-	-
Work in process	410,743	-	-	259,884	-	259,884
	<u>410,743</u>	<u>-</u>	<u>-</u>	<u>259,884</u>	<u>-</u>	<u>259,884</u>

The loss in valuation of inventories included in cost of sales in the consolidated statement of comprehensive income for the year ended December 31, 2024, amounts to EUR 2,590 thousand. No inventory valuation loss was recorded in the prior period.

10. Investment property

(1) Investment properties as of December 31, 2024 and 2023 are as follows:

In thousands EUR

	December 31, 2024			December 31, 2023		
	Acquisition cost	Accumulated depreciation	Book value	Acquisition cost	Accumulated depreciation	Book value
Land	4,475	-	4,475	4,805	-	4,805
	<u>4,475</u>	<u>-</u>	<u>4,475</u>	<u>4,805</u>	<u>-</u>	<u>4,805</u>

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(2) Changes in investment property for the years ended December 31, 2024 and 2023 are as follows:

In thousands of EUR

	2024			
	Land	Buildings	Structures	Total
Balance on January 1, 2024	4,805	-	-	4,805
Sold	(330)	-	-	(330)
Balance on December 31, 2024	<u>4,475</u>	<u>-</u>	<u>-</u>	<u>4,475</u>

In thousands of EUR

	2023			
	Land	Buildings	Structures	Total
Balance on January 1, 2023	523	-	-	523
Acquisition	4,282	-	-	4,282
Balance on December 31, 2023	<u>4,805</u>	<u>-</u>	<u>-</u>	<u>4,805</u>

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11. Property, Plant, and Equipment

(1) Property, Plant and Equipment as of December 31, 2024 and 2023 are as follows:

In thousands EUR

	December 31, 2024			December 31, 2023		
	Acquisition cost	Accumulated depreciation	Book value	Acquisition cost	Accumulated depreciation	Book value
Land	-	-	-	-	-	-
Buildings	286	(25)	261	255	(14)	241
Machineries	2,263	(1,811)	452	23,297	(4,222)	19,075
Vehicles	7	(2)	5	5	(5)	-
Tools and equipment	3,813	(2,860)	953	3,584	(2,494)	1,090
Others	-	-	-	-	-	-
Construction in progress	409	-	409	437	-	437
	<u>6,777</u>	<u>(4,699)</u>	<u>2,079</u>	<u>27,578</u>	<u>(6,735)</u>	<u>20,843</u>

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11. Property, Plant, and Equipment, Continued

(3) Changes in property, plant and equipment for the years ended December 31, 2024 and 2023 are as follows:

In thousands of EUR

	2024							Total
	Land	Buildings	Machineries	Vehicles	Tools and equipment	Other property, plant and equipment	Construction in progress	
Balance on January 1, 2024	-	241	19,075	-	1,090	-	437	20,843
Acquisition	-	31	-	5	345	-	456	838
Transfers	-	-	-	-	-	-	(371)	(371)
Disposal/Sold	-	-	(18,211)	-	-	-	(114)	(18,325)
Depreciation	-	(11)	(412)	-	(483)	-	-	(906)
Replacement	-	-	-	-	-	-	-	-
Balance on December 31, 2024	-	261	452	5	953	-	408	2,079

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For the years ended December 31, 2024

11. Property, Plant, and Equipment, Continued

In thousands of EUR

	2023							
	Land	Buildings	Machineries	Vehicles	Tools and equipment	Other property, plant and equipment	Construction in progress	Total
Balance on January 1, 2023	-	251	23,675	-	1,125	879	-	25,930
Acquisition	-	-	427	-	478	-	437	1,342
Transfers	-	-	-	-	107	(107)	-	-
Disposal	-	-	(4,069)	-	-	(772)	-	(4,841)
Depreciation	-	(10)	(958)	-	(620)	-	-	(1,588)
Balance on December 31, 2023	-	241	19,075	-	1,090	-	437	20,843

Q ENERGY SOLUTIONS SE AND SUBSIDIARIES
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11. Property, Plant and Equipment, Continued

(3) Property, Line items which include depreciation expenses of property, plant and equipment for the years ended December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	<u>2024</u>	<u>2023</u>
Cost of Sales	196	1,144
Selling and administrative expenses	458	444
	<u>654</u>	<u>1,588</u>

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12. Intangible Assets

(1) Intangible Assets as of December 31, 2024 and 2023 are as follows:

In thousands EUR

	December 31, 2024			December 31, 2023		
	Acquisition cost	Accumulated amortisation	Book value	Acquisition cost	Accumulated amortisation	Book value
Goodwill	607,199	-	607,199	604,842	-	604,842
Industrial property rights	850	(850)	-	1	(1)	-
Contract Value	110,156	(136)	110,020	122,655	(95)	122,560
Other intangible assets	5,028	(733)	4,295	4,046	(239)	3,807
	<u>723,233</u>	<u>(1,719)</u>	<u>721,514</u>	<u>731,544</u>	<u>(335)</u>	<u>731,209</u>

(2) Changes in intangible assets for the years ended December 31, 2024 and 2023 are as follows:

In thousands of EUR

	2024					
	Goodwill	Industrial property rights	Prospecting rights/ Development rights	Contract Value	Other intangible assets	Total
Balance on January 1, 2024	604,842	-	-	122,560	3,807	731,209
Addition	-	-	-	-	613	613
Disposal	-	-	-	(8,704)	-	(8,704)
Amortization	-	-	-	(40)	(497)	(537)
Impairment loss	-	-	-	(3,795)	-	(3,795)
Others	2,357	-	-	-	371	2,728
Balance on December 31, 2024	<u>607,199</u>	<u>-</u>	<u>-</u>	<u>110,020</u>	<u>4,294</u>	<u>721,514</u>

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12. Intangible Assets, Continued

(2) Changes in intangible assets for the years ended December 31, 2024 and 2023 are as follows, continued

In thousands of EUR

	2023					Total
	Goodwill	Industrial property rights	Prospecting rights/ Development rights	Contract Value	Other intangible assets	
Balance on January 1, 2023	605,672	355	108	151,069	23	757,227
Acquisition	-	-	-	-	3,980	3,980
Disposal	-	-	-	(26,375)	-	(26,375)
Amortization	-	-	-	-	(196)	(196)
Impairment loss	-	-	-	(2,134)	-	(2,134)
Others	(831)	(355)	(108)	-	-	(1,293)
Balance on December 31, 2023	604,842	-	-	122,560	3,807	731,209

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12. Intangible Assets, Continued

(3) Goodwill Impairment

1) Goodwill is monitored by the management at the operating segment level (cash-generating units or group of cash-generating units). The following is a summary of goodwill allocation of each operating segment:

<i>In thousands of EUR</i>	December 31, 2024	December 31, 2023
Q Energy Europe GmbH	15,330	12,973
Q Energy Mediterranee SAS	591,869	591,869
	<u>607,199</u>	<u>604,842</u>

2) The recoverable amounts of all cash generating units (groups) have been determined based on value-in-use calculations which are estimated on financial budgets approved by management covering a five-year period or net fair value which is the price in an active market less disposal cost. All assumptions related to the calculations are as follows:

	Q Energy Europe GmbH	Q Energy Mediterranee SAS
	2024	2024
Profit to turnover ratio (*1)	3.52%	7.15%
Growth of sales ratio (*2)	97.65%	34.20%
Discount rate (*3)	6.04%	5.86%
Terminal growth rate	1.0%	1.0%

(*1) The average profit to turnover ratio in order to predict the cash flow in the future.

(*2) The average growth of annual sales in order to predict the cash flow in the future.

(*3) The discount rate reflecting specific risks associated with the CGU and country, including corporate tax.

3) As a result of impairment test on goodwill, it is judged that the carrying amounts of Q Energy Europe GmbH and Q Energy Mediterranee SAS' cash-generating units (CGUs) are not expected to exceed their recoverable amounts.

