NORSK
TITANIUM

ANNUAL REPORT 2025

INNOVATING THE **FUTURE OF METAL**

Norsk Titanium's Rapid Plasma Deposition® is a revolutionary additive manufacturing process that delivers structural titanium parts with reduced lead time and cost.

The future is now.

Norsk Titanium and its subsidiaries (referred to herein as “Norsk Titanium”, “the Company”, “we”, “us” or “our”) is a global leader in metal 3D printing. We are innovating the future of metal manufacturing by enabling a paradigm shift to a clean and sustainable manufacturing process from traditional forgings and castings. With our proprietary Rapid Plasma Deposition® (RPD®) technology, Norsk Titanium provides cost-efficient 3D printing of metal alloys with the ability to deliver value-added parts to a large addressable market.

We have established a robust foundation built on strategic investments, sustainable growth, and a committed workforce dedicated to creativity and exploration. After years of pioneering research, development, and implementation, we are now delivering additive manufacturing solutions that are transforming the commercial aerospace, defense, and industrial sectors.

SUPERIOR VALUE PROPOSITION

Rapid Plasma Deposition® vs. Conventional forging

Improved Efficiency, Flexibility and Lead Time

90%
Less machining time

UP TO 75%
Less machining cost

~40%
Total costs saved

Sustainable Manufacturing

75%
Less raw material

75%
Less energy

~30%
CO_2 savings

Platform for Industrial Scale

SOLE QUALIFIED ADDITIVE MANUFACTURER
On the inside of the highly regulated Commercial Aerospace market

700 TONS
Of annual print capacity with machine-to-machine equivalency

200+ PATENTS
Covering product, processes, and machines

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CEO LETTER

EXECUTING THE PATH TO COMMERCIAL SCALE

As I reflect on my first months leading Norsk Titanium, I want to speak plainly about where we stand. 2025 was a challenging year, and we did not meet the commercial expectations previously communicated. However, based on its proprietary Rapid Plasma Deposition® (RPD®) technology, Norsk Titanium continues to hold a unique position in the global titanium supply chain as a leader in additive manufacturing with directed energy deposition (DED).

Our commercial progress was hampered by slower-than-anticipated transitions into serial production and program timing shifts across aerospace, defense and industrial markets. However, we have active developments programs underway across all these segments. Having spent more than a decade in development and qualification processes, we are now the sole qualified DED supplier for critical titanium parts at Airbus, which is moving ahead towards broader adoption of DED.

In defense we see demand expanding globally, and we are poised to capitalize on this growing demand with several programs that are at important inflection points. One of the largest engine OEMs is now progressing an additive roadmap, where our cost and lead-time advantages are clear. And industrial applications–particularly in energy systems and semiconductors–continue to present meaningful short-cycle potential. These programs reaffirm that our technology is validated, our value proposition is compelling, and our relevance in the market is increasing.

To fully capture these opportunities, we are changing how we work. Over the past months, I have met with our teams, engaged with our customers, and reviewed our commercial and operational foundations in detail. Norsk Titanium has historically operated as a technology-led organization. This enabled us to build a world-class additive manufacturing technology that can disrupt long established forging and casting processes. However, now our commercial engagement model and execution discipline need to evolve. Going forward, we are shifting the Company toward a truly customer-centric, commercially driven operating model.

This begins with rebuilding our commercial approach. We are sharpening our focus on programs with clear customer pull and aligned conversion timelines. With major OEMs representing significant market opportunities, our priority is to scale into meaningful production volumes and accelerate industrialization to drive broader RPD® adoption. In Defense, we are moving active development programs toward production, where the value opportunity per part is significantly higher. In Engines, we are strengthening our partnership with OEMs as we progress qualification of structural engine components. And in industrial markets, we are targeting shorter-cycle applications aligned with our current capabilities rather than the broader transactional volume previously assumed.

We are also strengthening our operational readiness to support this commercial shift. We are improving production efficiency, deepening in-house machining and inspection capabilities, and streamlining development cycles to accelerate part transitions. In addition, the inclusion of our RPD® titanium alloy in the Metallic Materials Properties Development and Standardization (MMPDS) handbook establishes it as a direct replacement for forged titanium components, cementing the long-term disruptive potential of our technology.

Finally, we are instilling greater financial discipline and planning realism. Our revised operating model reflects what we can deliver with high confidence, anchored in aligned customer milestones rather than assumptions. We are sharpening cost control, improving the visibility of our financial performance and reinforcing a culture of accountable execution at every level of the company. These steps are essential to position the Company for sustainable long-term value creation and to rebuild credibility with our stakeholders.

I am confident in our path forward and energized by the capability and dedication of the Norsk Titanium team. Together we will continue to build momentum, strengthen our customer partnerships, and position the company for value creation and profitable growth grounded in credible strategy, superior technology and excellent operational performance.

With major OEMs representing significant market opportunities, our priority is to scale into meaningful production volumes and accelerate industrialization to drive broader RPD® adoption.

Fabrizio Ponte
Chief Executive Officer

THIS IS NORSK TITANIUM

Norsk Titanium's proprietary RPD® wire DED technology has been refined over a decade, driven by a commitment to material quality and validated by industry leaders. Our advanced data collection and physical testing platform enable precise control of production parameters for optimal material outcomes.

