



PROXIMAR  
SEAFOOD

Presentation of 1Q 2024

16.05.2024





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Given the aforementioned uncertainties, prospective investors are cautioned not to place undue reliance on any of these forward-looking statements.



## Today's speakers



Joachim Nielsen  
CEO



Ole Christian Willumsen  
CFO

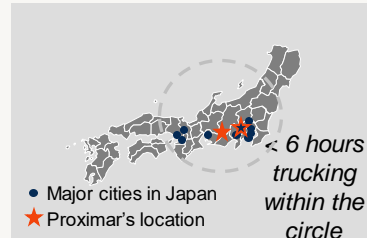
*“To be a leading provider of  
sustainably produced seafood by  
setting the standard for land-based  
aquaculture”*



# Proximar at a glance – 2024 a milestone year, approaching first harvest

## Norwegian company operating a land-based RAS facility for production of Atlantic salmon in Japan

- Stage I targeted production of **5,300 tonnes** (HOG)
- The facility is in operation, with the first batch of eggs successfully **inserted into hatchery in October 2022**
- Current biomass ~188 tonnes and **first harvest expected in September 2024**
- Long-term **sales and distribution agreement** in place with Marubeni Corporation
- A **significant cost advantage** by local production compared to imported fish
- **Prime location** close to the iconic Mount Fuji, adjacent market in greater Tokyo of ~38 million people
- **Stage 2 planning** to proceed as we start harvesting, taking advantage of the first mover advantage in Japan

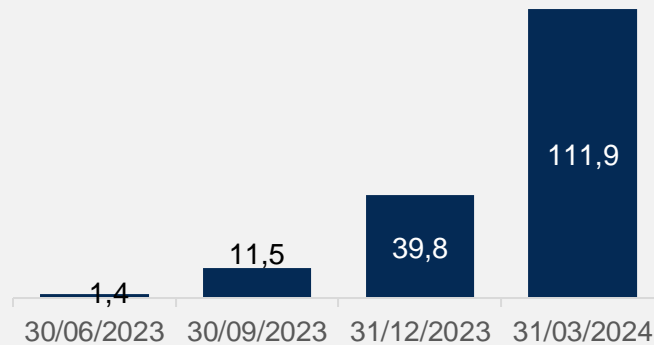




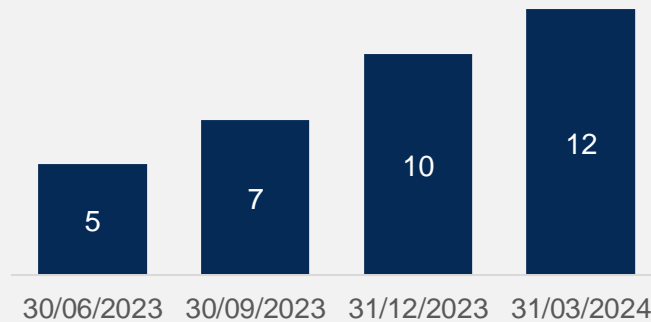
# 2024 is an important year of transition for Proximar – from project and construction to sales and steady operations

## Important key metrics:

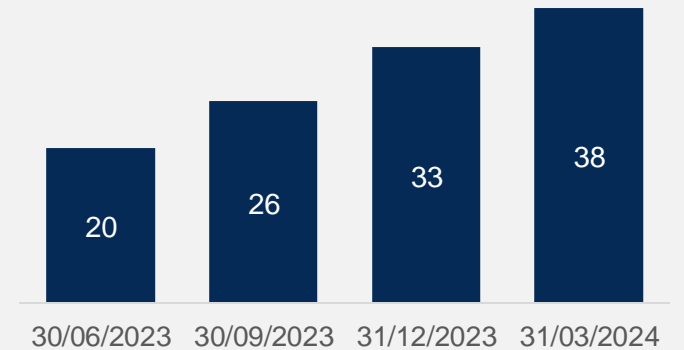
### Biomass development



### # batches in production



### # Proximar employees



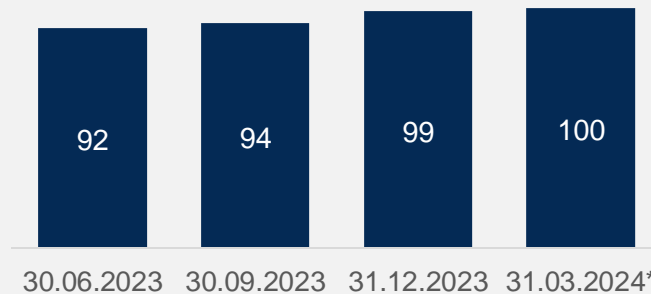
### Japanese market (fresh Atlantic Salmon) LTM

In metric tonnes, (HOG)



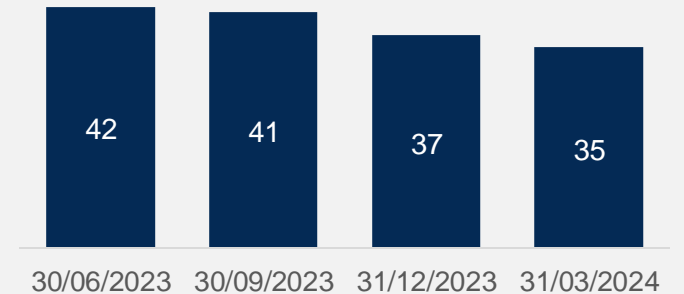
### Fishpool forward price 2024

In NOK/kg (HOG)



### Implied transportation cost Norway-Japan LTM

In NOK/kg, incl tax (HOG)







# Highlights of the 1st quarter 2024 – biomass almost tripled since year end



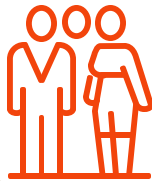
## Continuing with transfer of fish to the grow-out building

- Following the first batch of fish transferred in December, 2 more batches were transferred
- No irregular mortality during / post transfer



## Financing

- Raised 165 NOK in a private placement and repair offering
- The JPY 750 million loan from JA Mitsui Leasing was extended with new maturity end 2025



## Production staffing according to plan

- Now totaling 38 employees of which 35 are in Japan
- Continuing to successfully recruit talented and motivated people
- All key positions secured with highly experienced people, working to secure transfer of know-how



## Encouraging growth and stable conditions

- The system continues to show stable water quality and growth conditions for the fish
- Good water quality reflected in growth curves – no mortality seen from water quality related issues

