Eni Energy E&P Holding Netherlands B.V.

Annual Report 2024

CONTENTS

Directors' report

The Board herewith presents the annual report of Eni Energy E&P Holding Netherlands B.V., previously Neptune Energy E&P Holding Netherlands B.V. (hereafter 'the Company' or, collectively with her subsidiaries, 'the Group') for the year ended 31 December 2024.

The Company is involved in the oil and gas industry and is a wholly owned subsidiary of Eni Energy Holding Netherlands B.V. (parent company).

Acquisition of Neptune Energy Group Limited by Eni International B.V. (Eni)

On 23 June 2023, the Group announced that Eni International B.V. (Eni) signed a sale and purchase agreement (SPA) to acquire all the shares of Neptune Energy Group Limited. Completion of the acquisition was conditional upon, among other things, the receipt of necessary regulatory and government approvals.

On 31 January 2024, the sale of Neptune Energy Group Limited to Eni International BV was completed.

A significant change due to the acquisition by Eni, is the method of financing the Company and its subsidiaries by means of capital contributions, instead of long term intercompany loans and by entering into a different cash pooling system. Also, because of Eni's policy to hedge expected future gas and LNG production on a different organizational level, the Company and her subsidiaries exited hedging and the related accounting after 1 February 2024.

As from February 2024 the ultimate parent company of the Company is Eni SpA, based in Rome, Italy. Eni is firmly established as one of the world's leading independent integrated energy companies.

Companies whose ultimate parent is Eni SpA are referred to as 'Eni Group companies' or 'affiliated companies' in this annual report.

The Company is shareholder of:

- Eni Energy Netherlands B.V., and owns through this company 100% of Production North Sea Netherlands Ltd, and 100% of Eni Energy Participation Netherlands B.V. These 3 companies are engaged in gas and oil exploration and production in the Dutch North Sea.
- Eni Energy Facilities Netherlands B.V. that owns interests in platforms, processing and transportation facilities in the Dutch North Sea.
- Eni Energy Hydrogen B.V., a company engaged in hydrogen activities in the Dutch North Sea.
- Dutch companies dedicated to exploration and production activities in Algeria, Egypt, Indonesia and Germany.

A detailed overview of all subsidiaries and participating interests can be found in note 2 Financial Fixed Assets to the Company financial statements.

Overview of activities

Netherlands and Germany

Since February 2024 Eni operates upstream activities in The Netherlands as part of the Neptune Energy acquisition. The Dutch subsidiaries have been present in The Netherlands since 1964. Eni Energy Netherlands is the largest gas producer In the Dutch sector of the North Sea and operates a large infrastructure of 29 offshore facilities with 4 major treatment hubs. Projects are spanning the entire value chain; near field exploration, High Pressure High Temperature (HPHT) development, maintenance and decommissioning.

Production

In 2024, production net to Eni amounted to 13.2 kboepd (2023: 14.4 kboepd). The results from various production optimization activities have been more than offset by declines from mature fields as well as unforeseen temporary lower production caused by technical difficulties.

In February 2024 the F3-B105 well orphan sands perforation project has been successfully completed. Frack operations in two wells at K12-G have been completed in April at flow rates above expectation. A velocity string project at the K2b-A6 well has started in December.

Development

The L7-17 Rhone appraisal well was drilled in 2023 and successfully de-risked a potential gas development, located close to existing infrastructure. A well test demonstrated excellent productivity. Development concepts for the L7f field have been evaluated during 2024 and a final investment decision has been made in 2025.

Potential infill opportunities on producing field continue being matured, main ones being opportunities in L10 (Malachite), L12/L15 area and in K12-G, which are expected to be drilled as from 2025.

Exploration

During 2024 the focus has been on portfolio replenishment and maturing opportunities, drill ready by end of the year.

The exploration portfolio as of December 31, 2024, includes near field opportunities in L10 (Limonite, Sapphire, Galena) as well as L5 (Nevada), all operated.

More generally, successful exploration and appraisal activities in 2022 and 2023 provide material new growth opportunities and the potential to reverse the recent production declines.

Decommissioning

During 2024 the K12-C and K9c wells as well as the remainder of the D18a-A wells and the G14-2 well have been plugged and abandoned.

The G14-B platform top side has been sold and subsequently lifted and transported to the buyer’s shore base.

In 2025 the D15-A and the E17a-A wells as well as the G16-3 well are planned to be abandoned. An SPA is expected to be signed for re-use of the E17a-A platform by the L7f development.

Indonesia

In Indonesia we produce LNG for export to the region under long-term contracts, as well as gas for the domestic market to help meet the country's growing energy needs.

Production

Production in Indonesia increased to 25.4 kboepd in 2024 from 23.2 kboepd in 2023. During the year we continued to optimize output from the Jangkrik and Merakes fields, maintaining gas throughput at close to capacity of the Jangkrik FPU despite the natural decline of Jangkrik field and increasing water production in Merakes field. Gas demand in the region remains strong, enabling one spot cargoes sold in the period combined with fulfillment of domestic needs at an attractive price.

In 2024, we started JNE-7 well side-track program in September in Jangkrik field of Muara Bakau PSC and it was eventually put on production in February 2025. We also continued the Preventive Maintenance (PM) 50K hours on Export Gas Compressor (EGC).

Operating costs decreased slightly to EUR 8.6/boe in 2024, from EUR 9.8/boe in 2023, reflecting good cost control in the period. We expect an increase in opex in 2025 due to Merakes East start up, the execution of non-routine maintenance, and additional MEG chemicals due to increasing water production.

Our health and safety performance in Indonesia was excellent with no recordable injuries.