By integrating software analytics with physical testing, we automate our processes based on proven causal relationships. Our suite of analytical tools supports thermodynamic and stress evaluations during deposition.

Our design expertise, accumulated since 2007, is now embedded in the RPD Builder® software, streamlining part design for production in Norsk Titanium's 35 MERKE IV® machines located in Plattsburgh, New York, and Eggemoen, Norway.

Norsk Titanium safeguards its leadership in metal alloy 3D printing through a robust portfolio of trade secrets and patents. As of December 31, 2025, we held 226 patents across key markets, with 47 additional applications pending. Our patent strategy focuses on Merke IV® machine technology and our unique direct energy deposition process, offering significant commercial advantages.

TECHNOLOGY

RPD® Technology – Rapid Plasma Deposition®

RPD® Technology leads the field of wire-Directed Energy Deposition (DED) 3D printing, melting titanium wire in argon to rapidly build near-net shape parts. The process is monitored over 600 times per second for quality assurance. RPD's near net shape deposition results in reduced machining lowering raw material usage by up to 75% compared to traditional methods, subject to part complexity. The process minimizes tooling and energy consumption, key cost drivers for titanium components. RPD® delivers forged-level material properties–including tensile and fatigue –and ensures consistent microstructure across layers, machines and sites in the U.S. and Norway.

The MERKE IV® represents the fourth generation of our RPD® production machines, capable of transforming metal wire into complex components that replace forgings, castings, or blocks.

Depending on part size and geometry, each machine can produce 10–20 metric tons annually, and the patented inert positive pressure environment accommodates large batch sizes. Routine calibration maintains performance and consistency, allowing identical parts to be printed across machines–an industry distinction. Ongoing enhancements and service packs maximize capacity, scalability, and environmental benefits.

Our development priorities are automation, streamlined part design, and continuous quality and productivity improvements.

Leveraging a decade's worth of data, our RPD Builder™ software optimizes part design for superior mechanical properties. Recent advancements in RPD® technology enable larger part production and increased productivity through double-sided printing, enhancing design flexibility and process efficiency.

Industry Material Specifications

Beyond collaborating with aerospace OEMs, Norsk Titanium has published proprietary material and process specifications as Society of Automotive Engineers, Aerospace Materials specifications (SAE AMS 7004/7005). In 2025, Norsk Titanium became the first additive manufacturer to have its material data for titanium alloy produced using the RPD® process included in the Metallic Materials Properties Development and Standardization (MMPDS) Handbook Vol II, the global standard for material specifications.

The MMPDS Handbook is recognized as the industry standard by regulatory agencies such as the FAA, EASA, U.S. Department of Defense, and NASA. With these specifications, customers can procure existing parts or design new components optimized for the RPD® process.

GLOBAL OPERATIONS AND ASSETS

Norsk Titanium is capable of industrial scale production operations to deliver structural 3D printing solutions to multiple markets. The Company began operations at its research and development facility in Eggemoen, Norway, then established a manufacturing facility in Plattsburgh, New York through a USD 125 million Alliance Agreement with the State of New York. Globally, the Company has a total of 35 RPD® machines capable of printing 700 MT of metal parts annually.

LARGE-SCALE PRODUCTION FACILITIES: PLATTSBURGH, NEW YORK

Plattsburgh Defense & Qualification Center (PDQC)

PDQC was established in 2017, following the Alliance Agreement between Norsk Titanium and the State of New York to build an industrial-scale 3D printing facility. PDQC is an innovative production and training facility for metal 3D printing. It covers an area of 67,000 sq. ft. and has 10 RPD® machines installed, including one large format G4L, with an annual capacity of 200 metric tons / year. PDQC is dedicated to production for US Department of Defense systems.

Plattsburgh Production Center (PPC)

PPC was established in 2020 and is a state-of-the-art facility, custom-built for the RPD® process, including fully redundant support systems for world-class operating uptime. PPC covers an area of 80,000 sq. ft. and has 22 RPD® machines installed including one large format G4L, with an annual capacity of 440 metric tons / year. Norsk Titanium's machines at PPC were approved for Boeing production in 2022 and Airbus production in December 2023. The Company expects other qualifications with commercial aerospace OEMs and defense contractors as it achieves further market penetration with its technology.

RESEARCH & DEVELOPMENT: EGGEMOEN, NORWAY

Eggemoen Technology Center (ETC)

ETC was established in 2011, focusing on research and development of new technologies for 3D printing. The facility covers an area of 25,000 sq. ft. and currently has 3 RPD® machines installed with an annual capacity of 60 metric tons / year and a full-scale metallurgy lab.

Certifications

Norsk Titanium maintains a rigorous quality management system which meets worldwide standards for use by aviation, space and defense organizations. All three facilities have been certified to AS-9100 Rev D, enabling the Company to qualify for orders across multiple industries.

OUR PEOPLE

At Norsk Titanium, our people are our most important asset. Our success depends on the skills, experience, and industry knowledge of our team, and we are focused on attracting, developing, and retaining top talent. We strive to foster an engaged, innovative, and collaborative workforce, guided by the values outlined in our Code of Conduct available at www.norsktitanium.com.