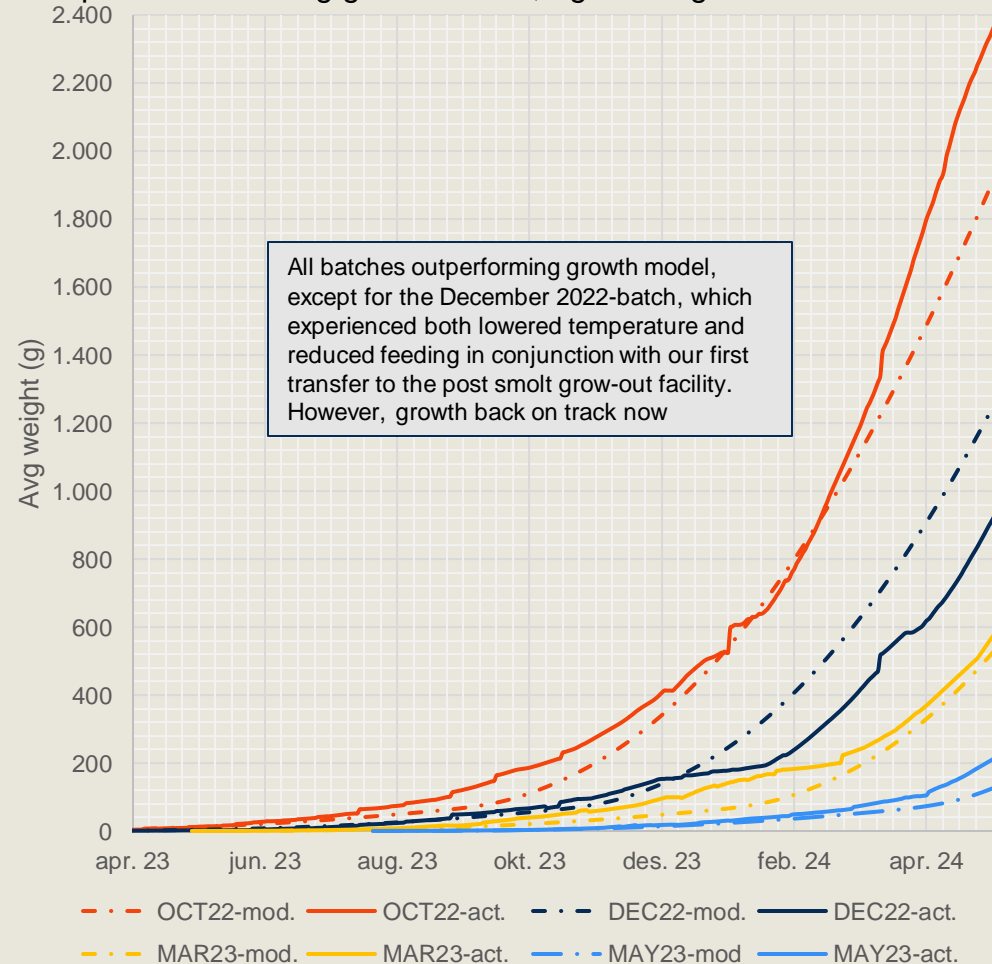




# Production update: Continued strong growth across all batches

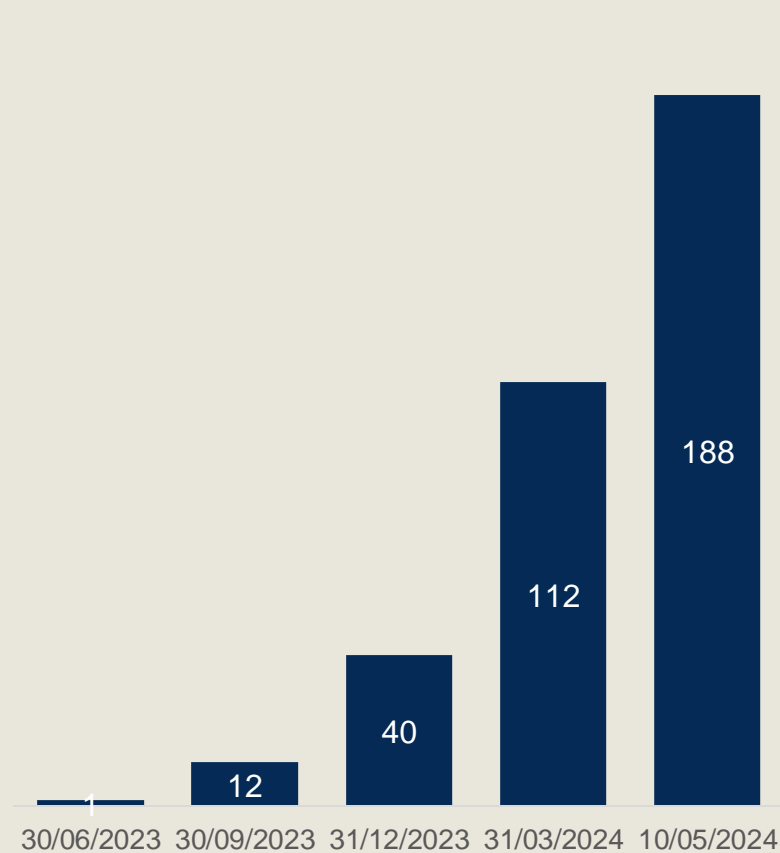
## Growth curves for Proximar's first batches

Compared to Skretting growth model, figures in grams



## Proximar's biomass development

In metric tonnes, live weight

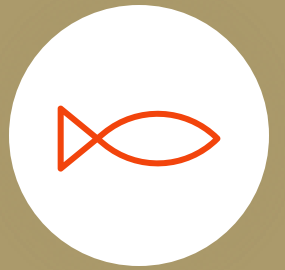


Continuing to see good growth and low mortality related to water quality

Following the tank breach in February, approx. 50,000 fish were lost

5 batches transferred to the grow-out building, no abnormal mortality seen in conjunction with / post transfer

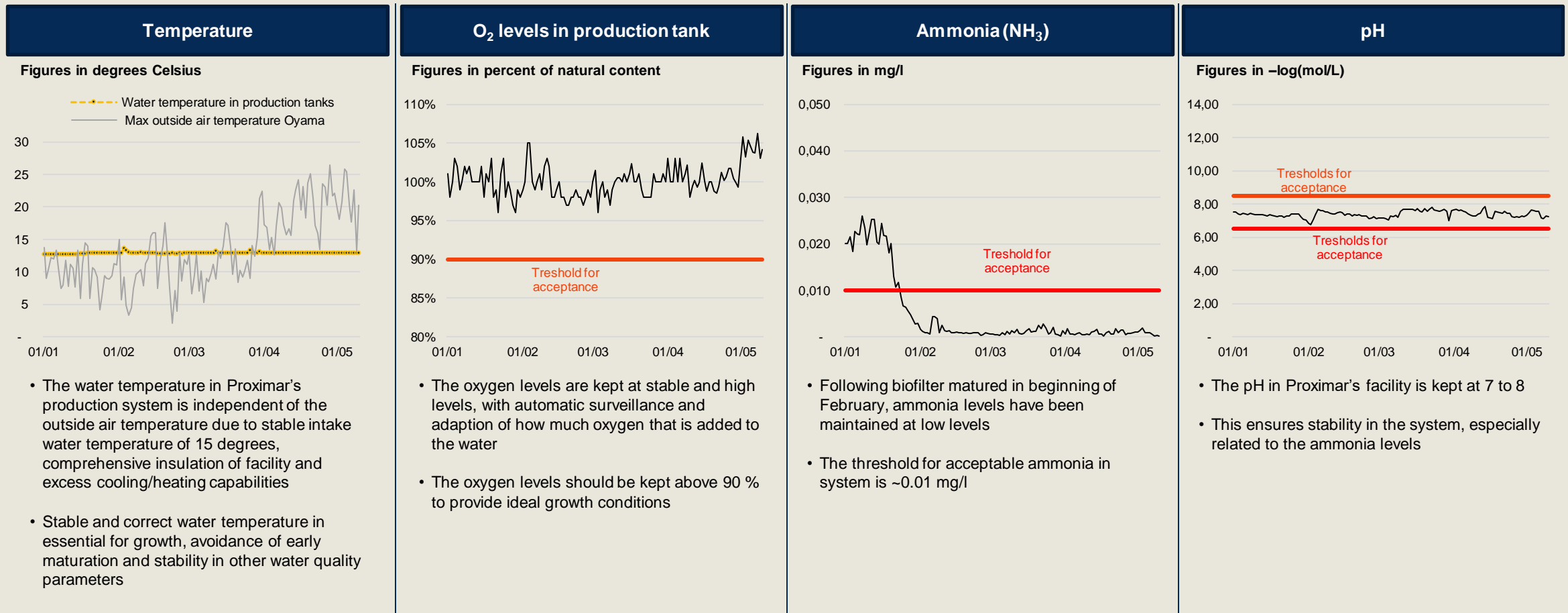
Feeding according to growth plan, and maturation of biofilter in module 2 in the grow-out building to start mid May, several weeks before receiving fish to mature ahead of fish transfer