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13. Lease

(1) Changes in right-of-use assets for the years ended December 31, 2024 and 2023 are as follows:

In thousands of EUR

	2024				
	Land	Buildings	Vehicles	Others	Total
Balance at January 1, 2024	13,404	13,128	716	5	27,254
Additions	2,639	5,407	682	-	8,728
Disposals	(1,504)	-	(6)	-	(1,510)
Depreciation	(541)	(2,446)	(447)	(5)	(3,441)
Balance at December 31, 2024	<u>13,998</u>	<u>16,088</u>	<u>945</u>	<u>-</u>	<u>31,031</u>

In thousands of EUR

	2023				
	Land	Buildings	Vehicles	Others	Total
Balance at January 1, 2023	-	14,670	583	12	15,266
Additions	13,620	1,937	474	-	16,031
Disposals	-	(1,127)	-	-	(1,127)
Depreciation	(216)	(2,352)	(341)	(7)	(2,916)
Balance at December 31, 2023	<u>13,404</u>	<u>13,128</u>	<u>716</u>	<u>5</u>	<u>27,254</u>

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13. Lease, Continued

(2) Profit and expenses recognized for the years ended December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	<u>2024</u>	<u>2023</u>
Depreciation of right-of-use assets	2,899	2,913
Interest expense of lease liabilities	1,894	1,202
Expenses of short-term leases	1,709	584
Expenses of leases of low value assets	-	-
Expenses of variable lease payments not included in lease liabilities measures	-	-

Total cash outflows for lease contract for the year ended December 31, 2024, are EUR 5,365 thousand (2023: EUR 4,260 thousand).

(3) The classification of liquidity of lease liabilities as of December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	<u>December 31, 2024</u>	<u>December 31, 2023</u>
Current liabilities	3,833	3,120
Non-Current liabilities	28,621	24,527
	<u>32,454</u>	<u>27,647</u>

14. Trade payables and other payables

Trade payables and other payables as of December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	<u>December 31, 2024</u>		<u>December 31, 2023</u>	
	<u>Current</u>	<u>Non-current</u>	<u>Current</u>	<u>Non-current</u>
Trade payables	55,733	-	39,006	-
Other payables	34,522	825	23,504	-
	<u>90,255</u>	<u>825</u>	<u>62,510</u>	<u>-</u>

15. Financial liabilities

(1) Borrowings as of December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	<u>December 31, 2024</u>		<u>December 31, 2023</u>	
	<u>Current</u>	<u>Non-current</u>	<u>Current</u>	<u>Non-current</u>
Borrowings from financial institutions	447,337	-	43,247	382,000
Borrowings from related party	-	-	27,083	-
Bond	-	210,991	-	-
	<u>447,337</u>	<u>210,991</u>	<u>70,330</u>	<u>382,000</u>

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15. Financial liabilities, Continued

(2) Borrowings in details as of December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	Interest	Maturity	2024	2023
Non-current borrowings in local currency	-	-	-	425,247
Current borrowings in local currency	3,958% ~ 4,665%	01.03.2025	447,337	-
Bond (*)	1,490%	06.08.2027	210,991	-
Less: Reclassification of current portion			-	(43,247)
			<u>658,328</u>	<u>382,000</u>

(*1) The Group has issued Green Bond of CHF 200 million in SIX Swiss Exchange on 5th of August in 2024 with guarantee from The Export-Import Bank of Korea and the parent company, Hanwha Solutions Corporation and agents from BNP Paribas (Suisse) SA and UBS AG for the purpose of the Group's development and construction cost. The bond matures in 3 years and the coupon and Interest payment dates are 1.490%, payable annually on 6 August, with the first interest payment to be made on 6 August 2025.

(3) Other financial liabilities as of December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	December 31, 2024		December 31, 2023	
	Current	Non-current	Current	Non-current
Lease liabilities	3,832	28,621	3,120	24,526
Currency swap derivatives	-	2,482	-	-
	<u>3,832</u>	<u>31,103</u>	<u>3,120</u>	<u>24,526</u>

(4) Changes in liabilities arising from financing activities

<i>In thousands of EUR</i>	January 1, 2024	Cashflows	F/X movement	Reclassification	Others	December 31, 2024
Borrowings	382,000	(38,000)	-	(344,000)	-	-
Current portion of borrowings	70,330	33,007	-	344,000	-	447,337
Bond	-	213,230	(2,239)	-	-	210,991
Currency swap derivatives	-	-	2,482	-	-	2,482
Lease liabilities	27,646	(5,365)	-	-	10,173	32,454
Total liabilities from financing activities	<u>479,976</u>	<u>202,872</u>	<u>243</u>	<u>-</u>	<u>10,173</u>	<u>693,264</u>

<i>In thousands EUR</i>	January 1, 2023	Cashflows	F/X Movement	Reclassification	New Lease	December 31, 2023
Borrowings	175,000	250,000	-	(43,000)	-	382,000
Current portion of borrowings	101,394	(73,800)	(264)	43,000	-	70,330
Lease liabilities	15,469	(4,260)	-	-	16,440	27,646
Total liabilities from financing activities	<u>291,863</u>	<u>171,940</u>	<u>(264)</u>	<u>-</u>	<u>16,440</u>	<u>479,976</u>

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15. Financial liabilities, Continued

(5) Fulfilment of financial covenant

K-Sure ECA loan

This loan has been drawn down under Korea Trade Insurance Corporation Export Credit Agency facility and the parent company (Hanwha Solutions Corporation) is the guarantor of the loan. The loan is repayable over 5 years but due to breach of contract on the fulfilment of financial covenant, the outstanding amount of principal and interest of EUR 344 million as of 31 December 2024 has been classified as current liabilities.

The K-Sure ECA loan is subject to the following covenants:

- The Guarantor shall maintain, as at the end of each Testing Period, on a consolidated basis, a ratio of Total Liability to Net Worth of less than or equal to 2.5:1.
- The Guarantor shall maintain, in respect of each Testing Period, Total Net Debt on the last day of that Testing Period to EBITDA for that Testing Period of less than or equal to 5:1.
- The borrower (Q Energy Solutions SE) to maintain its financial indebtedness less than 10% of the borrower's total consolidated assets

As of 31 December 2024, breaches of contract on the fulfilment of financial covenants of the parent company relevant to Net Debt / EBITDA ratio happened with the ratio 25.3:1 by not maintaining it less than or equal to 5:1 rebased on Hanwha Solutions Corporation's audited financial statements due to the worsened Chemical market situation and limited profit margin in renewable business. The borrower also breached the indebtedness covenant in 2024 due to the issuance of CHF 200 million Green Bonds. The Group received a covenant waiver pertain to the borrower covenant that remains effective until the repayment of the Green Bond in 2027. However, Hanwha Solutions Corporation's net debt to EBITDA ratio remains subject to review every six months. This breach of financial covenant of the parent company to maintain Net Debt / EBITDA ratio in relation to the testing period ending 31 December 2024 constitutes an event of default under the loan agreement and the loan is immediately due and payable, which leads Q Energy Solutions SE and therefore the Group being dependent on financial support under the comfort letter of the parent company as described in Note 31. Going Concern.

16. Derivative

As of the end of 2024, the derivative contracts held or obligated by the company and the details of such contracts are as follows.

(i) Currency Swap Agreement

As of the end of 2024, the company has entered into 1 currency swap derivative to hedge foreign exchange risk related to foreign currency bond and to maximize the hedging effect. The details of the currency swap contract are as follows:

The total contract amount of CHF 200 million, the Company receives interest yearly at a rate of 1.49% in CHF and pays interest in EUR at 3.48% based on the contract exchange rate. At the contract maturity date, the total contract amount of CHF 200 million is purchased at the contract exchange rate of 1.07 EUR/CHF.

In thousands

Financial Institution	Contract Date	Maturity Date	Contract Amount	CHF Interest Income	EUR Interest Expense	Exchange Rate	Currency Swap Asset	Currency Swap Liability
Standard Chartered Bank (Korea)	5.8.2024	6.8.2027	CHF 200,000	1.490%	3.480%	1.07	-	EUR 2,482

The fair value of the derivatives is determined using the valuation details provided by the bank at the end of each month.

As of the end of 2024, the fair value of the currency swap contract held by the Company amounts to EUR 2,482 thousand. The cumulative unrealized loss from valuation of the currency swap transactions as of the end of 2024 is EUR 2,482 thousand. The cumulative realized loss from the currency swap transactions as of the end of 2024 is EUR 297 thousand.

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17. Fair value

(1) Fair value of financial instruments by category

In thousands of EUR

	December 31, 2024		December 31, 2023	
	Book value	Fair value (*)	Book value	Fair value (*)
Financial assets				
Cash and cash equivalents	114,223	114,223	38,074	38,074
Trade receivables and other receivables	59,731	59,731	95,113	95,113
Other financial assets	7,416	7,416	3,455	3,455
	<u>181,370</u>	<u>181,370</u>	<u>136,642</u>	<u>136,642</u>
Financial liabilities				
Trade payables and other payables	90,255	90,255	62,510	62,510
Bond	210,991	210,991	-	-
Borrowings	447,337	447,337	452,330	452,330
Other financial liabilities				
Derivative liabilities	2,482	2,482	-	-
Lease liabilities	32,455	32,455	27,646	27,646
	<u>783,520</u>	<u>783,520</u>	<u>542,486</u>	<u>542,486</u>

(*) Acquisition costs were measured at fair values for trade receivables, other receivables where the difference between fair value and acquisition cost is not important.