We maintain policies and programs that offer competitive compensation, benefits, and terms of employment. We are committed to increasing diversity and building an inclusive work environment through equitable recruiting practices, fair compensation and time off policies, and regular communication that supports a positive culture. While we often recruit in the regions where we operate, we prioritize skills and experience over geography.

We continue to invest in employee training and professional development and have established performance management and talent development processes designed to support career growth through ongoing feedback and coaching.

GLØD

Norwegian for "Passion"

CREATIVE CURIOSITY

COLLABORATION

INTEGRITY

TRUST & RESPECT

EXECUTIVE MANAGEMENT TEAM

Fabrizio Ponte
Chief Executive Officer

Fabrizio joined the Company in October 2025 after more than 26 years at Syensqo (formerly Solvay), most recently as Executive Vice President leading Thermoplastic Composites within the Composite Materials GBU. His career spans business management, commercial operations, country management, strategy and business development in business operations in Europe, China and the United States, serving customers in aerospace, defense, energy, automotive and semiconductor markets.

Ashar A. Ashary
Chief Financial Officer

Ashar joined the Company in 2016 and became CFO in 2022. Prior to joining the Company, Ashar was with Tricap Investments, a private equity fund. Ashar spent over 15 years in private equity, investment banking and advisory where he led technology and growth investment teams.

Gail A. Balcerzak
Chief Legal and People Officer

Gail joined the Company in October 2021 as Vice President and General Counsel. In 2022, she was appointed Chief Legal and People Officer, overseeing the global legal and human resources functions for the Company. Before joining Norsk Titanium, Gail spent 12 years with Hexcel Corporation, where she held various roles including Deputy General Counsel and General Counsel, Americas Aerospace.

Jack Adams
Vice President, Engineering

Jack joined Norsk Titanium in November 2025. Prior to joining the company, Jack served as Chief Operating Officer of Pelagus 3D, a Wilhelmsen–Thyssenkrupp venture, where he has led the design, manufacturing and quality teams qualifying OEM parts for additive manufacturing. Previously, Jack worked at Rolls-Royce Plc, UK, as a Materials Technologist and later as Section Leader for Additive Manufacturing.

Khazeem Adesokan

Vice President, Operations and Quality

Khazeem joined Norsk Titanium in 2022 as Vice President, Quality and became Vice President, Operations and Quality in 2025. Prior to Norsk Titanium, Khazeem was employed by Pratt & Whitney, a Raytheon Technologies Company, where he held various leadership positions within the organization, most recently as Production Chief Director of PW1100G Geared Turbofan Program. In his nearly 17 years with Pratt & Whitney, Khazeem held roles of increasing responsibility including Engine Test Operations Manager, Commercial Engines Product Line Manager, and Associate Director of Combustor and Diffuser Supply Chain Value Streams.

Nicholas Mayer

Vice President, Product Management

Nick joined Norsk Titanium in 2015, serving as Vice President, Commercial before take his current role. Prior to joining the Company, Nick held management positions within the advanced development divisions of Northrop Grumman, Aerojet Rocketdyne, and Lockheed Martin. His background focuses on program management of developmental systems and capture of advanced aerostructure programs.

BOARD OF DIRECTORS' REPORT

Norsk Titanium AS (the "Parent Company") is a Norwegian company headquartered in Oslo, Norway with its technology center located at Eggemoen, Norway, and is listed on Euronext Growth Oslo with the ticker symbol "NTI". The Parent Company's wholly owned subsidiary, Norsk Titanium US Inc., a Delaware, USA corporation, operates our production facilities in Plattsburgh, NY, USA. The Company is innovating the future of metal manufacturing with its Rapid Plasma Deposition® additive manufacturing technology which replaces legacy structural forgings. Thanks in part to our partnership with the State of New York, Norsk Titanium operates 35 RPD® machines with 700 MT of annual print capacity between its facilities in Norway and the US. When operating at capacity, the manufacturing facility in Plattsburgh is expected to hold a revenue capacity of more than USD 300 million per year.

OUR MISSION

Enable fast, clean, sustainable metals manufacturing

OUR STRATEGY

Scaling industrial adoption of RPD® to transform production of critical aerospace and defense components

- Scale core aerospace and defense programs into serial production.
  - Convert qualified parts into high-rate OEM and defense prime production, driving predictable, high-margin revenue growth.
- Industrialize RPD® through commercial aerospace OEM and defense Ecosystems.
  - Deploy the RPD® Ecosystem to enable selected customers to industrialize critical components, embedding RPD® in production platforms and creating scalable, recurring revenue streams.
- Expand and diversify revenue through adjacent and short-cycle markets
  - Leverage near-term industrial programs to accelerate cash flow, broaden the customer base, and support continuous growth.

OUR BOARD OF DIRECTORS

John Andersen Jr.
Chairman of the Board

CEO of Scatec Innovation AS, the founding shareholder of Norsk Titanium. He has extensive experience with rolling out technology-intensive industrial concepts and building global organizations. Mr. Andersen currently serves as the Chairman of the Board of several public and private companies in advanced materials and renewable energy.

Mimi K. Berdal
Board Member

Self-employed corporate adviser and investor in addition to various board and other professional assignments in private, public and listed companies. Ms. Berdal today is Chairperson of Goodtech ASA, and a member of the board of Energima AS, KLP Eiendom AS, Thor Medical ASA, Hexagon Composites ASA and Cavendish Hydrogen ASA.