# The post-smolt grow-out facility provides stable water quality and good growth conditions across all parameters

## Development in important water quality parameters in Proximar's post-smolt grow-out facility in 2024







## Pictures from the grow-out building

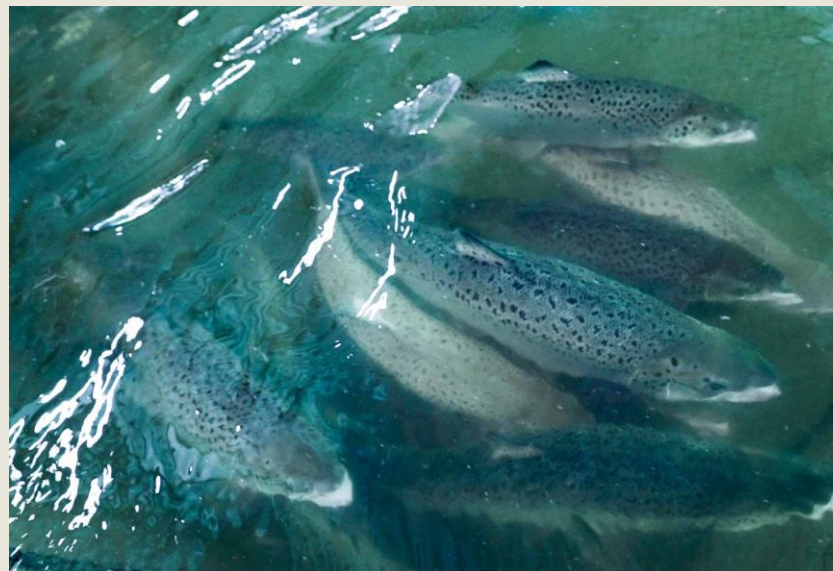
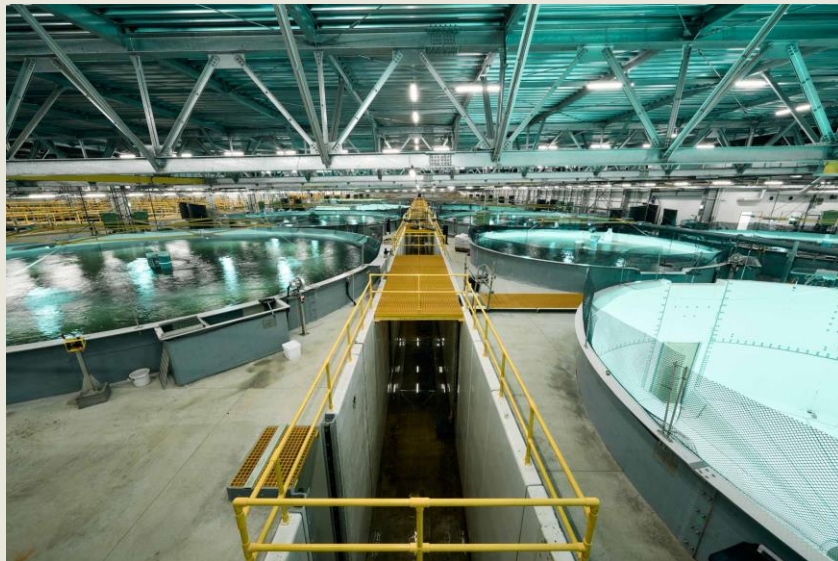


