

# 2025 ANNUAL REPORT

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and (iii) the release of the accumulated impairment on the demobilization receivable for *Thunder Hawk* as a result of the sale of the asset completed during the period, partially offset by (iv) the start of amortization of the Company's new global ERP system following its first phase successful deployment mid-2025.

Net financing costs totaled US$(571) million, compared with US$(663) million in the prior period. This improvement of 14% compared with prior year is mainly explained by (i) the full repayment of the project loans for FPSOs *Liza Destiny* and *Prosperity* in 2024 following the purchase of the units by the client, (ii) gains on forward currency contracts, (iii) higher interest income on cash and short-term investments, (iv) the scheduled amortization of project loans for the fleet under operations, and (v) lower interest expense on the Company's RCF. This was partially offset by (vi) the new construction financing for FPSO *Jaguar* in 2025, (vii) the sale and leaseback agreement for *FPSO Cidade de Paraty,* (viii) increased project financing to fund the construction of *FPSO Almirante Tamandaré*, *FPSO Alexandre de Gusmão* and FPSO *ONE GUYANA* during the period and (ix) the amortization of the *ONE GUYANA* project financing transaction costs up to the expected purchase of the unit in early 2026.

The share in profit/(loss) of equity accounted investees decreased to US$(4) million from US$19 million in the year-ago period. This is mainly due to ownership changes, namely the acquisition of interests held by Sonangol related to FPSOs *N'Goma, Saxi Batuque* and *Mondo* in mid-2024, and the full divestment in *FPSO Kikeh* in early 2025.

The effective tax rate over 2025 decreased to 10%, compared with 27% in the year-ago period. The decrease in the effective tax rate is mainly explained by (i) recognition of a deferred tax asset in relation to the profit recognition of *FPSO Almirante Tamandaré* and *FPSO Alexandre de Gusmão* as a result of the first oil of those units, (ii) the early sale of FPSO *ONE GUYANA* completed on February 4, 2026, resulting in the partial release of a deferred tax liability and (iii) lower tax on the Guyanese projects following the sales of two FPSOs in 2024.

As a result, the consolidated net income attributable to shareholders reached US$922 million, an increase of US$772 million compared with the prior year.

## STATEMENT OF FINANCIAL POSITION

| in millions of US$ | 2025 | 2024 | 2023 | 2022 | 2021 |
|---|---|---|---|---|---|
| Total equity | 6,482 | 5,844 | 5,531 | 4,914 | 3,537 |
| Net debt[1] | 8,068 | 8,137 | 8,748 | 7,881 | 6,681 |
| Cash and cash equivalents | 1,086 | 806 | 543 | 683 | 1,021 |
| Total assets | 18,097 | 17,157 | 17,176 | 15,889 | 13,211 |

1 Net debt is calculated as total borrowings (including lease liabilities) less cash and cash equivalents.

Total equity increased by US$638 from US$5,844 million at December 31, 2024 to US$6,482 million at December 31, 2025, driven by (i) the positive net result over the current period, (ii) the gain recognized in non-controlling interests and retained earnings from the acquisition of the non-controlling interests in *Espirito Santo* entities which were already controlled by the Company prior to the transaction and (iii) the increase of the hedging reserve, partially offset by (iv) dividends to shareholders and to non-controlling interests and (v) the share repurchase program.
Dividends distributed to the shareholders in 2025 amounted to EUR150 million (equivalent to US$170 million[1]) and the Company's cumulative share repurchase during 2025 amounted to EUR154 million, equivalent to US$174 million[2] (2024: US$102 million) in relation to:

- The EUR65 million share repurchase program effective from August 8, 2024 and fully completed on April 23, 2025; and
- The EUR141 million share repurchase program effective from April 24, 2025, which is expected to be completed by February 26, 2026.

In line with the progress of the share repurchase program, the Company cancelled 5,000,000 ordinary shares on November 3, 2025, representing 2.8% of the Company's issued share capital. The total and final number of shares to be cancelled will be determined upon completion of the share repurchase program.