Development

Development capex in Indonesia increased significantly to MEUR 104.1 in 2024 (from MEUR 30.5 in 2023) mainly due to Jangkrik North East 7 ST, Merakes East, Maha, and Geng North projects. Investment levels are expected to increase in 2025 due to the pre-execution and execution phase of these projects.

We continued to progress development plans for the Maha and Merakes East fields in 2024, with both fields to be developed as tie-backs to the Jangkrik FPU. Merakes East project will start its production in May 2025 (as per Forecast 1) and the project execution progress is slightly behind of plan due to rig activities on JNE-7ST well lasting longer than planned. The first Gas is now estimated between Q2/Q3 2025 subject to Drilling rig availability.

In February 2024, PSE (Exploration Status Definition) of Geng North of North Ganal PSC has been submitted, the acknowledgement letter (Discovery Declaration) has been approved in March 2024, and POD approval has been granted in August 2024. With this process concluded, North Ganal became an exploitation PSC. The FEED was completed in December 2024 and currently the procurement activities are ongoing for all the main work packages and permitting processes. The target project FID is in Q2 2025 (as per Forecast 1).

In December 2024 Agra announced its plan to sell its 11.74% to the Indonesian company Medco E&P. The company has decided to apply a pre-emption right to acquire the working interest sold by Agra, to allow Eni group to reach a combined 100% of working interest in the PSC.

Exploration

Regarding Arguni I PSC, we had secured approval from Migas in March 2024 about the modalities of the completion of the unrealized firm commitment in Arguni PSC, as a seismic acquisition in open area in the Kutei Basin. The seismic acquisition is planned to start in Q4 2025.

As for Maha project, in 2024 exploration activities focused on the preparation of the commitment exploration campaign with the deepening of the Maha 4.

For East Ganal PSC, in July 2024, we obtained the approval of entering into the additional 4-year Exploration period thus expiring now on 29 July 2028. Kadal-1 Dir firm commitment exploration well was spudded in August 2024. Due to strategic and operational reasons the well was temporarily abandoned and will be resumed and completed within 2025.

Egypt

In Egypt, we have interests in oil and gas fields in the Western Desert (Alam El Shawish).

Production

In Egypt, production averaged 2.3 kboepd in 2024 (2023: 2.6 kboepd). The high performance of Karam gas and condensate wells compensated delays due to workovers and the waterflood program.

Late 2024, Bahga C98 was side tracked as oil producer targeting ARG formation in Bahga C98 structure, followed by Bahga C98-2 water injector that was drilled in early 2025.

The Karam-Abu Roash-G gas condensate wells were tied back via a new Karam-Assil pipeline, in December 2023, to low pressure gas train to achieve reduction on the back pressure the old, depleted wells and maximizing the gas and liquid production from the new wells.

Karam-AD well was drilled in June 2025, targeting ARG formation as a primary target and appraise Bahariya extension, with the drilling results still being evaluated. More infill wells will be considered to be added in Karam ARG formation based on the Karam-AD results to continue to deliver positive results from our workover program.

We plan to maintain production in 2025 through an active program of new wells and workovers. In addition to this we plan to engage with operator/partners to Review PSC work program and negotiation with EGPC timeline.

The opex/boe in 2024 was decreased to 2.71 $/boe due to the devaluation of the Egyptian Pound and the lower operating cost after switching from diesel to gas generators. 2025 opex/boe is expected to remain at similar level.

Our health and safety performance in Egypt was excellent, with no recordable injuries.

Development

We invested MEUR 0.3 of development capex in 2024 (2023: MEUR 7.4) and expect expenditure to remain at similar levels in 2025. As part of our program, we expect to drill 1 development well at Bahga field.

Exploration

In May 2024, the company elected not to enter the second exploration period and chose to relinquish the entire area covered under the North West El Amal Offshore Concession Agreement upon the conclusion of the first exploration period.

Algeria

The Group is engaged in the exploration, production, processing, and marketing of hydrocarbons within Algerian territory. It holds a 54% participating interest in E&E Algeria Touat B.V. E&E Algeria Tout B.V. holds a 65% participating interest in the Touat Development and Operation License, located near Adrar in the Sahara Desert. The project consists of 11 fields, a gas plant, and living quarters. The remaining participating interest in the license is held by the Algerian National Oil Company, Sonatrach. The gas production is an important source of supply for mainland Europe.

The Group's interest in Touat is accounted for using the equity method in the consolidated financial statements.

In 2024, significant progress was made in production performance and project execution at the central processing facility (CPF). Export gas stabilized at 7.9 $MMSm^3/d$ due to efforts in optimizing production fluid management, making repairs at the CPF, and fine-tuning process parameters. Reliability improved through Turboexpander and JT unit optimization, alongside predictive analysis for desiccant life monitoring in the Mercury and Sulfur Recovery Units. Operational and safety incidents were reduced, demonstrating a commitment to safety and excellence.

On the project front, the Permanent MRU, which will boost export capacity to 8.3 $MMSm^3/d$ by 2H 2025, is progressing as planned with zero LTIs. The FEED phase for the Slug Catcher was completed in Q2 2024, followed by the EPC prequalification process in Q3 2024, shortlisting four bidders. The EPC contract award is expected in Q3 2025. Additionally, Phase 2 developments advanced, with the Concept Select Study starting in September 2024 with the scope and capex estimates that were finalized in 2025.

Production

The total hydrocarbon production in 2024 is kboepd 13.8 which is an increase compared to 2023 (kboepd 2.3) and it is composed of natural gas (98%) and liquids (2%). This significant increase is attributable to the resumption of production following an extended plant shutdown caused by a mercury-related issue, with output rising from approximately 5.9 $MMSm^3$ in January 2024 to 7.9 $MMSm^3$ in November 2024.