Fish from sample testing of  
first batch 10h of May

Average size of first batch  
~2.4 kg

Color ~26+

Texture and taste very  
good

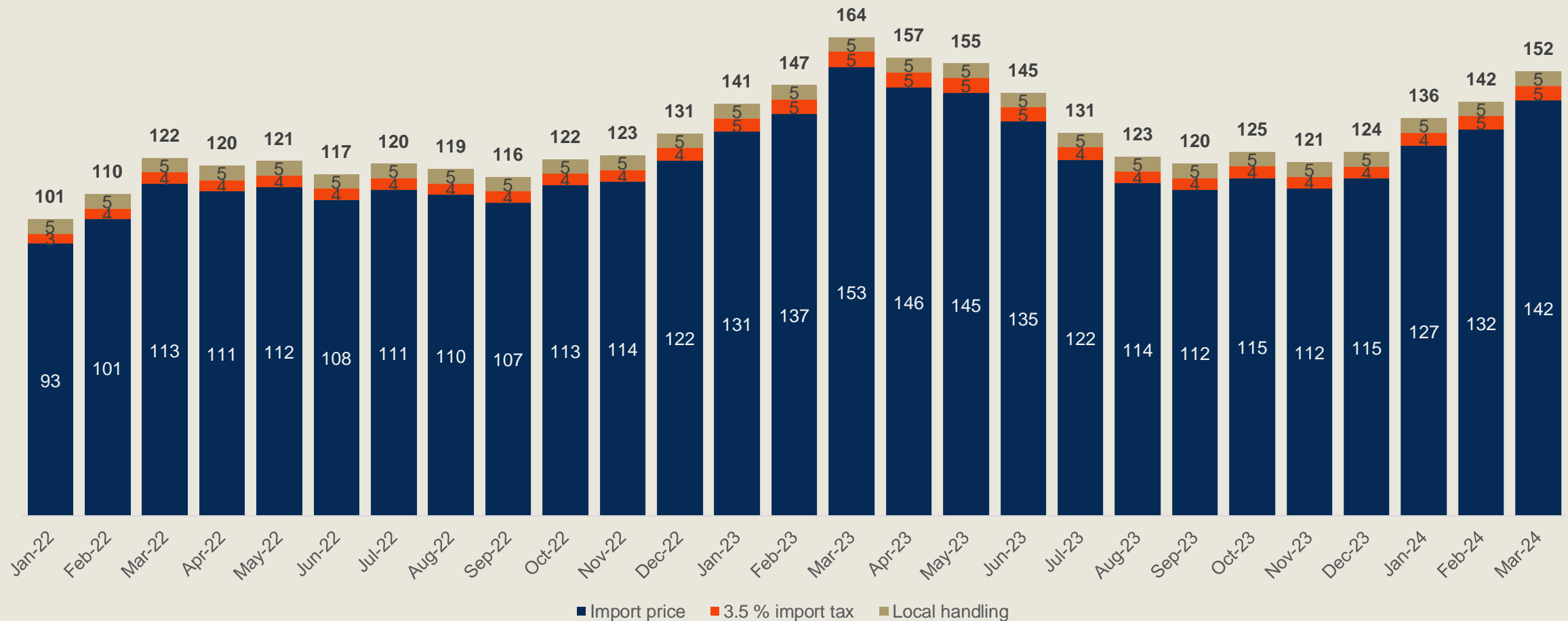




# The cost for importing Norwegian Atlantic salmon to Japan averaged NOK 143/kg in Q1 2024

## Cost development for import of Norwegian fresh Atlantic salmon in Japan

Figures in NOK/kg, head-on-gutted



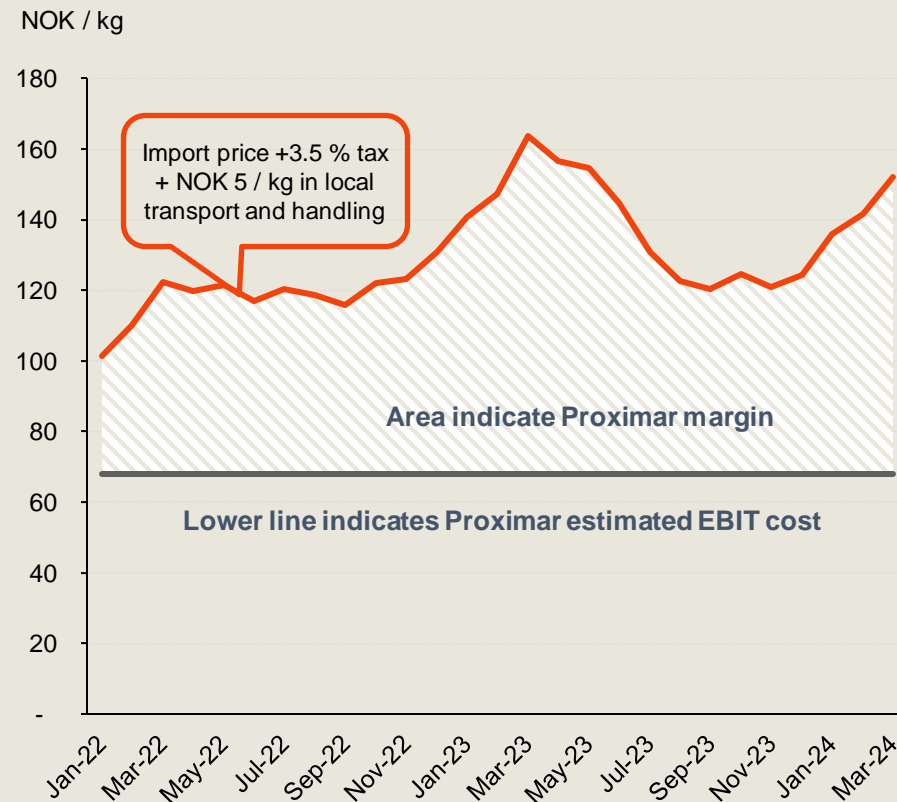
Source: Japan Ministry of Finance, Central bank of Norway, company data



# Robust outlook and attractive market fundamentals

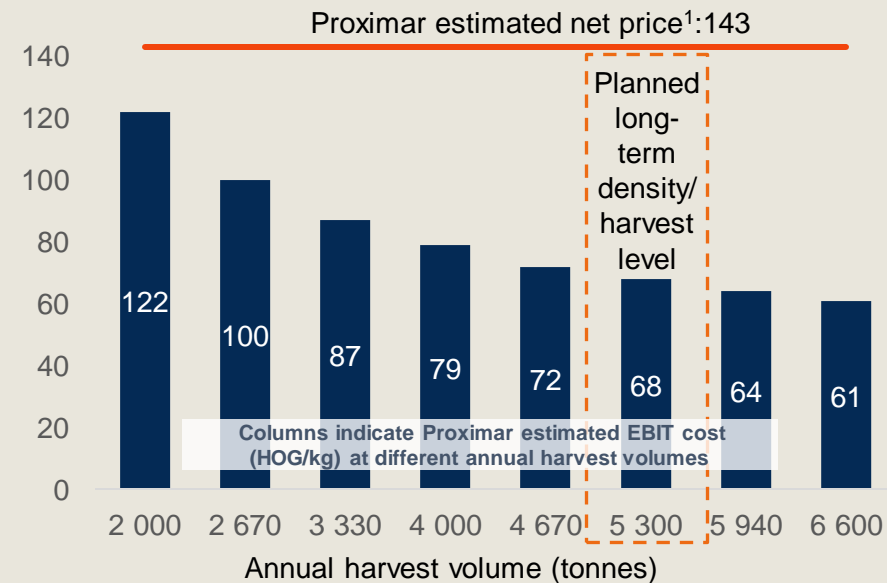
**Attractive market prices, driven by higher import costs – Proximar well positioned for attractive margins...**

NOK / kg (HOG) at steady state production



**... translating to robustness in our business model also in terms of volumes**

EBIT cost NOK / kg (HOG) at different annual harvest volumes



- With current pricing expectations, Proximar expect to be EBIT profitable even with a production of ~2 000 tonnes (HOG), corresponding to a density of 30 kg / m<sup>3</sup>
- At the targeted long-term harvest level of 5 300 tonnes (HOG) per year, Proximar expects an EBIT cost of 68 NOK / kg



The business model of Proximar reflects a strong outlook and robustness

With the high price levels of Atlantic salmon in Japan, also impacted by the geopolitical situation affecting import costs, the economic outlook for Proximar continues to remain attractive

Even at lower harvest levels Proximar is expected to remain profitable, demonstrating the solidity in our business model



# Marubeni Corporation – showing a strong commitment



## Marubeni has recently strengthened its focus on aquaculture

- Established Food Ingredients & Aquaculture Business Development Section, also in charge of Proximar
- Firming up sales efforts with separate Proximar division (changing name to Marubeni Seafoods from 1 July)
  - To focus on and accelerate sales activity for “Proximar Salmon”
  - Consists of 4 dedicated members to Proximar only

## Status sales and marketing activities:

- Marubeni is experiencing strong interest for the “Proximar Salmon”
  - Increasing interest and inquiries received from potential customers.
  - Specific enquiries from several Asian countries
- Ongoing process of narrowing down target customers and entering more specific discussions – first contract expected well ahead of first harvest
  - Emphasizing customers with interest and shared value of sustainably produced domestic Atlantic Salmon from Proximar
- Type of main customer groups
  - Major retails and major restaurant chains on a national level

Proximar has a 10-year sales and distribution agreement with Marubeni, signed April 2022

A close and active process for sales and marketing activities ongoing between the parties

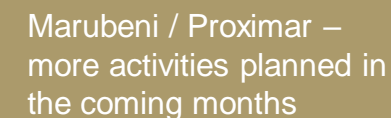
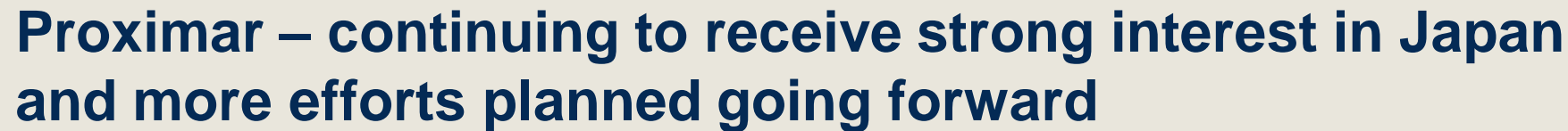
Branding works in progress together with Marubeni – brand to be owned by Proximar

## About Marubeni Corporation

- Founded in 1858, Marubeni is a major Japanese integrated trading and investment business conglomerate
- The company handles products and provides services in a broad range of sectors both in Japan and Internationally
- The group has 131 branches and offices and 45,995 employees
- Listed on the Tokyo Stock Exchange, market cap ~USD 33 billion

**Marubeni**





Building visibility as part of preparations for sales and marketing – in collaboration with Marubeni

Attending SusHiTec in Tokyo (27/4-26/5) - an event hosted by the Tokyo Metropolitan Government (expected 500,000 visitors)







# Recruitment - on track with staffing plan and aligned with production requirement

**Well on track with the right team to deliver on a successful production going forward**

- Denitrification System Manager in place with extensive experience from the aquaculture industry including from RAS facilities and water treatment
- Established internal training program to secure transfer of know-how and internal development of our human resources