(2) Fair value hierarchy

Financial instruments that are measured at fair values are separated by hierarchy level and defined levels are as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs to an asset or liability that are observable either directly (e.g., price) or indirectly (e.g., derived from price), except for the quoted price included in Level 1.
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Financial instruments that are measured at fair values by hierarchy level as of December 31, 2024 are as follows:

In thousands of EUR

	December 31, 2024			
	Level 1	Level 2	Level 3	Total
Recurring fair value measurements:				
Derivative liabilities	-	2,482	-	2,482

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18. Other liabilities

(1) Other liabilities as of December 31, 2024 and 2023 are as follows:

In thousands of EUR

	December 31, 2024		December 31, 2023	
	Current	Non-current	Current	Non-current
Withholdings	290	-	199	-
Value-added tax payables	430	-	1,935	-
Accrued expense	9,528	-	7,600	-
Contract liabilities	18,493	-	55,578	-
	<u>28,741</u>	<u>-</u>	<u>65,312</u>	<u>-</u>

(2) Contract assets and contract liabilities as of December 31, 2024 and 2023 are as follows:

In thousands of EUR

	December 31, 2024	December 31, 2023
Contract assets		
Amount due from customers for contract work	100,680	194,477
Contract liabilities		
Amount due to customers for contract work	18,493	55,578

The amount recognized as revenue in 2024 related to contract liabilities from 2023 amounts to EUR 53,254 thousand.

19. Provisions

(1) Provisions as of December 31, 2024 and 2023 are as follows:

In thousands of EUR

	December 31, 2024		December 31, 2023	
	Current	Non-current	Current	Non-current
Provision for rehabilitation	300	-	300	179
Provision for litigation	3,259	-	115	-
Provision for onerous contracts	-	1,074	-	553
Others	-	-	35	-
	<u>3,559</u>	<u>1,074</u>	<u>450</u>	<u>732</u>

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19. Provisions, Continued

(3) Changes in provisions for the years ended December 31, 2024 and 2023 are as follows:

In thousands of EUR

	Provisions for product warranties	Provisions for rehabilitation	Provisions for litigation	Provision for onerous contracts	Provisions for others	Total
Balance on January 1, 2024	-	479	115	553	35	1,182
Additional Set-up	-	-	3,144	3,906	-	7,050
Use	-	-	-	(3,385)	-	(3,385)
Reversal	-	-	-	-	(35)	(214)
Changes in scope of consolidation	-	(179)	-	-	-	-
Balance on December 31, 2024	-	300	3,259	1,074	-	4,633

In thousands of EUR

	Provisions for product warranties	Provisions for rehabilitation	Provisions for litigation	Provision for onerous contracts	Provisions for others	Total
Balance on January 1, 2023	2,374	57	-	-	460	2,891
Additional Set-up	-	422	115	1,683	-	2,220
Use	-	-	-	(1,130)	-	(1,130)
Reversal	(2,374)	-	-	-	(425)	(2,799)
Changes in scope of consolidation	-	-	-	-	-	-
Balance on December 31, 2023	-	479	115	553	35	1,182

20. Capital Stock and Surplus

(1) Capital stock as of December 31, 2024 and 2023 are as follows:

In thousands of EUR, except for share data

	December 31, 2024	December 31, 2023
	Common shares	Common shares
Number of authorized shares (in shares)	12,292	11,825
Par value per share (in EUR)	1	1
Number of issued shares (in shares)	12,292	11,825
Capital stock	12,292	11,825

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(2) Changes in the number of outstanding shares for the years ended December 31, 2024 and 2023 are as follows:

<i>(In shares)</i>	2024	2023
	Common shares	Common shares
Balance at January 1	11,824,793	11,824,793
New shares issuance	467,601	
Balance at December 31	<u>12,292,394</u>	<u>11,824,793</u>

(3) Capital surplus as of December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	December 31, 2024	December 31, 2023
Paid-in capital in excess of par value	898,906	864,373
	<u>898,906</u>	<u>864,373</u>

21. Retained Earnings

Retained earnings as of December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	December 31, 2024	December 31, 2023
Statutory reserves	11,103	8,746
Retained earnings	(218,418)	(69,960)
	<u>(207,315)</u>	<u>(61,214)</u>

22. Revenue

(1) Revenue of non-financial business for the year ended December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	2024	2023
Sales – construction	130,840	219,890
Sales – development	(*) (9,597)	144,808
Others	2,013	2,585
	<u>123,257</u>	<u>367,283</u>

(*) Development revenue was adjusted due to the changes of an article 28.3 of Royal Decree-Law 8/2023 which is the 5th administrative milestone being considered met for the access permit holders for electricity generation which triggered the revision of the whole projects' construction schedule and resulted the delay of COD schedule for 10 months to 22 months. Applying this schedule changes, the contract price was revalued from EUR 47,433 thousand to EUR 10,527 thousand in accordance with IFRS 15.21(b).

Revenue from single external customers amount to 10% or more of the Group's revenues is EUR 29,949 thousand and EUR 25,678 thousand from respective customers in 2024, and EUR 111,607 thousand, EUR 68,866 thousand and EUR 48,025 thousand in 2023.

For both 2024 and 2023, all revenue was generated in Europe and no revenue was generated from Germany but other countries.

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Notes to the Consolidated Financial Statements
For the years ended December 31, 2024

(2) Performance obligations and Revenue Recognition Policies

Revenue is measured based on the consideration promised in a contract with a customer. The Group recognizes revenue when it transfers control over a good or service to a customer.

The following table provides information about the nature and timing of the satisfaction of performance obligations in contracts with customers, including significant payment terms, and the related revenue recognition policies:

Goods/Services Details	The nature of goods or services, timing of performance obligations, significant payment terms	Revenue Recognition Policies
Development revenue	The solar and wind projects held by the Group in the form of Special Purpose Companies (SPCs) transfer control when ownership is transferred to the customer. In accordance with the payment terms of each project contract, invoices are issued.	The Group considers these sales as sales of goods and recognizes revenue when control is transferred to the customer upon fulfilment of the performance obligation.
Construction sales	The Group performs solar and wind power plant construction projects on customers' land according to contracts with customers and recognizes revenue using the percentage of completion method. Invoices are issued throughout the contracted period, and when reaching a certain progress milestone or specific milestone, the Group issues invoices related to milestone payments to the customer. Unbilled amounts are recognized as contract assets, classified as receivables upon invoicing to the customer, and if the invoiced amount exceeds the revenue recognized up to that point according to the cost-to-cost method, the difference is recognized as contract liabilities (excess billings).	Revenue arising from contracts with customers is recognized over the period of performance obligation based on the percentage of completion method according to the cost input method. The Group allocates the construction margin to development based on the market study in accordance with IFRS 15.

23. Cost of Sales

Cost of sale of non-financial business for the year ended December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	2024	2023
Cost of goods sold - construction	138,211	192,436
Cost of goods sold - development	53,431	141,727
Others	1,030	778
	<u>192,672</u>	<u>334,941</u>

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Notes to the Consolidated Financial Statements
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24. Selling and Administrative Expenses

Selling and administrative expenses for the years ended December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	2024	2023
Salaries	19,252	17,167
Welfare Expenses	9,271	5,485
Rental Expenses	1,710	584
Entertainment Expenses	157	241
Depreciation	459	444
Amortization	534	196
Depreciation on right-of-use assets	2,899	2,913
Taxes and Dues	896	698
Advertising Expenses	812	1,105
Travel Expenses	1,587	1,284
Communication Expenses	1,688	835
Supplies Expenses	298	330
amount to be paid to subcontractor	4,261	4,817
repair expenses	576	798
insurance expenses	713	740
Service Fees	1,204	939
Bad Debt Expenses	367	-
Training Expenses	76	1,037
Others	1,309	1,226
	<u>48,069</u>	<u>40,838</u>

Q ENERGY SOLUTIONS SE AND SUBSIDIARIES
Notes to the Consolidated Financial Statements
For the years ended December 31, 2024

25. Expenses by Nature

Details of expenses by nature for the years ended December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	<u>2024</u>	<u>2023</u>
Inventory Use	185,112	333,557
Employee benefits	26,812	17,773
Welfare Expenses	9,271	5,485
Rental expenses	1,710	584
Depreciation of right-of-use assets	3,441	2,916
Depreciation	906	1,588
Amortization	537	196
Transportation & Warehouse expenses	46	48
Utility expenses	492	107
Amount to be paid to subcontractor	4,261	4,817
Taxes and Dues	896	698
Others	<u>7,258</u>	<u>8,009</u>
Total (*)	<u><u>240,742</u></u>	<u><u>375,778</u></u>

(*) The total amount is the sum of cost of sales and selling and administrative expenses in the consolidated financial statements of comprehensive income.