Shan-E-Abbas Ashary
Board Member

An advisor to the board of directors of the Aljomaih Group, Mr. Ashary has been with the group since 2001. Mr. Ashary has over 35 years' experience in managing international investments and running operations of large, diversified multinational companies. He currently sits on the board of directors of several funds and private and public companies in various countries.

Tarek Hegazy
Board Member

Director of Investments and an Investment Committee member of Aljomaih Group. Mr. Hegazy has over 20 years of experience in private equity and portfolio management and has served on several boards for companies in the healthcare, real estate, construction, consumer financing, and automotive sectors. He is currently a board member at AJ Vaccines, a leading vaccine manufacturing company in Denmark, an Investment Committee member at Egypt's MSMEDA, and a Board Member at Rawasy Urban Development in Egypt.

Nicole Clement
Board Member

Chief Business Unit Officer for Advanced Automation Solutions for Comau, a leading company in the industrial automation field. She previously held the position of Comau's Chief Marketing Officer. Ms. Clement has 10 years' experience working with customers in the aerospace, space, defense and automotive sectors for employers such as 3D Systems GmbH/Stratasys Inc. and Assa Abloy – where she has also gained a very strong understanding of the manufacturing processes and application needs for additive manufacturing. She has worked closely with large OEM's and related Tier 1 and 2 companies in the value chain.

Bettina Weber
Board Member

Director of Business Development, Sales and Product Management at 21strategies a company specialized in the development of cognitive artificial intelligence solutions for defence and commercial applications. She previously held the position of Head of New Business & Portfolio and Head of Space Solutions and prior to that as Head of Sales for the Radar and Naval Solutions Division for Hensoldt Sensors GmbH, a global leader in sensor solutions for defense and security applications. Ms. Weber has worked in the defense industry for more than 35 years, with the majority of the time being spent in the aerospace industry, including 28 years with Airbus Defense and Space, where she worked in several positions and areas, including engineering, systems engineering, flight testing, training and sales and business development.

OPERATIONAL REVIEW

During 2025 Norsk Titanium accelerated its transition from a technology-focused organization toward a commercially driven, market-oriented enterprise. While commercial progress was hampered by delays in customer programs, the Company expanded customer engagement across aerospace, defense, and industrial markets while strengthening commercial execution capabilities.

A major milestone was the inclusion of RPD® titanium material properties in the Metallic Materials Properties Development and Standardization (MMPDS) Handbook equivalent to Ti-6Al-4V—a first for additively manufactured titanium. This achievement significantly enhances the Company's position in certified aerospace and defense applications and shortens future qualification cycles.

To unlock full commercial potential, Norsk Titanium is building a new commercial organization, expanded its global sales presence, and hired a commercially focused CEO, Fabrizio Ponte, with a mandate to drive customer adoption, accelerate part transitions, and scale revenue generation. This leadership shift repositions the Company from an engineering-led structure to a sales-driven operating model, putting increased emphasis on customer pipelines, execution discipline, and near-term revenue opportunities.

Commercial Aerospace

Commercial aerospace remains the largest strategic market for Norsk Titanium. The Company continued recurring deliveries under its Master Supply Agreement with Airbus, with active discussions underway regarding a third and larger production order. Airbus reaffirmed its long-term ambition to expand Directed Energy Deposition (DED) adoption across all aircraft platforms, underscoring the importance of RPD® technology within its future manufacturing roadmap.

Norsk Titanium continued delivering serial production parts for the Boeing 787 program and made progress deepening its engagement with Boeing through ongoing development activity, although timelines for full engagement on new serial production parts remained slow due to Boeing's internal restructuring. Additional activity with Safran Landing Systems and other aerospace customers advanced opportunities in large landing gear structures and other high-value components.

The Company also launched its first engine-components development program with a major global engine manufacturer, following successful facility audits. This marks a strategic expansion into a USD 1–2 billion annual market for titanium and specialty alloy engine structures.

Defense

Defense demand expanded significantly in 2025, driven by increased NATO spending and the need for secure, resilient production of high-performance components.

Norsk Titanium supported ongoing development activities and low-rate serial production for U.S. Department of Defense programs, with additional parts entering qualification across multiple platforms. The Company advanced major multi-year development programs with the U.S. Navy and U.S. Air Force and received a low-rate initial production award for U.S. Air Force aircraft components.

During the year, the Company expanded its penetration into Defense focused on land, sea, air, and space applications. Development orders for missile-system components further validated RPD® as a strategic enabler for high-rate defense production.

Industrial

Industrial markets became an increasingly important diversification engine for the Company. Deliveries to the semiconductor industry were temporarily reduced in 2025 due to customer inventory adjustments, although demand is expected to resume in 2026 and beyond.

The Company expanded into energy infrastructure and process-equipment markets, including the first full-rate production order of titanium components for the U.S. Department of Energy. Continued progress in nickel-based superalloys—particularly Inconel 625—opened new opportunities in maritime, oil & gas, chemical processing, and nuclear industries.

These shorter-cycle sectors complement the longer qualification timelines of aerospace and defense, providing a more balanced and resilient commercial foundation.