The company will continue to focus on delivering improvements and committed production levels, as well as lowering its environmental impact.

Development

Development investments amount to MEUR 45 and include the following main projects:

- Living camp
- Installation of the permanent MRU
- Turbine maintenance 24000H
- Rehabilitation of the temporary living quarters
- Phase II activities

Risk Management

Risk management policy

The Company operates internationally in the oil and natural gas industry and is subject to exposure to several categories of risks: strategic risks, operational risks, financial performance risks, geopolitical risks, financial reporting risk, changes in laws and regulations (regulatory risk), risks related to fraud and corruption, cyber-security risks and climate-related risks.

As part of the Eni SpA group the Company received centralized services (e.g. finance, provision of personnel, high-level studies, etc.) in order to manage and mitigate such risks.

At an Eni SpA group level, Eni has developed and adopted a model for Integrated Risk Management (IRM) that targets to achieve an organic and comprehensive view of the Company's main risks, greater consistency among internally-developed methodologies and tools to manage risks and a strengthening of the organization awareness, at any level. The IRM has been defined and updated consistently with international principles and best practices. It is an integral part of the Internal Control and Risk Management System and is structured on three lines of defense:

- Risk owners, whose responsibility lies in risk assumption and related treatment measures.
- Risk control functions that cooperate in drafting the methodologies and risk management tools and perform control activities though structures that are independent from operating management.
- Independent assurance provider that provides independent certifications on the planning and functioning of risk management processes.

The Company's risk management system is an integral part of the IRM. For a background reading of the IRM and changes to the risk management system, reference is made to the Annual report of Eni SpA. The Board of Directors believes that because of the risk mitigating procedures in place, the described principal risks are deemed to be mitigated to an acceptably low level, in line with risk appetite of the entity, which is on the lower end of the risk spectrum.

Country and strategic risks are monitored at an Eni SpA group level and related decisions are taken by the Company in the larger group context. The main financial risks, operating and related HSE risks and evaluation in the legislation, as well as the Company's treatment measures are analyzed by the central functions that support the directors of the Company. For further background reading we refer to the Annual report of Eni SpA.

Strategic risk

The Company is subject to political and legal dynamics in the countries in which it operates. Unexpected change to the governmental and regulatory framework is not uncommon. The control measures taken in relation to this risk and the expected impact on the results and/or financial position are managed at Eni group level and described in the Eni SpA's Annual report.

Operational risk

The Company's activities present industrial and environmental risks and are therefore subject to extensive governmental regulations concerning environmental protection and industrial security. The broad scope of the Company's activities involves a wide range of operational risks such as those of explosion, fire or leakage of toxic products, production of non-biodegradable waste.

All these events could possibly damage or even destroy wells as well as related equipment and other property, cause loss of oil and gas produced, cause injury or even death to persons or cause environmental damage. Since exploration and production activities may take place on sites that are ecologically sensitive, each site requires a specific approach to minimize the impact on the related ecosystem, biodiversity and human health.

The Company adopted stringent standards for the evaluation and management of industrial and environmental risks, complying with local and international best practices and standards. Business units evaluate through specific procedures the related industrial and environmental risks in addition to taking account of the regulatory requirements of the countries where these activities are located. Since 2024, the Company as part of Eni SpA has introduced a Model of management system, a general procedure to be applied in all its operating sites, based on an annual cycle of planning, implementation, control, review of results and definition of new objectives. The Model is directed towards the prevention of risks, the systematic monitoring and control of HSE performance in a continuous improvement cycle subject also to audits by internal and independent experts.

Financial performance risk

Any strategic decisions related to current market circumstances, including the developments in oil prices, will be proposed at Eni SpA group level with the participation of the management of the Company. The Company's management, in conjunction with the Eni group, assesses the impact of changes in oil prices or other market circumstances on the valuation of the Company's assets and the financial reporting thereof. A sensitivity analysis regarding the impact of oil price at an Eni group level is performed in the consolidated financial statements of Eni SpA.

Volatility of energy prices due to market factors and to risk related to the Russia-Ukraine situation have eroded the purchasing power of households and increased the input costs to the manufacturing sectors, fueling inflationary pressures. Governments all around the world have put in place several instruments and initiatives to soften the impact of the energy bill. In Italy and in the Netherlands the governmental measures intended to eliminate the impact of energy costs fluctuations to households and businesses are expected to be financed through an increased fiscal take on the energy sector.

Geopolitical risk

The systemic risks are significantly increased by the geopolitical tensions at international level due to the prolonging Russian military aggression in Ukraine and the resumed hostility between Israel and the Arab countries, culminated with the invasion of the Gaza strip by the Israeli army. The risk of extensive conflicts, the escalating confrontation between Israel and Palestine, with the involvement of other Arab states supporting Palestine, as well as the impact of economic sanctions imposed to the Russian Federation by the international community might impact the world's production, the supply chain and the trust of consumers, businesses and investors, with consequent delays or interruption of decisions on expenditures and investments.

If such events occurred this could trigger the macroeconomic cycle to slow down, to stagnate or, in the worst-case scenario, to enter a global recession. These conditions could determine a decrease in demand of energy raw materials and a consequent decrease in prices, with negative impacts on economic results, the cash flow and the realization of the Group's industrial plans.

However, the Company does not have any direct negative impact because of the described situation.

Financial reporting risk

The Company relies on systems approved by Eni SpA group, and applies the Management System Guidelines (MSG) on financial reporting to minimize the risk of financial reporting, i.e. the risk of not delivering the underlying financial information on a timely, accurate, complete and transparent basis.