Q ENERGY SOLUTIONS SE AND SUBSIDIARIES
Notes to the Consolidated Financial Statements
For the years ended December 31, 2024

26. Other Non-Operating Income and Expenses

(1) Other non-operating income for the years ended December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	2024	2023
Gain on foreign currency transactions	1,538	69
Gain on foreign currency translations	3,118	817
Gains on disposal of right-of-use assets	26	
Others	313	1,451
	<u>4,995</u>	<u>1,451</u>
Total	<u><u>4,995</u></u>	<u><u>2,337</u></u>

(2) Other non-operating expenses for the years ended December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	2024	2023
Loss on foreign currency transactions	1,699	148
Loss on foreign currency translations	764	143
Impairment loss on intangible assets	3,795	2,134
Impairment loss on rights-of-use asset	1	-
Loss on disposal of intangible assets	1	-
Other bad debt expenses	-	24
Commissions (non-operating)	6,453	1,362
Donations	10	57
Others	736	1,107
	<u>13,459</u>	<u>1,107</u>
Total	<u><u>13,459</u></u>	<u><u>4,975</u></u>

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For the years ended December 31, 2024

27. Financial Income and Expenses

(1) Financial income for the years ended December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	2024	2023
Interest income	3,465	931
	<u>3,465</u>	<u>931</u>

(2) Financial expenses for the years ended December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	2024	2023
Loss on valuation of derivatives	2,483	-
Loss on transactions of derivatives	297	-
Interest expense	25,697	24,931
	<u>28,477</u>	<u>24,931</u>

28. Income Tax Expense

On 23 May 2023, the International Accounting Standards Board (the Board) issued International Tax Reform – Pillar Two Model Rules – Amendments to IAS 12 which clarify that IAS 12 applies to income taxes arising from tax law enacted or substantively enacted to implement the Pillar Two model rules published by the OECD, including tax law that implements Qualified Domestic Minimum Top-up Taxes. The Group has adopted these amendments. As part of the implementation of the OECD's Pillar 2 framework for a global minimum tax, the mandatory registration in Germany was duly completed on February 28, 2025, by Hanwha Q Cells GmbH (a subsidiary of the parent company), acting as the group's designated filing entity in Germany.

According to the relevant regulations, the obligation to prepare and submit a minimum tax return only applies to multinational enterprise groups with consolidated annual revenues of at least EUR 750 million. Since Q Energy Solutions SE does not exceed this revenue threshold, the company is exempt from the obligation to prepare a Pillar 2 minimum tax return for the 2024 financial year.

(1) Income tax expense for the years ended December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	2024	2023
Current income tax:		
Current income taxes (*)	685	691
Adjustments for prior years	-	-
	<u>685</u>	<u>691</u>
Deferred income tax:		
Changes of temporary differences	(3,135)	(7,127)
Income tax charged directly to equity	-	-
Income tax expense (income)	<u>(2,450)</u>	<u>(6,436)</u>

(*) The Group adjusts income tax expense due to Corporate Income Refund Tax to current income tax.

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For the years ended December 31, 2024

28. Income Tax Expense, Continued

(2) The actual income tax expense on the Group's profit before income tax, which differs from the amount that is computed using the tax calculated at the weighted average of annual corporate income tax rate (30.18%) applied to profits of consolidated entities, For the years ended December 31, 2024 and 2023 are as follows:

<i>In thousands of EUR</i>	<u>2024</u>	<u>2023</u>
Profit (loss) before income tax	(150,961)	(35,133)
Income tax based on statutory tax rate	<u>(45,288)</u>	<u>(10,603)</u>
Adjustments:		
Tax effect of foreign tax jurisdiction	-	691
Current year losses for which no deferred tax assets were recognized	<u>42,838</u>	<u>3,476</u>
	<u>-</u>	<u>-</u>
	<u>(2,450)</u>	<u>(6,436)</u>

(3) Changes in deferred income tax for the years ended December 31, 2024 and 2023 are as follows:

	<u>Balance at January 1, 2024</u>	<u>Profit or loss</u>	<u>Other comprehensive income</u>	<u>Equity</u>	<u>Changes in scope of consolidation</u>	<u>Balance at December 31, 2024</u>
Unused tax losses	10,633	(220)	-	-	-	10,413
Contract value	<u>(31,623)</u>	<u>3,271</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(28,352)</u>
	<u>(20,990)</u>	<u>3,051</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(17,939)</u>

	<u>Balance at January 1, 2023</u>	<u>Profit or loss</u>	<u>Other comprehensive income</u>	<u>Equity</u>	<u>Changes in scope of consolidation</u>	<u>Balance at December 31, 2023</u>
Unused tax losses	4,853	5,780	-	-	-	10,633
Contract value	<u>(38,282)</u>	<u>6,659</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(31,623)</u>
	<u>(33,429)</u>	<u>12,439</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>(20,990)</u>

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29. Commitments and Contingencies

Contingent liabilities

The Group acquired various SPVs from Spain and Portugal PV plant developers, thereby obtained control but not as a business combination but an asset acquisition (inventories). As of 2024, additional EUR 117.5 million for Spain and EUR 84.7 million for Portugal are expected to be paid depending on the completion of development and the group expects that the amount will be paid from 2025 to 2031 upon the achievement of milestone conditions. As of 2023, it was EUR 194.0 million for Spain and EUR 69.1 million for Portugal from 2024 to 2031.

30. Related Parties

(1) Details of related parties as of December 31, 2024 are as follows:

Description	Company name
Ultimate parent company	Hanwha Corporation
Parent company	Hanwha Solutions Corporation
Associates/Joint ventures of the parent company	Gobokjumin Taeyanggwangbaljeon Co., Ltd. Smile ventures Co., Ltd. H2 Co., Ltd Ulsan Complex City Development Co., Ltd. HANJU CORPORATION HANWHA Eagles Professional Baseball Club RE100 Solar Factory 1 Co., Ltd. H-Heritage Co.,Ltd. YEOCHUN NCC Co., Ltd. EaglesEnergy Co.,Ltd DaNAgreen CO., LTD. Hanwha Connect Co., Ltd. Hanwha Impact Corporation Hanwha Hotels and Resort Co., Ltd. HANWHA FUND INVESTMENT 2 HO 174 POWER GLOBAL RETAIL CORPORATION(formerly, 174 Power Global Retail, LLC) Ampcera Inc Bioluminescence Ventures Fund I, L.P BPQC HOLDCO PARENT LLC CONIGLIO TAX EQUITY PARTNERSHIP, LLC Finless Foods Inc. GRANSOLAR ATOTONILCO, S.A. DE C.V. GRANSOLAR OCOTLAN, S.A. DE C.V. Gulf Advanced Cables Insulation Company Hanwha Offshore North America LLC Hanwha Futureproof Corp H Properties TMK HSP TW TE, LLC Ideal-Qcells, LLC International Polymers Company JV Cooke Solar, LLC Lakeshore East Retail LLC Parcel O LLC Premium Hirafu Properties TMK Q.ENEST Holdings CO.,Ltd.(formerly, LENEX Holdings Co.,Ltd.) REC Silicon ASA Simply Foods Inc. Sunergetic Alkmaar B.V Sunergetic Zaandam B.V
Conglomerate (*1)	Seoulyeokbukbuyeoksegwon Development Co. SIT Tech CO., Ltd.