Operations and Technology

Operational improvements played a critical role in positioning the Company for scale. Key initiatives included:

- Implementing a dual-machine operator model, reducing labor cost per machine by 50%
- Building in-house machining and heat-treatment capabilities to speed development
- Qualifying new suppliers to increase supply chain resilience
- Advancing industry standardization through additional MMPDS submissions

These actions improved operational readiness, reduced bottlenecks, and created the capacity needed to support future growth.

FINANCIAL REVIEW

The consolidated financial statements of the Company for the Year Ended 31 December 2025 have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU).

The Company's total revenue and other income in 2025 was USD 4.1 million, compared to USD 5.1 million in 2024. Profit after tax was USD (55.9) million compared to USD (21.0) million in 2024.

Consolidated Profit & Loss Statement

USD Million	2025	2024
Revenue	3.5	4.5
Other Income	0.6	0.6
Total Income	**4.1**	**5.1**
Operating expenses	(33.4)	(29.8)
EBITDA	**(29.3)**	**(24.7)**
Depreciation & Amortization	(1.8)	(1.7)
Operating Profit	**(31.1)**	**(26.5)**
Net Financial Items	(24.9)	5.5
Profit (Loss) Before Tax	**(55.9)**	**(21.0)**
Income Tax Expense	-	-
Net Profit (Loss)	**(55.9)**	**(21.0)**

Note: See Company financial statements and notes for full overview.

Revenue & Other Income

Revenue consists of USD 4.1 million from the sale of parts and revenue from products and services delivered on development programs, and Other income of USD 0.6 million related to government grants. The comparable figures for 2024 are USD 4.5 million from the sale of parts, and USD 0.6 million in Other income.

This represents a Total income for the Company of USD 4.1 million in 2025, down from USD 5.1 million in 2024 with the variance primarily attributable to a slowdown in semiconductor-related parts sales.

Operating Costs & EBITDA

Operating expenses amounted to USD 33.4 million in 2025, compared to USD 29.8 million in 2024. The increase in costs is driven by higher operating expenses to increase commercial and operational capabilities. Raw Material and Consumables costs, reported as Operating expenses, were USD 8.6 million in 2025, increased from USD 7.2 million in 2024.

The EBITDA loss amounted to USD 29.3 million in 2025, compared to a loss of USD 24.7 million in 2024.

Depreciation and amortization amounted to USD 1.8 million in 2025, increased from USD 1.7 million in 2024.

The Operating loss was USD 31.1 million in 2025, compared to a loss of USD 26.5 million in 2024.

Net Financials & Results

Net financial items amounted to a loss of USD 24.9 million in 2025, mainly reflecting unrealized loss of USD 24.8 million on net foreign exchange. The comparable net financial items for 2024 was a gain of USD 5.5 million.

Loss before tax was USD 55.9 million in 2025, compared to a loss of USD 21.0 million in 2024. Net loss after tax was USD 55.9 million, decreased from the USD 21.0 million loss in 2024. The increase in net loss from 2024 to 2025 was driven by loss from net financial items compared to gain in net financial items in 2024 and increase in Operating loss in 2025.

Cash Flow & Liquidity

USD Million	2025	2024
Net Cash Flow From Operating Activities	(30.2)	(26.8)
Net Cash Flow From Investing Activities	(0.4)	(0.5)
Net Cash Flow From Financing Activities	25.1	50.1
Net Increase/ (Decrease) in Cash	(5.5)	22.7

Net cash flow from operating activities was USD (30.2) million. This reflects the loss before tax of USD 55.9 million, adjustments to reconcile non-cash expenditure included in the loss before tax of USD 27.1 million, and changes in working capital of USD (1.3) million.

Cash flow from investing activities was USD (0.4) million, reflecting only small expenditures for fixed and intangible assets as the Company already has the production capacity needed to reach its long-term targets. Cash flow from financing activities was USD 25.1 million, which reflects net proceeds from private placements of USD 20.8 million, proceeds from issuance of debt of USD 5.0 million and other financing activities of USD (0.7) million during 2025.

In total, cash and cash equivalents decreased by USD 5.5 million in 2025, partly offset by the effect of change in exchange rate of USD 1.9 million, ended with a cash balance of USD 19.3 million compared to USD 22.8 million at the end of 2024.

Consolidated Financial Position

USD Million	2025	2024
Current Assets	30.7	33.0
Non-current Assets	6.3	6.4
Total Assets	37.0	39.4
Current Liabilities	5.7	6.3
Non-current Liabilities	8.4	2.2
Total Liabilities	14.1	8.6
Share Capital & Premium	27.4	61.3
Other Reserves & Equity	(4,4)	(30.5)
Total Equity	23.0	30.8

Assets

On 31 December 2025, intangible assets of USD 1.5 million are mainly related to the development of the production platform and RPD® technology-related qualification programs with customers and further development of the MERKE IV® production assets. Property, plant and equipment of USD 3.4 million mainly consists of three MERKE IV® RPD® machines located at Eggemoen and related production infrastructure in both facilities. The Company operates an additional 32 RPD® machines under a subsidized lease arrangement thanks to our partnership with the State of New York.

Current assets mainly reflected the cash balance of USD 19.3 million and inventories at year end of the USD 8.8 million.

Total assets amounted to USD 37.0 million at the end of 2025, compared to USD 39.4 million at the end of 2024.