Production staffing secured and all relevant key positions have been filled with experienced people

Strong and complementary disciplines secured in-house – from RAS, Atlantic salmon and aquaculture to water chemistry, wastewater treatment and fish biology

44 employees and all key positions are filled – well on track with the staffing plan





# Financial summary 1<sup>st</sup> quarter 2024



P&L	Q1 2024	Q1 2023	2023
Revenue and other income	0	6	6
Operating expenses	-20 476	-8 962	-63 771
Net financials	- 9 011	- 720	-26 944
<b>Earnings before taxes</b>	<b>-29 487</b>	<b>-9 676</b>	<b>-90 709</b>

Operating expenses increasing as planned due to growing operational activity

Balance sheet	31 March 2024	31 March 2023	31 December 2023
Non-current assets	1 309 874	925 723	1 279 713
Inventory and biological assets	31 906	8 169	20 773
Other short term receivables	10 764	44 755	48 276
Cash and bank deposits	140 508	18 068	39 159
<b>TOTAL ASSETS</b>	<b>1 493 052</b>	<b>996 714</b>	<b>1 387 922</b>
Equity	494 548	415 034	372 364
Non-current liabilities	970 534	246 335	914 054
Current liabilities	27 970	335 345	101 504
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>1 493 052</b>	<b>996 714</b>	<b>1 387 922</b>

Cost of production is adjusted for unutilized production capacity during the quarter - NOK 4.2 million has been expensed in the P&L statement

The Fair Value Adjustment decreased the operating expenses by NOK 2.0 million

33% equity share - no loan repayments until Q3 2025



# Summary and outlook

## Summary:

- › Production continues to show reassuring results, **steady growth and stable water quality**
- › **Staffing in-line with production plan** and close to fully staffed – all key positions filled with experienced people, and internal training program established to secure transfer of know-how
- › **Tank breach in February** resulted in a loss of approx. 50,000 fish, however, tank is fixed and in use again
- › **Sales and marketing preparations** ongoing, branding works to soon be concluded

## Outlook:

- › Continue **building biomass** with regular inserts and focus on **transitioning to production and harvesting**
- › With the **first mover advantage** in Japan several years ahead of the competition Proximar is uniquely positioned in the highly attractive Japanese market
- › Further **production growth** planning to proceed as stage 1 is up and running
- › On track for **first harvest** in September
- › **Estimated harvest volumes for 2024 and 2025 combined** around 4,700 tonnes (HOG)  
(2024 target harvest volume to be communicated closer to first harvest)





# Q & A



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Appendix: Consolidated statement  
of comprehensive income



# Statement from the Board of Directors

We hereby confirm that the financial statements for the period from 1 January through 31 March 2024 to the best of our knowledge have been prepared in accordance with IAS 34 Interim Financial Reporting and give a true and fair view of the assets, liabilities, financial position and profit and loss of the Proximar Seafood Group.

To the best of our knowledge, the quarterly report gives a true and fair view of the main events during the accounting period and their effect on the accounts for the first quarter of the year, in addition to a description of the most significant risks and elements of uncertainty facing the Group and description of major transactions with related parties.

## The board of directors and CEO

Bergen, 15. May 2024

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Kjell-Erik Østdahl  
Chair

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Per Grieg  
Director

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Elisabeth Dyvik  
Director

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Viggo Halseth  
Director

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Siri Vike  
Director

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Yasumitsu Himeno  
Director

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Joachim Nielsen  
CEO



# Consolidated statement of comprehensive income

(Amounts in NOK 1.000)

	Note	31 March 2024	31 March 2023	2023
Other income		-	6	6
<b>Revenue and other income</b>		<b>-</b>	<b>6</b>	<b>6</b>
Cost of materials		3.738	881	5.930
Changes in biomass	3	-9.147	-5.067	-17.772
Net fair value adjustment biomass	3	-1.978	-	-
Personnel expenses		7.705	4.525	29.871
Depreciation and Amortisation	2	11.120	3.104	15.270
Other operating expenses		9.037	5.519	30.473
<b>Operating expenses</b>		<b>20.476</b>	<b>8.962</b>	<b>63.771</b>
		<b>-</b>	<b>-</b>	<b>-</b>
<b>Operating loss</b>		<b>-20.476</b>	<b>-8.956</b>	<b>-63.765</b>
Interest income		52	25	29
Other financial income		1.495	38	470
Interest expenses		9.824	115	9.926
Other financial expenses		734	669	17.517
<b>Loss before tax</b>		<b>-29.487</b>	<b>-9.676</b>	<b>-90.709</b>
Income tax expense (income)		468	-7.714	2.635
<b>Net loss for the period</b>		<b>-29.955</b>	<b>-1.962</b>	<b>-93.345</b>
<b>Other comprehensive income/loss for the year</b>				
Items that may be reclassified subsequently to profit or loss:				
Currency effect on investment in subsidiaries		-1.727	-2.896	-10.551
Currency effect on loans to subsidiaries		-2.128	35.378	-8.966
Income tax related to these items		468	-7.783	1.972
<b>Total comprehensive income/loss for the year</b>		<b>-33.342</b>	<b>22.737</b>	<b>-110.889</b>
<b>Earnings per share:</b>				
Basic earnings per share	4	-0,23	-0,05	-1,79
Diluted earnings per share	4	-0,23	-0,05	-1,79





# Consolidated statement of financial position

(Amounts in NOK 1.000)

		31 March 2024	31 March 2023	2023			31 March 2024	31 March 2023	2023
ASSETS					EQUITY AND LIABILITIES				
	Note	31 March 2024	31 March 2023	2023	Equity				
<b>Non-current assets</b>					Share capital	5	14.217	4.033	5.967
Assets under construction	2	383.493	754.144	339.042	Share premium reserve		484.386	357.099	366.597
Land	2	90.854	33.226	91.436	Other equity		19.591	21.694	19.591
Property, plant and equipment incl. right-of-use assets	2	835.126	137.916	848.832	Translation differences		-	-	-
Long term receivables		401	436	403			23.646	32.208	19.790
<b>Total non-current assets</b>		<b>1.309.874</b>	<b>925.723</b>	<b>1.279.713</b>	<b>Total equity</b>		<b>494.548</b>	<b>415.034</b>	<b>372.364</b>
<b>Current Assets</b>					<b>Liabilities</b>				
Inventory		1.514	80	1.023	<b>Non-current liabilities</b>				
Biological assets	3	30.392	8.089	19.750	Convertible bond loan	6	205.365	215.046	202.725
Other short term receivables		10.764	44.755	48.276	Non-current interest bearing debt	6	667.520	30.000	615.396
Cash and bank deposits		140.508	18.068	39.159	Long term liabilities to related parties	6	96.853	-	95.693
<b>Total current assets</b>		<b>183.178</b>	<b>70.992</b>	<b>108.209</b>	Lease liabilities	2, 6	796	1.289	240
<b>TOTAL ASSETS</b>		<b>1.493.052</b>	<b>996.714</b>	<b>1.387.922</b>	<b>Total non-current liabilities</b>		<b>970.534</b>	<b>246.335</b>	<b>914.054</b>
					<b>Current liabilities</b>				
					Current portion of interest bearing debt	6	-	253.110	53.432
					Current portion of lease liabilities	6	1.487	922	785
					Trade payables		14.522	60.808	17.664
					Public duties payable		523	198	490
					Other short term liabilities		11.438	20.307	29.132
					<b>Total current liabilities</b>		<b>27.970</b>	<b>335.345</b>	<b>101.504</b>
					<b>Total liabilities</b>		<b>998.505</b>	<b>581.680</b>	<b>1.015.557</b>
					<b>TOTAL EQUITY AND LIABILITIES</b>		<b>1.493.052</b>	<b>996.714</b>	<b>1.387.922</b>