Q ENERGY SOLUTIONS SE AND SUBSIDIARIES
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	Yeosu sea world corporation
	Ilsan sea world corporation
	HANWHA 63 CITY CORPORATION
	Hanwha Estate Service Co., Ltd.
	Hanwha Foodtech Co.,Ltd.(formerly, The Tastable Co., Ltd)
	Hanwha aqua planet
	Eco E&O corporation
	Jeju Ocean Science Museum Corporation
	Carrot Co., Ltd
	HANWHA LIFE LAB Co., Ltd.
	HANWHA ROBOTICS CO.,LTD.
	Hanwha Momentum Co.,Ltd.
	Hanwha Life Financial Service Co, Ltd.
	HANWHA LIFE INSURANCE CO., LTD.
	Hanwha General Insurance Co., Ltd.
	HANWHA I&A Co., Ltd.
	HANWHA SYSTEMS Co., Ltd.
	Hanwha Ocean Co., Ltd.
	Hanwha Energy Corporation
	HANWHA AEROSPACE CO., LTD.
	Hanwha Asset Management Co., Ltd.
	Hanwha Precision Machinery Co., Ltd.
	HANWHA TOTAL ENERGIES PETROCHEMICALS Co., Ltd.
	HANWHA INVESTMENT AND SECURITIES CO., LTD.
	Hanwha Power System Co. Ltd.
	Hanwha Next Co, Ltd.
	Hanwha Intelligence Co., LTD.
	DEOKYANG ENERGEN
	Enterprise Blockchain Co., Ltd.
	Hanwha REIT Co., Ltd.
	Hanwha Galleria Timeworld Co., Ltd.
	Hanwha B&B Co,LTD
	Hanwha Vision CO., LTD(formerly, HANWHA TECHWIN CO., LTD.)
	HANWHA GALLERIA CORPORATION and others
Conglomerate (*1)	Hanwha Ocean (Shandong) Co., Ltd.
	174 Power Global, LLC
	DP Real Estate America LLC
	HANWHA AERO ENGINES.,LTD
	Hanwha Aerospace USA
	Hanwha Asset Management (USA) Ltd.
	HANWHA DEFENSE USA,INC.
	Hanwha Energy Australia Pty. Ltd.
	Hanwha Energy Corporation Europe S.L.
	Hanwha Energy Corporation Japan
	Hanwha Energy Corporation Singapore Pte. Ltd.
	Hanwha Energy USA Holdings Corporation
	Hanwha Europe GmbH
	Hanwha Futureproof LLC
	Hanwha Impact Partners INC
	Hanwha Power Systems Americas, Inc.
	Hanwha Power Systems (Shanghai) Co.,LTD
	Hanwha Solar Power USA Corp.
	Hanwha Systems USA Corporation
	Hanwha Techwin Automation Americas, Inc.
	HQC Tatanka Wi Solar Power Generation Station, LLC
	Oberon Solar IA, LLC
	Oberon Solar IB, LLC
	Silver Peak Solar LLC
	TransGrid Energy LLC
	Hanwha Energy Retail Investment Spain S.L.U
	Power Systems Mfg., LLC
	Hanwha Japan CO.,LTD.(formerly, Hanwha Q CELLS Japan Co., Ltd)
	Hanwha Power Systems Holdings, Corp.

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174 Power Global Retail Texas, LLC
HANWHA CONVERGENCE USA CORP.(formerly, SIT TECH Co., Ltd.)
Hanwha Energy Retail Australia Pty Ltd
Hanwha Energy Retail Spain S.L.U
Hanwha Q CELLS Australia Pty Ltd.
REC Silicon Inc
QUANTUM ENERGIA VERDE, S.L.U.
HANWHA VISION AMERICA, INC.(formerly, HANWHA TECHWIN AMERICA, INC.) and others

30. Related Parties, Continued

(1) Details of related parties as of December 31, 2024 are as follows, continued:

Description	Company name
Subsidiaries of the parent company	Gyeonggi Yongin Techno Valley Co., Ltd. Gimhae Techno Valley Co., Ltd. West Ochang Techno Valley Co., Ltd. Anseong Techno Valley H-Valley Co., Ltd. H-Techno Valley Co.,Ltd. H Techno Logistics Co., Ltd. The Second Yong In Techno Valley Co, Ltd The Third Yong In Techno Valley Co, Ltd Insight Holdings Co,Ltd KSP 1ho Co.,Ltd. KSP 2ho Co.,Ltd. KSP 3ho Co.,Ltd. KSP 4ho Co.,Ltd. Hanwha B&B Co., Ltd. Hanwha e-ssential Co., Ltd. (formerly, WOS Inc.) REC Data Center Co., Ltd. HCC Holdings Co., Ltd. Anseong Techno Logistics Co., Ltd. Hanwha Chemical Trading (Shanghai) Co., Ltd. Hanwha Chemical Overseas Holdings, Co., Ltd. Hanwha Compound Co., Ltd. Hanwha Global Asset Corporation Hanwha NxMD Co., Ltd. Hanwha Advanced Materials Corporation Hanwha City Development Co., Ltd. Hanwha Savings Bank Co., Ltd. Goheung Q Power Solarfarm 1 Co., Ltd. Youngam Q Power Solarfarm 1 Co.,Ltd. Hi-pass Solar Corporation Hadong Haetpinnaum Taeyanggwangbalkeon Co., Ltd. HAMC Holdings Corp. Hanwha International Corp. Hanwha Chemical Malaysia Sdn. Bhd. HANWHA CHEMICAL INDIA PRIVATE LIMITED Hanwha Chemical (Thailand) Co., Ltd. Hanwha Q CELLS Co., Ltd.

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HANWHA SOLUTIONS USA HOLDINGS CORPORATION
HHR Development B GK
Hanwha Cimarron Europe GmbH
Hanwha Solutions Insight Holdings Corporation
Hanwha Solutions Japan G.K.
H-SUMMIT
Hanwha Q CELLS Americas Holdings. Corp.
Hanwha Holdings(USA),Inc. (*1)

Hanwha Holdings(USA).Inc.

Hanwha International LLC (*1)
Hanwha Village Market, LLC (*1)
Hanwha Parcel O LLC (*1)
Hanwha Machinery Americas, Inc. (*1)
Hanwha Property USA LLC (*1)
Hanwha PVPLUS LLC (*1)
Hanwha West Properties LLC (*1)
Universal Bearings LLC (*1)

Hanwha Q CELLS Americas Holdings. Co

Hanwha Q CELLS USA, INC.
Hanwha Q Cells Georgia, Inc
HES America Ltd.
Axia Solar Corp.
EnFin Corp.
EnFin Residential Solar Finance HoldCo LLC
EnFin Residential Solar Finance I LLC
EnFin Residential Solar Finance II LLC
EnFin TPO HoldCo, LLC
Qcells Service Solutions, LLC
Hanwha Q CELLS America Inc.
Hanwha Q Cells Technologies, Inc. (formerly, Growing Energy Labs, Inc.)
Hanwha Q CELLS America Project Holdings LLC
Hanwha Q CELLS Canada, Corp.
HQCA Energy Solutions LLC
VGES Project LLC
HAU Cheshire Project LLC
HAU Newington Project LLC
HQCA Grid Equity LLC
Alondra Foods Project, LLC
5 CUT ROAD SOLAR PROJECT LLC
1050 DAY HILL RD PROJECT, LLC
QCELLS FEDERAL SOLUTIONS, LLC
28909 AVE WILLIAMS PROJECT, LLC
84000 TERRA LAGO PKWY PROJECT, LLC
220 MARK LN SOLAR PROJECT, LLC
HQCA CLEAN ENERGY SERVICES, LLC
Forest Ave Energy Storage 1 LLC
Forest Ave Energy Storage 2 LLC
40 Norwich Rd ESS Project LLC

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East Broadway Alton Solar Project, LLC
Hanwha Q CELLS USA Corp.
HSESM American Union LLC
HSESM LeGrandUHS LLC
HSESM PlanadaES LLC
HSEA HVES, LLC
HQ MEX, LLC
HQC Maywood, LLC
Solar Monkey 1, LLC
Solar Monkey 2, LLC
Kalaeloa Renewable Energy Park, LLC
Hanwha Q CELLS Servicios Comerciales, S DE RL DE CV
HANWHA Q CELLS US O&M LLC
Johnson City Solar, LLC
Johnson City Storage, LLC
Plateau Solar, LLC
Plateau Storage, LLC
Purvis Solar, LLC
Purvis Storage, LLC
Rippey Solar Holdings, LLC
CONIGLIO SOLAR CLASS B, LLC
Coniglio Solar Holdings, LLC
Kellam Solar Holdings, LLC
Deergrass Energy Storage LLC
Ponderosa Energy Storage LLC
Ryegrass Energy Park LLC
Staghorn Energy Storage LLC
Muddy Creek Energy Park LLC
Neptune Solar Energy Park LLC
HQC Solar Holdings 1, LLC
Fairway Storage LLC
Bracero Pecan Storage LLC
Wagon Wheel Energy Storage LLC
Saloon Energy Storage LLC (formerly, Sundown Storage, LLC)
Tucannon River Solar LLC
SAPPHIRE ENERGY STORAGE, LLC
RUBY ENERGY STORAGE, LLC
GEMMA ENERGY STORAGE, LLC
DAPHNE ENERGY STORAGE, LLC
CRYSTAL ENERGY STORAGE, LLC
CORAL ENERGY STORAGE, LLC
Nerano Energy Storage, LLC
Viburnum Energy Storage, LLC
Highbush Energy Storage, LLC
Carver Solar I, LLC
Copper Storage LLC
Galibier Storage LLC
URSA SOLAR, LLC
POLARIS SOLAR, LLC
ARCAS SOLAR, LLC