Equity & liabilities

Total equity amounted to USD 23.0 million on 31 December 2025. The non-current liabilities amounted to USD 8.4 million and current liabilities were USD 5.7 million. Total liabilities at the end of the period were USD 14.1 million at the end of 2025, compared to USD 8.6 million at the end of 2024. This corresponds to an equity to asset ratio of 62% at the end of 2025. Liabilities were increased mainly due to a USD 5 million draw down on a term loan facility and equity decreased as private placements are offset by a net loss in 2025.

Organization

Norsk Titanium employees 127 people globally. Our operations require a highly skilled workforce, including engineers and metallurgists. The Company's reporting on diversity and equal opportunity can be found in the Sustainability section of this Annual Report.

Corporate Governance

The Board of Directors has made a commitment to ensure trust in the Company and to enhance shareholder value through effective decision making and improved communication between management, the Board of Directors and our shareholders. The Company's framework for corporate governance is intended to decrease business risk, maximize value and utilize the Company's resources in an efficient, sustainable manner, to the benefit of shareholders, employees, other parties concerned and society at large. We aim to ensure that our current processes and procedures are consistent with the most recent version of the Norwegian Code of Practice for Corporate

Governance. Our assessment of the 15 issues covered by the Norwegian Code is detailed in the Corporate Governance section of this Annual Report.

Parent Company Result

The Parent Company reports its financial statements in Norwegian Kroner (NOK). During 2025 the Parent Company had an operating loss of NOK 136 million. Due to net financial items loss of NOK 77 million Norsk Titanium AS reported a net loss for the year of NOK 213 million. At 31 December 2025, the Parent Company's total assets were NOK 1,323 million and total equity was NOK 1,234 million.

Allocation of the Result for the Year

The Board of Directors proposes that the loss for the year for Norsk Titanium AS of NOK 213,292,536 is charged to other equity in the Parent Company. The equity in Norsk Titanium AS as of 31 December 2025 is NOK 1,234 million.

Going Concern

In accordance with the Accounting Act 2-2 (8), the going concern assessment performed by the Board covers a period of at least 12 months from the date of approval of the financial statements, and is based on the Company's liquidity forecasts, funding plans and access to funding. See Risk and Uncertainty Factors - Financial Risks, and note 4.7 to the financial statements for further information on the board's assessment of Going Concern.

RISKS AND UNCERTAINTY FACTORS

Norsk Titanium is transitioning from a development stage company to a commercial manufacturing concern. Ongoing commercialization of our RPD® technology in multiple industries and applications remains the Company's primary focus. We must balance continued technological development with efforts designed to foster the adoption of our technology by potential customers, both of which may be constrained by limited resources.

Markets and Competition

Norsk Titanium operates in the 3D printing market of forge-equivalent near net shapes and finished parts. Currently, the Company mainly delivers titanium components to commercial aerospace, defense and industrial manufacturers.

The Company competes directly with large organizations employing legacy manufacturing technology such as forging, casting and machining equipment, and is seeking to displace these legacy techniques with its RPD® technology. These legacy organizations have established qualifications with the Company's targeted customers and more resources, which may impede or delay the conversion of parts from legacy manufacturing methods to RPD®.

The Company also competes with other 3D printing companies. The 3D printing industry has experienced an increase in the number of players in recent years and competition is more intense. Some of the Company's competitors in the 3D printing space have more resources than the Company which may impact the Company's ability to effectively compete for adoption with customers in its target markets.

Competition within the industry also exposes the Company to price pressure. The entrance of lower cost providers may influence the Company's market and lead to further competition that might adversely affect profitability. In addition, the Company may not be able to develop and qualify its technology without reducing its anticipated margins and returns.

Financial Risks

As a development stage company in the process of transitioning to a commercial manufacturing concern, Norsk Titanium does not generate sufficient income from operations to fund its operations. The Company has launched new initiatives to strengthen, accelerate and expand the core business in Aerostructures and Defense, commencing development of an engine parts program in collaboration with a globally leading engine manufacturer, and deploying a dedicated team to build and execute on a structured pipeline of shorter-cycle opportunities across multiple industries.

The Company plans to ramp up production and increase volume of part deliveries that will increase the initial cash burn and working capital investment during the year. Cash burn is also affected in the near term by increases in the cost of raw materials driven by market uncertainties in the supply for titanium and may be negatively impacted by uncertainties related to tariffs. Future revenue growth is important to achieving a positive cash flow from operations. The Company's forecast depends on its ability to work with customers to quickly identify and transition parts from legacy production methods to RPD®. The Company can influence, but not control, the pace at which customers transition parts to RPD®. In the past, the Company has experienced delays in the qualification process that have delayed part transition and revenue achievement. Future delays are likely to have a similar effect.

In 2025, the Company strengthened its financial position through a combination of equity and debt financing initiatives. Norsk Titanium raised approximately USD 22 million in new equity, supported primarily by its largest shareholders, and secured a USD 10 million loan facility with Claret Capital Partners to reinforce liquidity during the Company's commercial transition. During the year, the Company drew down USD 5 million of the USD 10 million Claret Capital loan facility. These measures were designed to support working capital, expand production capacity, and fund key development programs.