Laws and regulations

If risks or uncertainties are envisaged in relation to laws and regulations, they are disclosed in the other parts of the annual report. The Company complies with the MSG's and legal framework in the counties in which it operates. Any difference in interpretation is readily discussed with the competent authority and rectified. Any impacts on the Company's accounts are described in the financial statements.

Fraud and corruption

In order to fight any form of fraud and corruption, with no exception, the Company follows the Eni group's Model 231, which sets out responsibilities, sensitive activities and control protocols for crimes of corruption (including environmental crimes and crimes related to workers' health and safety) and fraud. In addition, also an Anti-Corruption Compliance Program is in place, i.e. a system of rules and controls to prevent corruption crimes.

In addition, the ideals of legality and transparency are also contained in the Eni group's Code of Ethics, which is applicable to members of the administrative and control bodies and employees of Eni and to any third party who collaborates or works on behalf of Eni's interest. The regulatory reference to manage and report potential violations of the Code of Ethics is the specific procedure "Annex C – Whistleblowing reports received, including anonymously, by Eni SpA and by its subsidiaries in Italy and abroad".

Furthermore, being inspired by the principles of its Code of Ethics, the MSG Anti-Corruption and in Eni's Statement on respect for Human Rights, all the companies of the Group have adopted a Supplier's Code of Conduct, which describes the minimum requirements and expectations that all their suppliers are required to meet, in order to continuously improve their activities and services, optimized by developing, whenever possible, innovative technology, in digital terms too.

During the year there were no instances of fraud reported.

Cyber-security

Cyber security and industrial espionage refer to cyber-attacks aimed at compromising information (ICT) and industrial (ICS) systems, as well as the subtraction of the Company's sensitive data. A centralized governance model of Cyber Security is in place at Eni group level, with units dedicated to cyber intelligence and prevention, monitoring and management of cyber-attacks. The measures devised by the model are cascaded to all the companies of the Group and the Company adopted the relevant MSG's and procedures.

These measures include strengthening of cyber-security operations infrastructures and services; the enhancement of workstation protection systems for surfing the Internet and e-mail, and strengthening of monitoring following the intensive use of smart working after the COVID-19 pandemic; constant updating and alignment of the rules dedicated to the information security management and data protection; operating plans aimed at increasing security of industrial sites, training and awareness initiatives dedicated to the employees; strengthening of the corporate culture in the cyber-security with particular focus to the behaviors to be adopted (e.g. safe smart working).

Any attempts of breach of cyber-security during the year were successfully tackled and resulted in no impact to the Group and the Companies within the Group.

Climate-related risks

Climate change refers to the possibility of change in scenario and climatic conditions, which may generate physical risks and accelerate the energy transition, which comprises regulatory, market, technological and reputational risks which could adversely and significantly impact the Company's business in the short, medium and long term.

The Company's strategy outlines a non-reversible path of business transformation, which will lead to the "zero net emissions" goal in the Company's products and production processes by 2050, placing the most challenging ambitions of the Paris Agreement at the center of the Company's action, in order to contribute to the achievement of the UN's 17 Sustainable Development Goals and to create sustainable value for all the stakeholders. The evolution of the Company's industrial structure will leverage on the decarbonization of products and industrial processes. These actions coupled with financial and capital discipline will underpin the Company's resilience to the volatility of the scenario.

Eni formally committed to a tangible zero emissions strategy, with the goal of carbon neutrality by 2050.

The Company is committed to a medium and long-term plan to 2050, which combines business development guidelines for progressive industrial transformation with ambitious targets for reducing GHG emissions associated with energy products sold by the Company as well as offsetting emissions. Furthermore, the Company is exposed to the risk of material environmental liabilities in addition to the provisions already accrued in the Financial Statements. No material adverse impact is expected as a result of this risk assessment.

Furthermore, the Eni group is involved in several initiatives focused on the transition: Sustainability-linked financing framework (SLFF), a document that establishes an approach to link Eni's sustainability strategy with its funding policy.

As regards the most important risks and uncertainties, the analysis of environmental and climate-related risks is included in the IRM assessment (including physical and transition risks). This assessment is performed centrally (at Eni SpA headquarters) and locally (at subsidiary level) by company and by Country and, according to the level of impact and probability, it is assigned a specific priority. When the climate-related risks are included in tiers 1 or 2, a specific disclosure is discussed by the Board and included in this document.

The environmental and climate-related risks against which the assessment is made, wherever possible, are as follows:

Long-term price scenarios

Changes in costs of certain carbon intensive products as a result of existing and anticipated prohibitive measures and in alternative products because of a shift in supply & demand should be reflected in the long-term price scenario of the Company, which is used as a basis in several accounting activities, including execution of impairment and recoverability tests across the organization. Eni's process to develop the pricing scenario is rooted in widely published third-party forward curves for commodity prices (e.g. Brent crude, etc.), which inherently consider these factors, therefore the Company does not separately develop expectations related to these specific impacts.

Consistently with the Company's strategy to reach net zero emission in 2050, the management has outlined and action plan to identify the milestones of the Company's transition to net zero including a gradual reduction in hydrocarbons production over the long term and the phase out of oil production by that date and the associated projections of future hydrocarbons prices and costs. Future hydrocarbons prices are a critical accounting estimates in the recoverability test of the carrying amounts of oil & gas properties because they are the main value driver and due to the fact they require management's judgement on highly uncertain matters such as evolution of global climate policies, the pace of energy transition, changes in the global energy mix, the balance between global oil and gas demands, the evolution in consumer's preferences, the pace of technological progress, the adoption of EVs and other market trends. Long-term prices are based on management view of the fundamentals shaping future demands and supplies. Forecasts for the short to the medium term also incorporates projections made by investment banks and other specialized observatories and forward prices. Based on this review the following prices have been adopted:

	2024	2025	2030	2040	2050
Brent USD/bbl	80.76	70.00	84.20	88.30	88.30
TTF USD/mmBtu	10.86	13.20	8.50	10.40	11.40

The Brent prices take into account the effects of the energy transition. We believe that leveraging this approach and by systematically reviewing the recoverability of oil and gas properties, risks are low of having stranded assets in our balance sheet.