# Consolidated statement of changes in equity

(Amounts in NOK 1.000)	Note	Share capital	Share premium reserve	Other equity	Translation differences	Total equity
<b>Balance at 1 January 2023</b>		3.979	363.654	22.562	-274	<b>389.922</b>
Loss for the period			-92.723	-622		<b>-93.345</b>
Currency effect on investment in subsidiaries*					-10.551	<b>-10.551</b>
Currency effect on loans to subsidiaries			1.972		-8.966	<b>-6.993</b>
Total comprehensive loss for the period		-	<b>-90.750</b>	<b>-622</b>	<b>-19.516</b>	<b>-110.889</b>
Conversion option for issued bond, net of tax		516	24.639	-2.350		<b>22.806</b>
Capital Increase		1.473	69.054			<b>70.527</b>
<b>Balance at 31 December 2023</b>		<b>5.967</b>	<b>366.597</b>	<b>19.591</b>	<b>-19.790</b>	<b>372.364</b>
<b>Balance at 1 January 2024</b>		5.967	366.597	19.591	-19.790	<b>372.364</b>
Loss for the period			-29.955			<b>-29.955</b>
Currency effect on investment in subsidiaries*					-1.727	<b>-1.727</b>
Currency effect on loans to subsidiaries			468		-2.128	<b>-1.660</b>
Total comprehensive loss for the period		-	-29.487	-	-3.856	<b>-33.342</b>
Capital Increase		8.250	147.276			<b>155.526</b>
<b>Balance at 31 March 2024</b>		<b>14.217</b>	<b>484.386</b>	<b>19.591</b>	<b>-23.646</b>	<b>494.548</b>

\* Currency effect on investments in subsidiaries relates to exchange differences arising from net investment in foreign entities and are recognized in other comprehensive income.



# Consolidated statement of cash flows

(Amounts in NOK 1.000)

	Note	31 March 2024	31 March 2023	2023
<b>Cash flow from operating activities</b>				
Loss before tax		-29.487	-9.676	-90.709
Depreciation		11.120	3.104	15.270
Change other receivables		29.067	-	-
Gain from sales of fixed assets		-		-6
Net fair value adjustment biomass	3	-1.978		
Change in biological asset		-8.790	-5.221	-16.882
Change in inventory		-497	-65	-1.009
Change trade payables		-3.087	60.278	17.134
Other accruals etc.		13.193	9.973	28.889
Net interest expense		4.000	115	37.114
Net foreign currency exchange rate difference		-3.856	32.482	-19.516
<b>Net cash flow from operating activities</b>		<b>9.685</b>	<b>90.990</b>	<b>-29.715</b>
<b>Cash flow from investing activities</b>				
Purchase of property, plant and equipment	2	-37.313	-145.797	-540.865
Proceeds from sale of assets		-	6	6
<b>Net cash flow from investing activities</b>		<b>-37.312</b>	<b>-145.791</b>	<b>-540.859</b>
<b>Cash flow from financing activities</b>				
Proceeds from capital increases		156.795		70.526
Proceeds from loans and borrowings		-	236.680	776.938
Transaction costs		-1.269	-2.163	-31.524
Payments on leasing obligations		-571	-383	-1.775
Payments on loans and borrowings	6	-15.000	-196.842	-205.025
Net interest paid		-10.979	-2.132	-37.114
<b>Net cash flow from financing activities</b>		<b>128.976</b>	<b>35.160</b>	<b>572.024</b>
Net change in cash and bank deposits		101.348	-19.642	1.450
Cash and bank deposits as at first in period		39.159	37.709	37.709
<b>Cash and bank deposits as at last in period</b>		<b>140.508</b>	<b>18.068</b>	<b>39.159</b>



## Note 1 - Summary of significant accounting policies

The Proximar Seafood group is an Norwegian-registered seafood company engaged in land-based fish farming, with its head office in Bergen, Norway. Proximar Group is constructing a production facility for Atlantic salmon close to Mount Fuji, Japan, through the fully owned Japanese subsidiary Proximar Ltd.

The Group's interim consolidated statements for the three months ended 31 March 2024 were prepared in accordance with IAS 34 Interim Financial Reporting under International Financial Reporting Standards ("IFRS") as adopted by the European Union ("EU").

This interim financial report does not include all the notes of the type normally included in an annual financial report. Accordingly, this interim financial report is to be read in conjunction with the Group's Annual Report for the year ended 31 December 2023 and any public announcements made by Proximar Seafood AS during the interim reporting period. The interim report is unaudited and is presented in Norwegian kroner ("NOK").

The Group's accounting policies adopted are consistent with those applied in the Group's 2023 Annual Report.





## Note 2 - Land, property, plant and equipment (1/2)

(Amounts in NOK 1.000)

### Split between Right-of-use assets and owned assets:

	31/03/2024	31/03/2023	2023
Carrying amount RoU-assets	2.195	2.103	922
Carrying amount owned assets	1.307.278	923.184	1.278.387
<b>Total property, plant and equipment incl. right-of-use assets</b>	<b>1.309.473</b>	<b>925.287</b>	<b>1.279.310</b>

Period ended 31 March 2024	Assets under construction	Land	Buildings	RAS	Equipment and vehicles	Total
Cost at 1 January 2024	339.042	91.436	629.664	169.440	64.485	1.294.067
Additions in the year/reclassifications	46.540	-	-	-	591	47.130
Disposals						0
Currency effect*	-2.089	-582	-4.011	-1.079	-345	-8.107
<b>Cost at 31 March 2024</b>	<b>383.493</b>	<b>90.854</b>	<b>625.653</b>	<b>168.361</b>	<b>64.730</b>	<b>1.333.091</b>
Accumulated depreciation at 1 January 2024	-	-	4.083	5.968	5.629	15.680
Depreciation in the year	-	-	6.510	2.263	1.875	10.648
Disposals						0
Currency effect*			-280	-126	-107	-513
<b>Accumulated depreciation at 31 March 2024</b>	<b>0</b>	<b>0</b>	<b>10.313</b>	<b>8.105</b>	<b>7.397</b>	<b>25.815</b>
<b>Net carrying amount at 31 March 2024</b>	<b>383.493</b>	<b>90.854</b>	<b>615.340</b>	<b>160.255</b>	<b>57.336</b>	<b>1.307.278</b>

Period ended 31 March 2023	Assets under construction	Land	Buildings	RAS	Equipment and vehicles	Total
Cost at 1 January 2023	618.162	31.568	47.436	62.966	22.394	782.525
Additions in Q1 2023/reclassifications	103.514				1.068	104.582
Disposals in Q1 2023					-14	-14
Currency effect* in Q1 2023	32.469	1.658	2.498	3.325	1.003	40.953
<b>Cost at 31 March 2023</b>	<b>754.144</b>	<b>33.226</b>	<b>49.934</b>	<b>66.291</b>	<b>24.451</b>	<b>928.046</b>
Accumulated depreciation at 1 January 2023			310	823	1.067	2.200
Depreciation in the in Q1 2023			491	1.287	898	2.677
Disposals in Q1 2023					-14	-14
Currency effect* in Q1 2023						0
<b>Accumulated depreciation at 31 March 2023</b>			<b>801</b>	<b>2.110</b>	<b>1.951</b>	<b>4.863</b>
<b>Net carrying amount at 31 March 2023</b>	<b>754.144</b>	<b>33.226</b>	<b>49.132</b>	<b>64.181</b>	<b>22.500</b>	<b>923.184</b>