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Moffett Solar II, LLC
White Pine Grove Solar, LLC
TC Colorado Solar, LLC
BHS Solar II, LLC
Dandelion Energy Park, LLC
Mariposa Energy Park, LLC
Midfield Solar and Storage LLC
Blacks Creek Energy Center, LLC
Martha Fields Energy Center, LLC
Widgeon Flats Energy Center, LLC
Atlas Solar V, LLC
Atlas Solar VI, LLC
Atlas Solar X, LLC
Atlas Solar XI, LLC
Project Bolt Holdco LLC
Lavender Storage Project LLC
Daffodil Storage Project LLC
Viola Storage Project LLC
Taormina Storage Project LLC
Garnet Solar Power Generation Station 1, LLC (*1)
HQC Rock River Solar Holdings LLC (*1)
HQC Rock River Solar Power Generation Station LLC (*1)
FLEXRACK by Qcells LLC (formerly, Solar FlexRack LLC)
QCELLS ENABLE LLC
Abbot Solar, LLC
Bartlett JFK Solar, LLC
Bartlett Newark Solar, LLC
BNS Willow Solar, LLC
Brainum Solar, LLC
Carco Solar, LLC
CDG BNS 136, LLC
CDG BNS Commerce, LLC
CDG Forest Mall, LLC
CDG Innovo Queens, LLC
CDG Liberty Distributors, LLC
CDG MRP 136, LLC
Fairview Solar, LLC
Linden Solar, LLC
Maurice Solar, LLC
WPL10 Solar, LLC
WPL4 Solar, LLC
Project Astro Holdco LLC
Hanwha Q CELLS EPC USA, LLC
HESAL System Solutions USA LLC
HQ MEXICO HOLDINGS S DE RL DE CV
HQ MEXICO Solar I S DE RL DE CV
HQ MEXICO Solar II S DE RL DE CV

Hanwha NxMD Corporation

Hanwha NxMD (Thailand) Co., Ltd.

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Insight Holdings. Co., Ltd

InsightRooftopSolar 5ho co.,Ltd.

InsightRooftopSolar 6ho co.,Ltd.

Hanwha Advanced Materials Corporation

Hanwha Advanced Materials America LLC (*1)

Hanwha Advanced Materials Beijing Co., Ltd.

Hanwha Advanced Materials Chongqing Co., Ltd.

Hanwha Advanced Materials Europe, s.r.o.

Hanwha Advanced Materials Georgia Inc.

Hanwha Advanced Materials Germany GmbH

Hanwha Advanced Materials Holdings USA LLC (*1)

Hanwha Advanced Materials Mexico S. De R.L. De C.V. (*1)

Hanwha Advanced Materials USA Corp. (*1)

Hanwha America Development Inc.

Hanwha AZDEL, Inc. (*1)

HCC HOLDINGS CORPORATION

Hanwha Chemical (Ningbo) Co., Ltd.

Hanwha International Corp.

Garnet Solar Power Generation Station 1, LLC (*1)

Hanwha Holdings (USA), Inc. (*1)

Hanwha International LLC (*1)

Hanwha Machinery Americas, Inc. (*1)

Hanwha Parcel O LLC (*1)

Hanwha Property USA LLC (*1)

Hanwha PVPLUS LLC (*1)

Hanwha Village Market, LLC (*1)

Hanwha West Properties LLC (*1)

HQC Rock River Solar Holdings LLC (*1)

HQC Rock River Solar Power Generation Station LLC (*1)

Universal Bearings LLC (*1)

HAMC Holdings Corp.

Hanwha Cimarron LLC

HANWHA SOLUTIONS USA HOLDINGS CORPORATION

SHC FF INV LLC

SHC LIBRA INV LLC

SHC NAM INV LLC

SHC NOV INV LLC

SHC ZIP INV LLC

SHC AMP INV LLC

SHC BIO INV LLC

Hanwha Solutions Insight Holdings Corporation

HSIH NHH INV LLC

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Hanwha Q CELLS Co., Ltd.

CE Cell Engineering GmbH
DES Energy PV1 GmbH
DES Energy PV 2 GmbH & Co.KG
DES Energy Kom GmbH
Hanwha Q CELLS (Nantong) Co., Ltd.
Hanwha Q CELLS (Qidong) Co., Ltd.
Hanwha Q CELLS Chile SPA
Hanwha Q CELLS France SAS
Hanwha Q CELLS GmbH
Hanwha Q CELLS Hong Kong Limited
Hanwha Q CELLS Investment Co., Ltd.
Hanwha Q CELLS Malaysia Sdn. Bhd.
HANWHA Q CELLS SOLAR POWER SDN. BHD.
Hanwha Q CELLS Technology (Shanghai) Co., Ltd.
Hanwha Q CELLS Til Til Uno SPA
Sunergetic Holding B.V.
Hanwha Q CELLS Turkey
Hanwha Solar Electric Power Engineering Co., Ltd.
Hanwha Solarone(beipiao)Co.,Ltd
Hanwha SolarOne (Laiyang) Co., Ltd.
Hanwha SolarOne GmbH
Hanwha SolarOne Investment Holding Ltd.
Hanwha SolarOne Power Generation (Wuxi) Co., Ltd.
Huoqiu Hanrui New Energy Power Generation Co., Ltd.
LYNQTECH GmbH
Q CELLS DO BRASIL CONSULTORIA EMPRESARIAL LTDA
Q Power Solution GmbH (formerly, SFH Solarpark GmbH)

Sunergetic Holding B.V.

Sunergetic IP B.V.
Sunergetic Maintenance B.V.
Sunergetic B.V.
Zelfopwekken.nl B.V
Sunergetic Venlo B.V.
Sunergetic Delft B.V.

(*1) Although these companies are not applicable to related parties defined in IAS 24 Paragraph 9, a group of large-size affiliates designated by the Korea Fair Trade Commission are classified as related parties according to the resolution by the Securities & Futures Commission in accordance with substantial relationship defined in IAS 24 Paragraph 10.

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30. Related Parties, Continued

(2) Transactions with related parties for the years ended December 31, 2024 are as follows:

In thousands of EUR, USD

Company name	2024	
	Sales	Purchase
Parent company:		
Hanwha Solutions Corporation	€ 552	6,557
	\$ -	(80)
Subsidiaries of the parent company:		
HANWHA SYSTEMS Co., Ltd.	€ -	757
Hanwha Q CELLS GmbH	€ -	443
Hanwha Q CELLS USA Corp	\$ -	29
Hanwha Q Cells Georgia, Inc	\$ -	456
Hanwha Energy Corporation Europe	€ 36	-

In thousands of EUR, USD

Company name	2023	
	Sales	Purchase
Parent company:		
Hanwha Solutions Corporation	€ -	5,363
	\$ -	269
Subsidiaries of the parent company:		
HANWHA SYSTEMS Co., Ltd.	€ -	2,075
Hanwha Q CELLS GmbH	€ 305	2,508
Hanwha Q CELLS USA Corp.	\$ -	103

(3) Outstanding receivables and payables from transactions with related parties as of December 31, 2024 and 2023 are as follows:

In thousands of EUR, USD

	December 31, 2024					
	Receivables			Payables		
	Accounts receivable	Loans	Other receivables	Accounts payable	Borrowings	Other payables
Parent company:						
Hanwha Solutions Corporation	€ -	-	-	-	-	10,574
	\$ -	-	-	-	-	188
Subsidiaries of the parent company:						
Hanwha Q CELLS GmbH	€ -	-	15	-	-	-
HANWHA SYSTEMS Co., Ltd.	€ -	-	-	-	-	100

Q ENERGY SOLUTIONS SE AND SUBSIDIARIES
Notes to the Consolidated Financial Statements
For the years ended December 31, 2024

In thousands of EUR, USD

	December 31, 2023					
	Receivables			Payables		
	Accounts receivable	Loans	Other receivables	Accounts payable	Borrowings	Other payables
Parent company:						
Hanwha Solutions Corporation	€ -	-	-	-	-	5,363
	\$ -	-	-	-	-	269
Subsidiaries of the parent company:						
HANWHA SYSTEMS Co., Ltd.	€ -	-	-	-	-	1,056
Hanwha Q CELLS GmbH	€ 187	-	-	-	-	272
Hanwha Q CELLS USA Corp.	\$ -	-	-	-	30,000	103

30. Related Parties, Continued

(4) Details of compensation for key executives for the years ended December 31, 2024 and 2023, are as follows:

<i>In thousands of EUR</i>	2024	2023
Short-term employee benefits	1,407	1,301
Other long-term benefits (*1)	825	-
	<u>2,232</u>	<u>1,301</u>

(*1) The group granted 78,428 shares of Restrictive Stock Units (the "RSU") to executives and granted the cash compensation linked with the share price and there was no forfeit, exercise, expiration during 2024. The group recognized the compensation expenses of EUR 825 thousand for the year ended December 31, 2024.