Long-lived asset recoverability tests

The targets established by the Company have the most potential to impact the assets largely associated with traditional carbon-intensive energy sources and are most likely to be the assets affected in a negative manner because of the commitments made by Eni, including the gradual shift in production from crude to gas. Management's existing recoverability models incorporate an estimate of operating costs to reduce and offset the effects of emissions (i.e. carbon credits/certificates) for CGU's in territories where there is enacted legislation with measurement guidance. Management performs an additional, second-level impairment assessment considering total estimated operating expenses for forestry credits/certificates in the E&P sector level, treating it as a consolidated CGU for this purpose given the costs are not directly allocable to specific CGU's.

The Company over time has selected its capital projects in a way which is aligned with its strategy and long-term goals. Assets under development must comply with a set of criteria including a short pay-back period, a low break-even price and an emission profile which is consistent with the targets of gradual reduction in the Company's carbon footprint. Exploration investment have been directed towards context which are simple and easy to develop; development activities are designed to allow fast start-up, phased and modular approach and reduced financial exposure. All these levers have gradually reduced the time to market of our reserves. These exploration and development actions are intended to reduce risks of assets being written off as a result of the energy transition.

Recognition and subsequent management of Asset retirement obligations (ARO)

The Company recognizes provisions for site decommissioning and restoration when (i) it is probable that a current obligation, legal or constructive, arising from a past event exists; (ii) it is probable that meeting the obligation will be onerous; and (iii) the amount of the obligation can be reliably estimated. ARO are regularly recorded as part of existing processes specific to individual wells, however, the measurement of these obligations is not directly related to climate change strategy as the plans and timeline to achieve the strategic goals are not yet associated with specific wells. If it determined that a specific well will need to stop producing because of specific climate-related plans, the ARO amortization and discount would be adjusted accordingly.

The risk assessment for the year did not highlight any significant tier-1 or -2 risks related to environment or climate change for the Company.

Internal and quality control

The Company makes use of the Eni SpA group's system of internal control. Eni has adopted an integrated and comprehensive internal control and risk management system at different levels of the organizational and corporate structure, based on reporting tools, organizational units, regulations, corporate rules and reporting flows between the various control levels and to the management and control bodies of the Company and its subsidiaries. A detailed description on the system is contained in the Annual report of Eni SpA.

The same applies to quality controls, which is contained in the Eni group's Consolidated disclosure of non-financial information.

Financial review

Balance sheet

Non-current assets

Non-current assets amount to MEUR 1,483.8 (2023: MEUR 1,428.5) and comprise tangible fixed assets (MEUR 770.9, 2023: MEUR 782.2) and financial fixed assets (MEUR 712.9, 2023: MEUR 646.4).

The net book value of tangible fixed assets decreased with MEUR 11.3 compared to 2023. Investments in production, development and exploration assets were MEUR 123.6, and capitalized changes in abandonment assets were MEUR 19.1, both creating an increase in net book value. This was, however, partly offset by depreciation charges (MEUR 153.3) and impairment charges (MEUR 38.3). Currency translation adjustments, due to a strengthening US dollar compared to the Euro, increased the net book value with MEUR 38.1. Impairment charges were due to the write-off of F17 assets in the Netherlands.

Financial fixed assets (MEUR 712.9, 2023: MEUR 646.4) comprise, among other things, the Company's 54% participation interest in E&E Algeria Touat B.V. (MEUR 593.4), deferred tax assets (MEUR 45.3), a VAT receivable in Indonesia that is long-term in nature (MEUR 30.3), and restricted cash, for an amount of MEUR 43.9, for which the Group has the contractual obligation to use it for future decommissioning activities in Indonesia.

The value of the investment in E&E Algeria Touat B.V. increased with MEUR 25.8 mainly due to Eni's share in Touat's net profit (MEUR 43.1) and currency translation adjustments (MEUR 34.8). The profit from the Touat joint venture reflects the impact of the production of the Touat processing facility recommencing in the fourth quarter of 2023. The value increases mentioned were partly offset by a, net, repayment of contributed capital (MEUR 64.0).

Deferred tax assets increased with MEUR 32.2, mainly due to deferred taxes because of changes in the hedging liability in relation to the temporary capture of hedging results in equity (MEUR 9.1), and deferred tax expenses in the income statement (MEUR 23.1). The deferred tax balance in financial fixed assets at the end of 2024 relates entirely to the Netherlands (MEUR 45.3).

Provisions for liabilities and charges

Provisions amount to MEUR 673.8 at the end of 2024 (2023: MEUR 598.1), an increase of MEUR 75.7.

Provisions comprise a provision for abandonment (MEUR 500.8, 2023: MEUR 500.1), and a provision for deferred tax liabilities (MEUR 171.2, 2023: MEUR 94.5).

The abandonment provision increased with MEUR 0.7 to MEUR 500.8. Changes in estimates with respect to the timing, the scope and the expenditure of the expected abandonment work and changes in discount rates led to an increase of MEUR 36.4. The unwinding of the discounted value of the provision (MEUR 12.1) and currency translation differences (MEUR 4.0) led to an additional increase. A net amount of MEUR 22.8 was used for abandonment, which decreased the provision. The short term part of the abandonment liabilities (presented under current liabilities) increased with MEUR 29.1 to MEUR 58.1.