## Note 2 - Land, property, plant and equipment (2/2)

Year ended 31 December 2023	Assets under construction	Land	Buildings	RAS	Equipment and vehicles	Total
Cost at 1 March 2023	754.144	33.226	49.934	66.291	24.451	928.046
Additions in period Q2, Q3 and Q4 2023/reclassifications	-359.113	61.069	584.028	108.854	41.233	436.072
Currency effect* in 2Q, Q3 and Q4 2023	-55.990	-2.859	-4.298	-5.705	-1.199	-70.051
<b>Cost at 31 December 2023</b>	<b>339.042</b>	<b>91.436</b>	<b>629.664</b>	<b>169.440</b>	<b>64.485</b>	<b>1.294.067</b>
Accumulated depreciation at 1 March 2023	0	0	801	2.110	1.951	4.863
Depreciation in the in Q2, Q3 and Q4 2023			3.455	4.095	3.516	11.065
Currency effect* in Q2, Q3 and Q4 2023			-174	-237	162	-248
<b>Accumulated depreciation at 31 December 2023</b>	<b>0</b>	<b>0</b>	<b>4.083</b>	<b>5.968</b>	<b>5.629</b>	<b>15.680</b>
<b>Net carrying amount at 31 December 2023</b>	<b>339.042</b>	<b>91.436</b>	<b>625.581</b>	<b>163.471</b>	<b>58.856</b>	<b>1.278.387</b>

### Estimated useful life and depreciation plan is as follows:

Economic life	Not applicable	Not applicable	25 years	25 years	3-15 years
Depreciation plan	Not applicable	Not applicable	Linear	Declining	Linear

\*Currency effect relates to exchange differences arising from net investment in foreign entities.

Assets under construction relates to the building of a new plant in Japan, and is recognized based on milestone payments. The management has assessed that the payment schedule is the best estimate to reflect the percentage of completion on the construction process, including instalment of RAS equipment. Total capital expenditure, i.e. construction cost excluding financing costs and activated internal costs, is estimated as per the table below:

Category	Total
Construction	651.428
Equipment	492.834
Land	95.298
<b>Total</b>	<b>1.239.561</b>
Progress per 31 March 2024 inclusive of land	98%

The construction work was completed in Q3 2023, while the RAS equipment installation is expected completed in Q3 2024.



## Note 3 – Biological assets (1/3)

Biological assets are, in accordance with IAS 41, measured at fair value, unless the fair value cannot be measured reliably.

For salmon in the grow-out facility a present value model is applied to estimate the fair value. Changes in fair value of biological assets are recognised in the statement of profit and loss. At period end March 2024 fair value adjustment is performed for the three first batches.

The other batches are measured at cost less impairment losses. Cost is deemed a reasonable approximation for fair value for eggs and smolt as there is little biological transformation (IAS 41.24). Cost includes purchase price for eggs and directly attributable cost. The Group is still in a ramp-up phase, and hence the facility's production capacity is not fully used. Cost of production is therefore adjusted for unutilized production capacity.

Fair value of biological assets is calculated based on a cash flow-based present value model. Cash inflows are calculated as functions of estimated volume multiplied with estimated price. Fish ready for harvest (mature fish) is valued at expected sales price with a deduction of cost related to harvest, transport etc. For fish not ready for harvest (immature fish), the model uses an interpolation methodology where the known data points are the value of the fish when being transferred to the post smolt grow-out facility and when recognised as mature fish. Cash outflows are based on historical data and estimation of known cost categories such as feed, personell and electricity. In accordance with IAS 41.16, a provision for onerous contracts is recorded by assessing if there are contracts in which the unavoidable costs of meeting the Company's obligations under the contract (where fair value adjustment of biological assets is included in the unavoidable costs) exceed the economic benefits expected to be received.



## Note 3 – Biological assets (2/3)

Amounts in 1.000 NOK

	Tonnes		Count	
	31/03/2024	2023	31/03/2024	2023
<b>Volume of biological assets</b>				
Biological assets beginning of period	40	0	1.135.907	250.995
Increase due to production	82	40	191.836	884.912
Reduction due to incident based mortality 3 February	-9		-49.867	
<b>Volume of biomass</b>	<b>112</b>	<b>40</b>	<b>1.277.876</b>	<b>1.135.907</b>

<b>Carrying amount of biological assets</b>	<b>31/03/2024</b>
Biological assets as of 1 January	19.750
Increase due to production in period 1 January to 31 March*	10.425
Reduction due to tank-incident based mortality 03.02	-1.760
Fair value adjustment beginning of period	
Fair value adjustment end of period	1.978
<b>Biological assets as of 31 March</b>	<b>30.392</b>

<b>Reconciliation of changes in the carrying amount of biological assets</b>	<b>31/03/2024</b>
Carrying amount as of 1 January	19.750
Cost to stock in in period 1 January to 31 March**	10.907
Net fair value adjustment in Q1 2024	1.978
Mortality for fish in Q1 2024 (3 February)	-1.760
Currency translation differences	-482
<b>Total carrying amount of biological assets 31 March</b>	<b>30.392</b>

\* The company is in an early stage of the production ramp-up at the facility in Japan and the facility's production capacity is not fully utilized. Cost of production is therefore adjusted for unutilized production capacity. As per 31 March 2024 this adjustment amounted to NOK 4.2 million which has been expensed directly in the profit and loss statement in Q1 2024.

\*\* Changes in biomass in profit and loss is translated to the presentation currency using the average exchange rate for the period.





# Note 3 – Biological assets (3/3)

Amounts in 1.000 NOK

<b>Carrying amount of biological assets</b>	<b>2023</b>
Biological assets as of 1 January	2.868
Increase due to production in period 1 January to 31 March	5.221
<b>Biological assets as of 31 March</b>	<b>8.089</b>
Increase due to production in Q2, Q3 and Q4	11.661
<b>Biological assets as of 31 December</b>	<b>19.750</b>
<b>Reconciliation of changes in the carrying amount of biological assets</b>	<b>2023</b>
Carrying amount as of 1 January	2.868
Cost to stock in period 1 January to 31 March**	5.070
Currency translation differences	151
<b>Total carrying amount of biological assets 31 March</b>	<b>8.089</b>
Cost to stock in Q2, Q3 and Q4**	12.703
Currency translation differences	-1.042
<b>Total carrying amount of biological assets 31 December</b>	<b>19.750</b>

\*\* Changes in biomass in profit and loss is translated to the presentation currency using the average exchange rate for the period.

## Specification of biological assets

Biological assets	Number of fish (1000)	Biomass (tonnes)	Cost of production	Fair value adjustment	Carrying amount
Smolt	1.122	26	17.067		17.067
Non-harvestable fish (>0,1 kg)	156	87	11.347	1.978	13.325
<b>Total 31 March 2024</b>	<b>1.278</b>	<b>112</b>	<b>28.414</b>	<b>1.978</b>	<b>30.392</b>

Biological assets	Number of fish (1000)	Biomass (tonnes)	Cost of production	Fair value adjustment	Carrying amount
Smolt	1.136	40	19.750		19.750
<b>Total 31 December 2023</b>	<b>1.136</b>	<b>39.770</b>	<b>19.750</b>		<b>19.750</b>



# Note 4 - Earnings per share

Amounts in NOK

	31/03/2024	31/03/2023	2023
Profit (loss) for the year	-29.954.771	-1.961.910	-93.344.517
Weighted average number of outstanding shares during the year	132.895.002	39.935.965	52.187.041
<b>Earnings (loss) per share - basic and diluted (in NOK)</b>	<b>-0,23</b>	<b>-0,05</b>	<b>-1,79</b>

Earnings per share calculation is based on profit/loss in the consolidated financial statement divided by the weighted average of common shares.