While the Company ended 2025 with a cash position of USD 19.3 million, it expects to raise additional capital during 2026 to extend its runway and achieve key commercial, operational, and financial milestones. Continued operations are dependent on securing this funding. Although its two principal shareholders, both represented on the Board, have expressed ongoing strong support, this does not eliminate the material uncertainty regarding the Company's ability to continue as a going concern.

If sales are delayed, the Company has flexibility to defer working capital requirements in response. Based on the forecasted increase in commercial activity with various customers, the continued support from existing shareholders, the availability of a working capital facility and the term loan facility and the steady interest from investors, the Board has formed a judgment that there is a reasonable expectation that the Company has sufficient access to capital to continue in operational existence for the foreseeable future, and that commercialization of the Company's technology will generate significantly higher revenue and margins in the coming years.

The Company's reporting currency is USD. A significant portion of the Company's operating expenses and certain of its expected future revenues will likely be incurred in other currencies, such as EUR and NOK. As a result, the Company is exposed to the risks that the EUR and NOK may appreciate or depreciate relative to the USD.

The Company has mainly an equity-based financing structure which limits interest rate risk, but the Company entered into a term loan facility in 2025 and may be further exposed to interest rate risk in the future if the Company utilizes a working capital facility to scale its operations.

The Company has not experienced any losses in receivables, but that is possible as operations expand in the future.

Operational Risks

Norsk Titanium's manufacturing process as well as the resulting materials must meet the rigorous testing requirements of our customers before serial production of parts can occur. The Company has received qualification from a small number of high-value customers and expects additional qualifications from several other customers. Failure to achieve these qualifications in the anticipated time frame or at all will impact the timeline to profitability. The Company carefully monitors customer relations throughout the qualification process to assure timely and successful completion, but does not control the ultimate timetable on which the qualifications may be granted.

The Company continues to closely monitor inflationary risks. Both labor and material costs have increased since 2022 and there is ongoing risk of further increases in 2026 which could outpace the rate of inflation assumed in our most recent financial forecasts.

The Company is entering a period of expansion in its operations. Success will require significant growth to align with the business plan. Effective management of this rapid expansion calls for improvements in operational and financial systems, procedures, and controls, along with the attraction, hiring, training, and retention of sufficient talent to staff operations within the required time frame. Failure to manage growth effectively could hinder the ability to capitalize on market opportunities, execute business strategies, or respond to competitive pressures, potentially leading to a material and adverse impact on the business, operational results, and financial condition.

Supply Chain Risks

The Company depends on a small number of suppliers for raw material and critical components. The ongoing conflict in Ukraine has caused uncertainty in the market for titanium raw material. Furthermore, economic sanctions imposed by the U.S., the EU and Norway against Russia, Belarus and certain Russian entities and individuals may cause disruptions in supply of other critical materials and components. Uncertainty with regard to tariffs in the U.S. may further increase the cost of materials sourced from China and elsewhere, which the Company may not be able to offset with price increases in the short term. In addition, the recent conflict in the Middle East is likely to increase the cost of inputs to the Company's manufacturing process as well as shipping costs, although the immediate impacts are not yet clear. The Company continues to explore ways to diversify its supply chain to ensure continuity of supply and is closely monitoring the geopolitical situation. In the Company's assessment, there is no risk to the Company's titanium supply or that of other key manufacturing inputs in the short term .

Technology and IP Risks

The success, competitive position and future revenues of the Company depend in significant part on its ability to protect intellectual property and know-how.

The Company's business is based on its technology, the key elements of which are protected by the Company's suite of patents and are subject to risk of infringement or unauthorized use by third parties. The most important patents/patent applications are those pertaining to the Company's RPD® technology. Failure to protect the Company's proprietary technology and property rights or claims that the Company is violating or infringing third-party intellectual property rights could lead to a competitive disadvantage and result in a material adverse effect on the Company's business, financial position, and operations.

Legal and Regulatory Risks

The Company is subject to regulatory requirements in both Norway and the US, including environmental, health and safety requirements, export requirements, privacy regulations and regulations regulating employment. As part of the Company's internal controls and compliance program, management regularly assess the risks in these areas and report to the Board on any deficiencies or need for enhancement to the existing policies and procedures. The Company has not identified any material deficiencies.

OUTLOOK

Norsk Titanium's disruptive additive manufacturing solution is gaining acceptance from commercial aerospace, defense, and industrial customers.

Current qualifications are expected to create a long-term pipeline of visible revenue as the Company qualifies to manufacture parts for platforms with 10+ year production runs. Norsk Titanium sees significant expansion potential into new sectors over time by leveraging its published material specifications and software development kit, RPD Builder®.

Increasing titanium costs and reduced availability of raw materials, including titanium, may enable accelerated adoption of its RPD® technology due to its cost savings potential and reduced requirements for raw material. Norsk Titanium continues to complete key qualification programs necessary to establish long term contracts with customers in commercial aerospace, which represents the largest market for titanium parts employing legacy production processes. Commercial aerospace programs may also provide a recurring revenue stream over a long period, typically 5-10 years. At the same time, the Company has established relationships with major customers in the defense and industrial sectors, including part repair.