The movement in the hedging reserve was mainly caused by (i) the increase in marked-to-market value of forward currency contracts, driven by the depreciation of the US$ exchange rate versus the hedged currencies (especially EUR and BRL),

1 Based on the EUR/US$ exchange rate on May 6, 2025. Dividends were paid in euro.
2 Based on the 2025 annual average EUR/US$ exchange rate.

partially offset by (ii) the negative impact of the marked-to-market value of interest rate swaps due to decreasing US$ market interest rates.

Net debt slightly decreased from US$8,137 million at December 31, 2024 to US$8,068 million as of December 31, 2025. While the Turnkey (as a result of the recent Sale and Operate contracts) and the Lease and Operate segments generated strong operating cash flows, the Company (i) implemented a new financing tool with the sale and leaseback financing agreement for *FPSO Cidade de Paraty* being fully drawn during the period, (ii) continued to draw on project finance facilities for *FPSO Alexandre de Gusmão* and FPSO *ONE GUYANA* to finalize the related investment in growth and (iii) implemented the construction financing for FPSO *Jaguar*. These were partially offset by (iv) the scheduled repayment of non-recourse project debt, (v) the full repayment of the MPF facility, (vi) the partial repayment of the RCF, (vii) the full repayment of the US private placement notes in relation to *FPSO Cidade de Anchieta* and (viii) the strong return to shareholders and to non-controlling interests.

Almost 90% of the Company's debt as of December 31, 2025 consisted of non-recourse project financing (US$8 billion) in special purpose investees. The remainder (US$1.1 billion) comprised (i) the construction financing for FPSO *Jaguar* which will be repaid following completion of construction and (ii) the Company's new RCF, which was drawn for US$100 million as at December 31, 2025. Cash and cash equivalents amounted to US$1,086 million (December 31, 2024: US$806 million) and lease liabilities totaled US$115 million as of December 31, 2025.

Total assets increased to US$18.1 billion as of December 31, 2025, compared with US$17.2 billion at year-end 2024. This primarily resulted from (i) the increase of finance lease receivables following the first oil of FPSOs *Almirante Tamandaré, Alexandre de Gusmão* and *ONE GUYANA* during the current period compared with their contract asset value at the end of 2024, (ii) the investments in multi-purpose floater hulls and related equipment under construction for use in future projects, (iii) the increase of contract assets and receivables mostly related to the Sale and Operate FPSO projects under construction at the end of the year and (iv) net cash generation, partially offset by (v) a reduction of the gross amount of finance lease receivables in line with the repayment schedules.

## 4.1.4 FINANCIAL REVIEW DIRECTIONAL

| in US$ million | FY 2025 | FY 2024 |
|---|---|---|
| **Directional Revenue** | **5,066** | **6,111** |
| Directional Lease and Operate revenue | 2,295 | 2,369 |
| Directional Turnkey revenue | 2,772 | 3,743 |
| **Directional EBITDA** | **1,709** | **1,896** |
| Directional Lease and Operate EBITDA | 1,235 | 1,261 |
| Directional Turnkey EBITDA | 561 | 724 |
| Other | (87) | (89) |
| **Directional Profit/(loss) attributable to shareholders** | **677** | **907** |

| in US$ billion | FY 2025 | FY 2024 |
|---|---|---|
| Pro-forma Directional backlog | 31.1 | 35.1 |

### PRO-FORMA BACKLOG – DIRECTIONAL

Change in ownership scenarios, lease contract duration and contractual commitments have the potential to significantly impact the Company's future cash flows, net debt balance as well as the profit and loss statement. The Company therefore provides a pro-forma Directional backlog based on the best available information regarding ownership scenarios, lease contract duration and contractual commitments for the various projects.

The pro-forma Directional backlog at the end of 2025 reflects the following key assumptions:

- The early sale of FPSO *ONE GUYANA* completed on February 4, 2026, ahead of the end of the maximum lease term in August 2027, has been reflected in the Turnkey backlog by bringing forward the year of sale from 2027 to 2026, updating the sale price and by removing the remaining 2026 and 2027 lease payments originally included in the backlog;
- The FPSO *Jaguar* contract awarded to the Company in April 2024 covers the construction period within which the FPSO ownership will transfer to the client and is reported in the Turnkey backlog;