Stock option is measured at the fair value at the grant date for the Restrictive Stock Units, while cash compensation linked with the share price is measured at the closing price of the parent company at the end of every reporting period. Share-based payments granted every year are entirely under the condition that the employee work for more than six months in the fiscal year in which the grant date falls within, and the share-based payments are granted as of December 31st, which are to be granted in the year-end. The payment for share-based payment is effective from 2.5 to 10 years after the grant date.

The weighted average remaining contractual life for the share options outstanding as at 31 December 2024 was 9 years. The weighted average fair value of options granted during the year was KRW 16,120.

31. Going Concern

These consolidated financial statements have been prepared on a going concern basis, which assumes that the Group will be able to meet all its financial commitments taking into consideration the letter of comfort from the parent company, Hanwha Solutions Corporation, as illustrated further below.

With regard to the Group's financial contract in respect to K-Sure ECA loan dated 25 February 2022 between Q Energy Solutions SE as borrower, Hanwha Solutions Corporation as guarantor, Citibank Europe plc, UK Branch as agent, Banco Santander, S.A., Citibank, N.A., Hong Kong Branch, Crédit Agricole Corporate and Investment Bank, JPMorgan Chase Bank N.A., London Branch and Société Générale as Original Lenders the fulfilment of financial covenant was breached with respect to the testing period ending on 31 December 2024 in relation to the guarantor financial covenant, which constitutes the event of default under the loan agreement. The details regarding financial covenant can be found in Note 15. Financial liabilities. In accordance with the agreement breach of the covenant constitutes an event of default and the loan is immediately due and payable. Consequently, the outstanding amount of principal and interest of EUR 344 million as of 31 December 2024 has been classified as current liabilities. The Group lacks sufficient cash to repay the remaining balance of the loan.

Q ENERGY SOLUTIONS SE AND SUBSIDIARIES

Notes to the Consolidated Financial Statements

For the years ended December 31, 2024

In addition to the aforementioned event, external factors of operating business may impact cash inflows due to events of any unforeseen circumstances leading to a sudden cash shortfall. Delays in investor due diligence, negotiations or unexpected changes in relevant policies from governments or municipalities could postpone the closing of sales transactions, subsequently delaying the payment from the buyer under the contractual agreements which then leads to further cash need in the forecast period.

Q Energy Solutions SE and therefore the Group's ability to meet its financial obligations arising from the conduct of the Group's operating business and the repayment of the K-Sure ECA loan as they fall due and continue as a going concern depends on the financial support under the letter of comfort from the parent company, Hanwha Solutions Corporation, in the required amount. This represents a material uncertainty related to events or conditions that may cast significant doubt on the Q Energy Solutions SE's and therefore the Group's ability to continue as a going concern.

32. Events after the reporting period

- (1) The Société Générale loan facility outstanding during 2024 was fully repaid on 31 December 2024 and thus is not included in the liquidity risk disclosure table (Note 15. Financial liabilities) as of 31 December 2024. A new loan facility from Société Générale was drawn on 3 January 2025 amounting to EUR 30 million.
- (2) The LBBW EUR 50 million and Wooribank EUR 14.5 million facilities, originally scheduled to expire in March 2025, were extended for one year, until March 2026.



Engagement Terms, Liability and Conditions of Use

We, EY GmbH & Co. KG Wirtschaftsprüfungsgesellschaft, conducted our audit of this financial reporting on behalf of the Company. Besides satisfying the legal disclosure requirement (Sec. 325 HGB [“Handelsgesetzbuch”: German Commercial Code]) for statutory audits, the auditor’s report is addressed exclusively to the Company and was issued for internal purposes only. It is not intended for any other purpose or to serve as a decision-making basis for third parties. The result of voluntary audits summarized in the auditor’s report is thus not intended to serve as a decision-making basis for third parties and must not be used for purposes other than those intended.

Our work is based on our engagement agreement for the audit of this financial reporting and the “General Engagement Terms for Wirtschaftsprüferinnen, Wirtschaftsprüfer and Wirtschaftsprüfungsgesellschaften [German Public Auditors and Public Audit Firms]” as issued by the Institute of Public Auditors in Germany [“Institut der Wirtschaftsprüfer”: IDW] on 1 January 2024.

To clarify, we point out that we assume no responsibility, liability or other obligations towards third parties unless we have concluded a written agreement to the contrary with the respective third party or liability cannot effectively be precluded.

We make express reference to the fact that we will not update the auditor’s report to reflect events or circumstances arising after it was issued, unless required to do so by law.

It is the sole responsibility of anyone taking note of the summarized result of our work contained in this auditor’s report to decide whether and in what way this result is useful or suitable for their purposes and to supplement, verify or update it by means of their own review procedures.

General Engagement Terms

for

Wirtschaftsprüferinnen, Wirtschaftsprüfer and Wirtschaftsprüfungsgesellschaften [German Public Auditors and Public Audit Firms]

as of January 1, 2024

1. Scope of application

(1) These engagement terms apply to contracts between German Public Auditors (Wirtschaftsprüferinnen/Wirtschaftsprüfer) or German Public Audit Firms (Wirtschaftsprüfungsgesellschaften) – hereinafter collectively referred to as "German Public Auditors" – and their engaging parties for assurance services, tax advisory services, advice on business matters and other engagements except as otherwise agreed in writing (Textform) or prescribed by a mandatory rule.

(2) Third parties may derive claims from contracts between German Public Auditors and engaging parties only when this is agreed or results from mandatory rules prescribed by law. In relation to such claims, these engagement terms also apply to these third parties. A German Public Auditor is also entitled to invoke objections (Einwendungen) and defences (Einreden) arising from the contractual relationship with the engaging party to third parties.

2. Scope and execution of the engagement

(1) Object of the engagement is the agreed service – not a particular economic result. The engagement will be performed in accordance with the German Principles of Proper Professional Conduct (Grundsätze ordnungsmäßiger Berufsausübung). The German Public Auditor does not assume any management functions in connection with his services. The German Public Auditor is not responsible for the use or implementation of the results of his services. The German Public Auditor is entitled to make use of competent persons to conduct the engagement.

(2) Except for assurance engagements (betriebswirtschaftliche Prüfungen), the consideration of foreign law requires an express agreement in writing (Textform).

(3) If circumstances or the legal situation change subsequent to the release of the final professional statement, the German Public Auditor is not obligated to refer the engaging party to changes or any consequences resulting therefrom.

3. The obligations of the engaging party to cooperate

(1) The engaging party shall ensure that all documents and further information necessary for the performance of the engagement are provided to the German Public Auditor on a timely basis, and that he is informed of all events and circumstances that may be of significance to the performance of the engagement. This also applies to those documents and further information, events and circumstances that first become known during the German Public Auditor's work. The engaging party will also designate suitable persons to provide information.

(2) Upon the request of the German Public Auditor, the engaging party shall confirm the completeness of the documents and further information submitted as well as the explanations and statements provided in a statement as drafted by the German Public Auditor in a legally accepted written form (gesetzliche Schriftform) or any other form determined by the German Public Auditor.

4. Ensuring independence

(1) The engaging party shall refrain from anything that endangers the independence of the German Public Auditor's staff. This applies throughout the term of the engagement, and in particular to offers of employment or to assume an executive or non-executive role, and to offers to accept engagements on their own behalf.

(2) Were the performance of the engagement to impair the independence of the German Public Auditor, of related firms, firms within his network, or such firms associated with him, to which the independence requirements apply in the same way as to the German Public Auditor in other engagement relationships, the German Public Auditor is entitled to terminate the engagement for good cause.

5. Reporting and oral information

To the extent that the German Public Auditor is required to present results in a legally accepted written form (gesetzliche Schriftform) or in writing (Textform) as part of the work in executing the engagement, only that

presentation is authoritative. Drafts of such presentations are non-binding. Except as otherwise provided for by law or contractually agreed, oral statements and explanations by the German Public Auditor are binding only when they are confirmed in writing (Textform). Statements and information of the German Public Auditor outside of the engagement are always non-binding.

6. Distribution of a German Public Auditor's professional statement

(1) The distribution to a third party of professional statements of the German Public Auditor (results of work or extracts of the results of work whether in draft or in a final version) or information about the German Public Auditor acting for the engaging party requires the German Public Auditor's consent be issued in writing (Textform), unless the engaging party is obligated to distribute or inform due to law or a regulatory requirement.

(2) The use by the engaging party for promotional purposes of the German Public Auditor's professional statements and of information about the German Public Auditor acting for the engaging party is prohibited.