The deferred tax provision relates to deferred income tax positions in Indonesia (MEUR 164.8) and Egypt (MEUR 6.4). The increase in deferred tax liabilities of MEUR 76.7 is mainly caused by current year charges to the profit and loss account of which MEUR 67.9 is due to the decreased temporary differences between the accounting and fiscal valuation of property, plant and equipment and the related abandonment provision in Indonesia.

Net working capital

Net working capital (excluding cash at bank and in hand) amounts to MEUR 533.9, at the end of 2024 (2023: MEUR 305.9) an increase of MEUR 228.

Main drivers were the increase of the receivable under the Group's cash pool arrangement (MEUR 291.5), the increase of the balance of trade receivables on and trade payables to affiliated companies (MEUR 97.7) because part of the hydrocarbon production is sold to customers, that are considered affiliated companies as from February 2024,), the decrease of the income tax payable position in mainly the Netherlands and Indonesia (MEUR 24.4).

These increases were partly offset by the increase of the net payable to joint venture partners (MEUR 97.6), the increase of the short term part of the abandonment liabilities (MEUR 29.1), the decrease of the Trade debtors (MEUR 29.2), the decrease in net overlift/underlift position (MEUR 13.2) and the change in the net position for financial derivatives classified as either current assets or liabilities and the associated payable with MEUR 17.4 due to the fact that the Company no longer hedges expected gas and LNG production, as from February 2024.

Cash position

The cash position increased with MEUR 95.7 to MEUR 123.0 at the end of 2024.

Equity

The Company's equity position increased with MEUR 792.0 to MEUR 1.465.6.

The consolidated net profit for 2024, included in equity, amounts to MEUR 63.1.

Other factors contributing to the increase of equity were capital contributions (MEUR 653.4), and the increase because of foreign currency translation adjustments (MEUR 69.0). The hedging reserve included in equity decreased to nil, since expected gas and LNG production is no longer hedged.

Long term liabilities

Long term liabilities at the end of 2024 amount to MEUR 1.3 (2023: MEUR 490.0). All loans from affiliated companies (MEUR 487.0) at the end of 2023 have been fully repaid in 2024.

Profit and Loss Account

Net turnover

Due to market conditions, turnover decreased with 22.17% to MEUR 638.2 (2023: MEUR 820.0).

Hydrocarbon turnover was affected by significant lower prices combined with slightly lower production volumes. This combination led to a decrease in gross revenue of MEUR 224.4. This was partly offset by the effect of the Company's long-term hedging strategy; the net result from hedging, included in net turnover, was an income of MEUR 1.8 compared to a loss of MEUR 42.6 in 2023.

Net turnover, including hedging results, per main operating area were as follows:

(in €'000'000)	2024	2023	decrease
Netherlands	245.4	320.8	(23.5%)
Indonesia	377.8	474.6	(20.4%)
Egypt	15.0	24.6	(39.0%)
Total turnover	**638.2**	**820.0**	**(22.17%)**

Total turnover from affiliated companies was MEUR 167.2, due to the sale of part of the production in Indonesia to Eni Group companies, which are considered affiliated parties as from February 2024.

Net income

The net income for 2024, was a profit of MEUR 63.1 (2023: MEUR 85.4, profit).

Gross profit, calculated as net turnover minus cost of sales and depreciation, was MEUR 203.6 in 2024, a decrease of MEUR 127.3 compared to the gross profit in 2023 of MEUR 330.9. This is mainly due to the decrease in, net turnover (MEUR 181.8), in addition to increased cost of sales (MEUR 24.3) only partly offset by a decrease in depreciation (MEUR 78.8).

Operating profit was MEUR 156.2 compared to an operating profit in 2023 of MEUR 276.1. Main drivers for the decrease of MEUR 119.9 were the decrease in gross profit disclosed above (MEUR 127.3) in addition to impairment losses of MEUR 40.9 in 2024, mainly due to the impairment of F17 assets in the Netherlands (MEUR 38.3), compared to MEUR 10.2 impairment losses in 2023, and the decrease of dry hole expenses with MEUR 35.0.

As a result, EBITDA (operating result, before depreciation and impairment) for 2024 was MEUR 350.5 compared to MEUR 518.4 for 2023, a decrease of MEUR 167.9.

The net finance result was MEUR 58.3 better than in 2023 and amounted to MEUR 1.1, net income, in 2024. This was mainly driven by improve hedging results related to the ineffectiveness of hedges (MEUR 22.6 increase of net finance result), and lower net interest expenses (MEUR 29.0, increase of net finance result).

As a result, the profit before taxation amounted to MEUR 157.3, a decrease of MEUR 61.6 compared to the profit of MEUR 218.9 in 2023.

The result from the participation in E&E Algeria Touat B.V. amounted to a profit of MEUR 43.1 (2023: MEUR 8.2, loss).

Income tax expense in 2024 was MEUR 137.3 compared to income tax expense of MEUR 125.2 in 2023.

Cash flow

The total cash inflow in 2024 was MEUR 95.7 (2023: MEUR 16.4, outflow), increasing the cash balance at the end of 2024 to MEUR 123.0.

The net cash flow generated from operating activities amounted to minus MEUR 10.8, a decrease of MEUR 134.2 compared to the cash flow from operating activities in 2023 of MEUR 123.4. The main drivers for this decrease are working capital changes, as described above, which led to a net cash outflow of MEUR 258.9 in 2024, compared to a net cash outflow of MEUR 190.5 in 2023.