## Note 5 - Share capital and shareholders (1/2)

The share capital of NOK 14.217.278 consisted of 142.172.780 shares, each with a nominal value of NOK 0.1 at 31 March 2024. All shares carry equal rights.

The movement in the number of shares during the year was as follows:

	31.03.2024	2023
Ordinary shares at beginning of period	59.672.780	39.787.650
Issue of ordinary shares	82.500.000	19.885.130
<b>Ordinary shares at 31 December</b>	<b>142.172.780</b>	<b>59.672.780</b>

Shares owned by board members, group management and their related parties at 31 March 2024

	Number of shares	Ownership percentage
<b>Board of Directors</b>		
Katrine Trovik (Chair), Kvasshovd AS	2.090.000	1,5 %
Per Grieg, Grieg Kapital AS and Kvasshøgdi AS	22.724.893	16,0 %
Viggo Halseth	123.250	0,1 %
Peter Hermansrud, First Partneres Holding 5 AS	80.000	0,1 %
<b>Total number of shares held by Board members</b>	<b>25.018.143</b>	<b>17,6 %</b>

<b>Group Management</b>		
Joachim Nielsen, CEO, Loyden AS	3.555.000	2,5 %
Ole Christian Willumsen CFO	603.000	0,4 %
Dharmarajan Rajeswaran, COO	61.000	0,0 %
Lars Stigaard, CTO	103.445	0,1 %
<b>Total number of shares held by Group management</b>	<b>4.322.445</b>	<b>3,0 %</b>



## Note 5 - Share capital and shareholders (2/2)

List of main shareholders at 31 March 2024

Shareholder	31/03/2024	
	Number of shares	Ownership percentage
Grieg Kapital AS	15.480.049	10,9 %
Nordfjord AS	9.000.000	6,3 %
Myrlid AS	8.318.257	5,9 %
Six SIS AG	7.900.000	5,6 %
Kvasshøgdi AS	7.244.844	5,1 %
Helida AS	7.042.000	5,0 %
Daimyo Invest AS	6.962.703	4,9 %
M. Paulen AS	4.355.313	3,1 %
Loyden AS	3.555.000	2,5 %
OM Holding AS	3.500.000	2,5 %
Jan Heggelund	3.324.620	2,3 %
Nordnet Livsforsikring AS	2.331.950	1,6 %
Prima Blue AS	2.250.000	1,6 %
Kontrari AS	2.235.000	1,6 %
Nutreco International B.V.	2.160.493	1,5 %
Kvasshovd AS	2.090.000	1,5 %
Ristora AS	2.006.565	1,4 %
Odfjell Land AS	2.000.000	1,4 %
Sulefjell AS	1.843.543	1,3 %
HRH I AS	1.350.000	0,9 %
<b>Total number of shares attributed to the 20 largest shareholders</b>	<b>94.950.337</b>	<b>66,8 %</b>
The number of shares attributed to the other shareholders	47.222.443	33,2 %
<b>The total number of shares issued and outstanding</b>	<b>142.172.780</b>	<b>100,0 %</b>





# Note 6 - Borrowings and other current liabilities (1/2)

Amounts in 1,000 NOK

The Group has been in process of extending the loan agreement with JAML. In March 2024 the loan was extended at same terms with new maturity date, 30 December 2025. The outstanding principal of JPY 750.000.000 shall be paid in full on the maturity date. Interests are paid quarterly. Grieg Kapital AS is guarantor to this facility, guarantee fee is charged with 5 % of principal amount.

Proximar Seafood AS has registered share capital increases in January and February 2024. As a consequence of the private placements the conversion price of the Bonds has been adjusted to NOK 4.0727 according to the Bond Terms Clause 13.1. No bonds are converted in first quarter of 2024.

The Group released a tap issue of the bonds with an option for conversion to shares in the parent company. The total amount issued in 2023 was NOK 40.000.000 and consists of 40 mill bonds. The bonds are held by the Company at 31 March 2024 and at year end 2023. Own bonds are not recognized in the financial statements.

<b>Non-current liabilities*</b>	<b>CurrencyBorrowing company</b>	<b>31/03/2024</b>	<b>31/03/2023</b>	<b>31/12/2023</b>
Convertible bond loan	Proximar Seafood AS NOK(Norway)	205.365	215.046	202.725
Non-current interest bearing debt	Proximar Seafood AS NOK(Norway)	96.853	30.000	95.693
Bullet credit facility**	JPYProximar Ltd (Japan)	53.583		
Loan to financial institution	JPYProximar Ltd (Japan)	613.938		615.396
<b>Total non-current liabilities*</b>		<b>969.740</b>	<b>245.046</b>	<b>913.815</b>
Bullet credit facility**	JPYProximar Ltd (Japan)		253.001	53.432
Current interest bearing debt	Proximar Seafood AS NOK(Norway)	-		15.000
Loan to financial institution	Proximar Seafood AS NOK(Norway)		108	
<b>Current portion of interest bearing debt</b>		<b>-</b>	<b>253.110</b>	<b>68.432</b>

\*Carrying amount includes capitalised borrowing cost.

\*\* Bullet credit facility was presented as short term liability at 31.12.2023 and 31.12.2022.



## Note 6 - Borrowings and other current liabilities (2/2)

Amounts in NOK

Payment profile non-current liabilities	2024	2025	2026	Total
At 31 March 2024				
Non-current bullet credit facility		53.583	-	53.583
Long term loan to financial institution		628.707	-	628.707
Long term loan		104.200	-	104.200
Convertible bond loan		224.200	-	224.200
Leasing	1.488	795	-	2.283
<b>Total</b>	<b>1.488</b>	<b>1.011.485</b>	<b>-</b>	<b>1.012.973</b>

Description of liabilities	Currency	Interest rate	Final maturity	Pledges
Bullet credit facility	JPY	2,65%	December 2025	Shares in Proximar Ltd
Loan to financial institution	JPY	TIBOR + 4.0 %	August 2025	All assets
Non-current interest bearing debt	NOK	NIBOR 1M + 2,25 %	October 2025	To be agreed
Convertible bond loan	NOK	7,00%	October 2025	None

### *Credit facility guarantee:*

The bullet credit facility is guaranteed by Grieg Kapital AS, who is also a shareholder. As security for Proximar Ltd.'s payment obligations, the Guarantor has a first priority pledge of all shares in Proximar Ltd and a first priority pledge of all claims Proximar Seafood AS has towards Proximar Ltd.

### *Credit facility covenants:*

Covenants of Proximar Seafood AS: reporting of financial statements and / or progress reports at given deadlines.

Covenants of Guarantor: to maintain own equity ratio above 50 %, to maintain net assets of above NOK 110 mill, and to maintain liquidity-ratio (ratio of current assets to current liabilities) above 200 % (adjusted for intercompany loans).

### *Loan to financial institution:*

For the syndicated loan provided by the three Japanese banks, the Group has provided all assets and main contracts as pledge and Proximar Seafood AS is the guarantor. There are reporting requirements at given deadlines.

### *Non-current interest bearing debt:*

Grieg Kapital AS is guarantor for this facility internally in the Grieg group of companies, and a guarantee fee is charged with 5 % of principal amount. Part of the IC-claims that Proximar Seafood AS has towards the Japanese daughter company is planned as collateral for the loan.