7. Deficiency rectification

(1) In case there are any deficiencies, the engaging party is entitled to specific subsequent performance by the German Public Auditor. The engaging party may reduce the fees or cancel the contract for failure of such subsequent performance, for subsequent non-performance or unjustified refusal to perform subsequently, or for unconscionability or impossibility of subsequent performance. If the engagement was not commissioned by a consumer, the engaging party may only cancel the contract due to a deficiency if the service rendered is not relevant to him due to failure of subsequent performance, to subsequent non-performance, to unconscionability or impossibility of subsequent performance. No. 9 applies to the extent that further claims for damages exist.

(2) The engaging party must assert a claim for subsequent performance (Nacherfüllung) in writing (Textform) without delay. Claims for subsequent performance pursuant to paragraph 1 not arising from an intentional act expire after one year subsequent to the commencement of the time limit under the statute of limitations.

(3) Apparent deficiencies, such as clerical errors, arithmetical errors and deficiencies associated with technicalities contained in a German Public Auditor's professional statement (long-form reports, expert opinions etc.) may be corrected – also versus third parties – by the German Public Auditor at any time. Misstatements which may call into question the results contained in a German Public Auditor's professional statement entitle the German Public Auditor to withdraw such statement – also versus third parties. In such cases the German Public Auditor should first hear the engaging party, if practicable.

8. Confidentiality towards third parties, and data protection

(1) Pursuant to the law (§ [Article] 323 Abs 1 [paragraph 1] HGB [German Commercial Code: Handelsgesetzbuch], § 43 WPO [German Law regulating the Profession of Wirtschaftsprüfer: Wirtschaftsprüferordnung], § 203 StGB [German Criminal Code: Strafgesetzbuch]) the German Public Auditor is obligated to maintain confidentiality regarding facts and circumstances confided to him or of which he becomes aware in the course of his professional work, unless the engaging party releases him from this confidentiality obligation.

(2) When processing personal data, the German Public Auditor will observe national and European legal provisions on data protection.

9. Liability

(1) For legally required services by German Public Auditors, in particular audits, the respective legal limitations of liability, in particular the limitation of liability pursuant to § 323 Abs. 2 HGB, apply.

(2) Insofar neither a statutory limitation of liability is applicable, nor an individual contractual limitation of liability exists, claims for damages due to negligence arising out of the contractual relationship between the

engaging party and the German Public Auditor, except for damages resulting from injury to life, body or health as well as for damages that constitute a duty of replacement by a producer pursuant to § 1 ProdHaftG [German Product Liability Act: Produkthaftungsgesetz], are limited to € 4 million pursuant to § 54 a Abs. 1 Number 2 WPO. This applies equally to claims against the German Public Auditor made by third parties arising from, or in connection with, the contractual relationship.

(3) When multiple claimants assert a claim for damages arising from an existing contractual relationship with the German Public Auditor due to the German Public Auditor's negligent breach of duty, the maximum amount stipulated in paragraph 2 applies to the respective claims of all claimants collectively.

(4) The maximum amount under paragraph 2 relates to an individual case of damages. An individual case of damages also exists in relation to a uniform damage arising from a number of breaches of duty. The individual case of damages encompasses all consequences from a breach of duty regardless of whether the damages occurred in one year or in a number of successive years. In this case, multiple acts or omissions based on the same source of error or on a source of error of an equivalent nature are deemed to be a single breach of duty if the matters in question are legally or economically connected to one another. In this event the claim against the German Public Auditor is limited to € 5 million.

(5) A claim for damages expires if a suit is not filed within six months subsequent to the written statement (Textform) of refusal of acceptance of the indemnity and the engaging party has been informed of this consequence. This does not apply to claims for damages resulting from scienter, a culpable injury to life, body or health as well as for damages that constitute a liability for replacement by a producer pursuant to § 1 ProdHaftG. The right to invoke a plea of the statute of limitations remains unaffected.

(6) § 323 HGB remains unaffected by the rules in paragraphs 2 to 5.

10. Supplementary provisions for audit engagements

(1) If the engaging party subsequently amends the financial statements or management report audited by a German Public Auditor and accompanied by an auditor's report (Bestätigungsvermerk), he may no longer use this auditor's report.

If the German Public Auditor has not issued an auditor's report, a reference to the audit conducted by the German Public Auditor in the management report or any other public reference is permitted only with the German Public Auditor's consent, issued in a legally accepted written form (gesetzliche Schriftform), and with a wording authorized by him.

(2) If the German Public Auditor revokes the auditor's report, it may no longer be used. If the engaging party has already made use of the auditor's report, then upon the request of the German Public Auditor he must give notification of the revocation.

(3) The engaging party has a right to five official copies of the report. Additional official copies will be charged separately.

11. Supplementary provisions for assistance in tax matters

(1) When advising on an individual tax issue as well as when providing ongoing tax advice, the German Public Auditor is entitled to use as a correct and complete basis the facts provided by the engaging party – especially numerical disclosures; this also applies to bookkeeping engagements. Nevertheless, he is obligated to indicate to the engaging party any material errors he has identified.

(2) The tax advisory engagement does not encompass procedures required to observe deadlines, unless the German Public Auditor has explicitly accepted a corresponding engagement. In this case the engaging party must provide the German Public Auditor with all documents required to observe deadlines – in particular tax assessments – on such a timely basis that the German Public Auditor has an appropriate lead time.

(3) Except as agreed otherwise in writing (Textform), ongoing tax advice encompasses the following work during the contract period:

- a) preparation and electronic transmission of annual tax returns, including financial statements for tax purposes in electronic format, for income tax, corporate tax and business tax, namely on the basis of the annual financial statements, and on other schedules and evidence documents required for the taxation, to be provided by the engaging party
- b) examination of tax assessments in relation to the taxes referred to in (a)
- c) negotiations with tax authorities in connection with the returns and assessments mentioned in (a) and (b)
- d) support in tax audits and evaluation of the results of tax audits with respect to the taxes referred to in (a)
- e) participation in petition or protest and appeal procedures with respect to the taxes mentioned in (a).

In the aforementioned tasks the German Public Auditor takes into account material published legal decisions and administrative interpretations.

(4) If the German Public auditor receives a fixed fee for ongoing tax advice, the work mentioned under paragraph 3 (d) and (e) is to be remunerated separately, except as agreed otherwise in writing (Textform).

(5) Insofar the German Public Auditor is also a German Tax Advisor and the German Tax Advice Remuneration Regulation (Steuerberatungsvergütungsverordnung) is to be applied to calculate the remuneration, a greater or lesser remuneration than the legal default remuneration can be agreed in writing (Textform).

(6) Work relating to special individual issues for income tax, corporate tax, business tax and valuation assessments for property units as well as all issues in relation to sales tax, payroll tax, other taxes and dues requires a separate engagement. This also applies to:

- a) work on non-recurring tax matters, e.g. in the field of estate tax and real estate sales tax;
- b) support and representation in proceedings before tax and administrative courts and in criminal tax matters;
- c) advisory work and work related to expert opinions in connection with changes in legal form and other re-organizations, capital increases and reductions, insolvency related business reorganizations, admission and retirement of owners, sale of a business, liquidations and the like, and
- d) support in complying with disclosure and documentation obligations.

(7) To the extent that the preparation of the annual sales tax return is undertaken as additional work, this includes neither the review of any special accounting prerequisites nor the issue as to whether all potential sales tax allowances have been identified. No guarantee is given for the complete compilation of documents to claim the input tax credit.

12. Electronic communication

Communication between the German Public Auditor and the engaging party may be via e-mail. In the event that the engaging party does not wish to communicate via e-mail or sets special security requirements, such as the encryption of e-mails, the engaging party will inform the German Public Auditor in writing (Textform) accordingly.

13. Remuneration

(1) In addition to his claims for fees, the German Public Auditor is entitled to claim reimbursement of his expenses; sales tax will be billed additionally. He may claim appropriate advances on remuneration and reimbursement of expenses and may make the delivery of his services dependent upon the complete satisfaction of his claims. Multiple engaging parties are jointly and severally liable.

(2) If the engaging party is not a consumer, then a set-off against the German Public Auditor's claims for remuneration and reimbursement of expenses is admissible only for undisputed claims or claims determined to be legally binding.

14. Dispute Settlement

The German Public Auditor is not prepared to participate in dispute settlement procedures before a consumer arbitration board (Verbraucherschlichtungsstelle) within the meaning of § 2 of the German Act on Consumer Dispute Settlements (Verbraucherstreitbeilegungsgesetz).

15. Applicable law

The contract, the performance of the services and all claims resulting therefrom are exclusively governed by German law.