The Company's cash outflow from investment activities of MEUR 59.9 (2023: outflow of MEUR 139.8) is mainly due to investments in tangible fixed assets (MEUR 123.9, 2023: MEUR 139.8). Investments were according to plan. Cash flow from investments in participation interests was MEUR 64.0 in 2024 due to a net repayment of capital by E&E Algeria Touat B.V. (2023: nil).

Cashflow from financing activities in 2024 was MEUR 166.3, due to capital contributions of MEUR 653.4, which were used to repay loans to affiliated companies (MEUR 487.0).

Liquidity and solvency ratio

Based on the balance sheet, the liquidity ratio, which is calculated as current assets divided by current liabilities, at the end of 2024 is 3.3 (2023: 2.4). The increase is fully caused by the decrease in working capital as discussed above in addition to the significantly improved cash position of the Company. Cash flow from operations is deemed sufficient to fulfil other liabilities.

The solvency ratio, based on the balance sheet, is calculated as equity divided by the total of provisions for charges and liabilities, long term liabilities and current liabilities. The solvency ratio is 1.5 at the end of 2024, which is an improvement compared to the end of 2023, when the solvency ratio was 0.5.

The approved project activities going forward, in combination with a healthy cash flow and increased commodity prices forwards currently for 2025 and 2026, make that we have trust in the continued operations of the Group during the remainder of 2025 and the years thereafter.

Personnel

The average number of employees during 2024 was 407 (2023: 404).

Research & Development activities

We are well positioned for the energy transition. Our portfolio is gas-weighted and has a significantly lower carbon and methane intensity than the industry average. We aim to store more carbon than is emitted from our operations and the use of our sold products by 2030. We support the goals of the Paris Agreement and net zero targets set by governments around the world. While these goals look to 2050, we are focusing on what we can do in the short to medium term, recognising that actions in the next 10 years will be crucial in curbing global temperature rises.

Advancing carbon capture and storage

Reaching net zero will be virtually impossible without carbon capture and storage (CCS), according to the IEA. In addition, CCS technologies offer strategic value in the transition to net zero, since they can help offset emissions in industries where the technical challenges or cost of decarbonisation are currently prohibitive, such as steel and cement manufacturing. CCS can balance the priorities of climate mitigation, energy security and affordability. It is also a proven technology that has been in safe operation for more than 45 years, according to the Global CCS Institute.

At our L10 CCS project, our most advanced CCS project, we made significant progress, completing the front-end engineering design (FEED) by end 2024. Following FEED completion, the tendering process for the development will be initiated, aiming to take FID in 2026. The project will repurpose depleted gas fields into a storage complex with a storage capacity of 5 million tonnes of CO2 a year for third-party industrial customers. We continue to engage with emitters and progress the commercial framework.

Hydrogen

Hydrogen could play a significant role in decarbonising energy use. However, we believe that there are technical and economic challenges to overcome before this technology is scalable. Therefore, our approach has been to undertake R&D at our PosHYdon pilot project in the Netherlands to transfer learnings into more commercial-scale projects.

Development of the PosHYdon green hydrogen project at our Q13a-A platform will be completed in 2025. First offshore hydrogen production is foreseen still in 2025.

At our H2opZee green hydrogen project, a feasibility programme is completed. The study evaluated a hydrogen production facility of 500 MW capacity. The study covered concept designs and engineering for platform and wind turbine generator systems and was completed in early 2025.

We are a partner in the HyTROS (Transport and storage onshore and offshore) consortium. The HyTROS project provides a platform for applied research into the transport and storage of hydrogen, while driving further development. Comprising thirty-two research and industry partners, HyTROS seeks to fast-track the scaling up of green hydrogen in the Netherlands. HyTROS has secured MEUR 14 in funding, along with over MEUR 4 in industry contributions.

Electrification

The electrification of offshore platforms can help reduce emissions, as gas turbines used to generate heat and power are replaced with an electricity supply.

In the Netherlands, our Q13a-A platform is powered using renewable electricity from Europe, saving around 16,500 tonnes of CO2 in 2025. We use Dutch-produced electricity, which has no associated CO2 emissions.

We continue to evaluate further electrification opportunities in the Netherlands.

Other legal requirements

Board composition

The current board of directors is comprised of 3 male and 2 female directors (60% male and 40% female). The Company takes gender diversity into account as much as possible in its appointments and aims at a representation of at least 1/3 of either gender in the Board of Directors.

Corporate Social Responsibility

The Corporate governance and responsibility follow the Eni group policy and guidelines and is integrated with the Group processes. The Eni group’s Sustainability Report and the information about the compliance with the codes of conduct are available on the website www.eni.com.

Outlook 2025 and beyond

The evolution of Company's financial situation in 2025 will depend, in addition to management initiatives, on the oil price trends closely correlated to the evolution of the geopolitical situation. The Company will continue with its current investment activity in exploration and development and production programs as described above. For the financing of these activities the company will seek financing through the Eni group's finance affiliates if necessary.

In addition to the current liquidity situation, the Company can leverage on Eni SpA's solid business model and actions finalized or started in this year that have increased the resilience of the scenario.

Staffing levels will depend on activity levels going forward as well as on investment decisions. This may impact the level of required staff.

Going concern

The consolidated financial statements have been prepared on a going concern basis. The going concern basis is supported by future cash flow forecasts which project the Group's available liquidity.

Furthermore, the Company has a Centralized Treasury Agreement (CTA) with Eni SpA, where medium/long-term financing will be granted by Eni SpA to foreign subsidiaries and their branches (where applicable), whereas the short-term financing will occur through overdrafts (without restrictions, except for instances where risk of non-compliance with laws and regulations may exist) on their accounts in Banque Eni SA (BESA). Eni SpA is committed to cover the subsidiaries' financial needs resulting from their approved business plans.

Due to no restrictions on the subsidiaries' possibility to be in overdraft, as well as based on the CTA's duration of at least 24 months, the going concern of the subsidiaries is secured by Eni SpA.

Eni SpA has no liquidity issues as a group and, as of December 31, 2024, it has retained undrawn sustainability-linked long-term committed borrowing facilities of KEUR 9,000.

The Eni group has a solid financial structure and, as a result of that, its credit rating (from the 3 major institutions S&P, Fitch and Moody's) has not been reduced. The sole Shareholder, Eni SpA maintains its A- rating from S&P. The Company has no other debts towards third parties.

Management also considered the effects of the war in the Gaza strip and Ukraine and concluded that there is no expected material adverse financial impact that will materialize in the next 12 months.

After the considerations of all the steps above, the conclusion of the assessment is that there is no going concern issue for the Company.

Subsequent events

Sale of Eni Netherlands CCUS B.V.

In February 2025, Eni Netherlands CCUS B.V. was sold to Eni CCUS Holding Limited (holding of 100%) for a consideration of MEUR 3,5.

Establishment of a joint venture with PETRONAS to oversee selected upstream assets.

On June 17, 2025 Eni and PETRONAS have signed a Framework Agreement that sets the basis for the creation of a new, jointly participated company, that will oversee assets in Indonesia and Malaysia through business combination. This agreement builds on the recent exclusive Memorandum of Understanding signed by the two companies and includes the Key Principles of the Shareholder Agreement. The new Company will be established and operated as a financially self-sufficient entity and the parties have agreed on the asset-level valuations to be contributed to the new company, resulting in a 50:50 proportion. The Indonesian subsidiaries and/or assets of Eni Energy E&P Holding Netherlands B.V. are part of this agreement.

Acquisition additional stake in North Ganal PSC

In August 2025 Eni Energy North Ganal B.V. acquired an additional 11.74% stake in the North Ganal PSC from 3rd party Agra Energi I Pte. Ltd., for a consideration of MEUR 95.5.

After the transaction Eni Energy North Ganal B.V.'s interest in the PSC is 49.78%.

Acquisition additional equity share in E&E Algeria Touat B.V.
In September 2025 Eni Energy Touat Holding B.V. acquired an additional 12% of the outstanding shares of E&E Algeria Touat B.V. by E&E Touat Holding B.V. from ENGIE International Corporation B.V. for an amount of MEUR 75.7.
After the transaction, Eni Energy Touat Holding B.V. holds 66.0% of the shares in E&E Algeria Touat B.V.

Other subsequent events

There are no other significant post balance sheet events which impact these financial statements.

Den Haag, 31 October 2025

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Financial statements

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2.3 Transactions in foreign currency

The consolidated financial statements are presented in Euros, being the Company's reporting currency. The functional currency of the Netherlands operations is Euros, while the functional currency of foreign operations, in Indonesia, Egypt and Algeria, is US dollars.

Transactions in currencies other than the functional currency are initially recorded in the functional currency rate ruling at the date of the transaction. Monetary assets and liabilities denominated in currencies other than the functional currency are retranslated at the functional currency rate of exchange ruling at the balance sheet date. All differences are taken to the profit and loss account.

The assets and liabilities of the foreign entities measured in their functional currencies (i.c. US dollars) are translated into Euros at the rate of exchange ruling at the balance sheet date and their profit and loss accounts are translated at the average exchange rate for the year. The exchange differences arising on the translation are taken directly as a currency translation reserve in equity. Upon disposal of a foreign entity the related exchange differences recorded in equity are recognised in the profit and loss account.

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Other Information

Statutory arrangements

In accordance with Article 22 of the Company's articles of association, the result for the year is at the disposal of the annual general meeting of shareholders.

Branches

Branche	Country	Impact on the financial statements	Legal entities' name
Egypt branch	Egypt	Not significant	Eni Energy Egypt B.V.
Algeria branch	Algeria	Significant	E&E Algeria Touat B.V.
Indonesian branch	Indonesia	Significant	Eni Energy Muara Bakau B.V., Eni Energy East Sepinggan B.V.

Both the Algerian and Indonesian branch contribute a significant portion of the net profit of the Group. They have both been fully integrated into the relevant disclosures.

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Appendix to our auditor’s report on the financial statements 2024 of Eni Energy E&P Holding Netherlands B.V.

In addition to what is included in our auditor’s report, we have further set out in this appendix our responsibilities for the audit of the financial statements and explained what an audit involves.

The auditor’s responsibilities for the audit of the financial statements

We have exercised professional judgement and have maintained professional scepticism throughout the audit in accordance with Dutch Standards on Auditing, ethical requirements and independence requirements. Our audit consisted, among other things of the following:

- Identifying and assessing the risks of material misstatement of the financial statements, whether due to fraud or error, designing and performing audit procedures responsive to those risks, and obtaining 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 intentional override of internal control.
- Obtaining 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 Company’s internal control.
- Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the board of directors.
- Concluding on the appropriateness of the board of directors’ use of the going-concern basis of accounting, and based on the audit evidence obtained, concluding whether a material uncertainty exists related to events and/or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor’s report to the related disclosures in the 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 and are made in the context of our opinion on the financial statements as a whole. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluating the overall presentation, structure and content of the financial statements, including the disclosures, and evaluating whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We are responsible for planning and performing 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 financial statements. We are also responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with the board of directors 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.