During 2025, Norsk Titanium advanced several critical milestones across its commercial aerospace, defense, and industrial programs, securing important development awards, expanding qualification activities, and strengthening its commercial execution. These accomplishments—including the first publication of additively manufactured material properties for Titanium-6Al-4V established using RPD® technology in the MMPDS Handbook, continued recurring deliveries to Airbus and Boeing, progress on new engine component development programs, expanded U.S. defense qualifications, and newly awarded industrial contracts—reinforced the Company's long-term revenue foundation. As the timing of commercial order conversions, particularly in long-cycle aerospace programs, remains inherently uncertain, Norsk Titanium continues to evaluate its funding requirements to support customer engagement, ongoing qualifications, and execution of development activities essential to accelerating RPD® adoption. To maintain operational flexibility and advance strategic priorities, the Company is assessing a range of financing options, including potential equity issuance and supplemental working-capital facilities, with major shareholders indicating continued long-term support. Successful transition of new parts into serial production and execution on large development programs will be the strongest indicators of future revenue growth. Forward-looking statements regarding funding and commercial progress are subject to risks and uncertainties that may cause actual outcomes to differ materially from current expectations.

BOARD OF DIRECTORS' STATEMENT

The Board of Directors have today considered and adopted the Annual Report of Norsk Titanium AS for the financial year 1 January to 31 December 2025. The annual report is prepared in accordance with International Financial Reporting Standards as adopted by the EU and additional disclosure requirements for Euronext Growth listed companies.

In our opinion, the Consolidated Financial Statements and Parent Company Financial Statements give a true and fair view of the financial position on 31 December 2025 of the Company and the Parent company and of the results of the Company and Parent company operations and cash flows for 2025.

In our opinion, the Board of the Directors' report includes a true and fair account of the development in the operations and financial circumstances of the Company and the Parent company as well as a description of the most significant risks and elements of uncertainty facing the Company and the Parent company.

We recommend that the Annual Report be adopted at the Annual General Meeting.

Eggemoen
April 15, 2026

John Andersen
Chairman of the Board

Shan A. Ashary
Member of the Board

Mimi K. Berdal
Member of the Board

Tarek Hegazy
Member of the Board

Nicole Clement
Member of the Board

Bettina Weber
Member of the Board

Fabrizio Ponte
CEO

SUSTAINABILITY

Norsk Titanium is innovating the future of metal manufacturing through technology that significantly reduces raw material use, energy consumption, and waste. Our RPD® additive manufacturing process produces near net shape titanium and alloy components with up to 75% less raw material compared to traditional forging, casting, and machining methods. Each fully utilized RPD® machine can save approximately 2 GWh of energy and reduce about 1,100 MT of CO_2 emissions annually. We currently operate 35 machines capable of production.

We continue strengthening our environmental impact measurement capabilities and are working to reduce energy, water, and resource use across our operations while improving recycling and minimizing emissions tied to consumables and inert gas use.

Corporate Governance

Strong corporate governance is essential to long term value creation and investor confidence. Our Board oversees policies and processes aligned with the latest Norwegian Code of Practice for Corporate Governance, and our assessment of the Code's 15 principles is included in this Annual Report.

Health, Safety & Environment (HSE)

Norsk Titanium is committed to a safe, healthy working environment and integrates HSE into all work practices. We do not compromise health or safety for performance or cost considerations. In 2025, we achieved a global TRIR of 0.9 outperforming the industry standard of 1.9.

Site level HSE committees—supported by our global HSE Manager—identify risks, ensure compliance, conduct training, and track safety performance through KPIs. At Eggemoen, the Working Environment Committee (WEC) provides additional oversight by reviewing incidents, identifying root causes, and ensuring corrective actions are taken to prevent recurrence. We remain fully compliant with all HSE regulations in the countries where we operate.

Social Responsibility

Norsk Titanium upholds responsible business practices in human rights, labor standards, environmental stewardship, and anticorruption. Our framework includes a Code of Conduct, antiharassment, anticorruption, antibribery, whistleblowing policies, and a quality system aligned with ISO 9001: AS9100D. Our anticorruption standards comply with the U.S. FCPA, U.K. Bribery Act, and other global requirements.

We contribute positively to local communities through partnerships, philanthropy, and education initiatives.

Norwegian Transparency Act

In accordance with the Norwegian Transparency Act, Norsk Titanium has evaluated our due diligence processes and strengthened measures to prevent human rights or labor violations across our operations and supply chain. We maintain procedures to respond to information requests, and our full Transparency Act statement is available on our website.

Equal Opportunity

Diversity, equity, and inclusion are central to our values and business strategy. In 2025, Norsk Titanium employed 126 fulltime equivalent employees and 1 part time employee across Norway and the U.S. We had no temporary employees.

Gender Equality in the Company

Norsk Titanium employs team members in Norway and the United States. Our distribution between women and men is shown below.

Permanent Employees

Country	Women	Men	Total	% Women
Norway	15	40	55	27%
US	12	59	71	17%
Other	0	1	1	0%
Total	27	100	127	21%

Part Time & Temporary Employees

Country	Women	Men	Total	% Women
Part Time	1	-	1	100%
Temporary	-	-	-	0%
Total	1	-	1	100%

We hire and promote based on qualifications through structured, nondiscriminatory processes that ensure equal opportunities regardless of demographic characteristics. Gender imbalances reflect broader underrepresentation of women in technical and manufacturing roles, though targeted initiatives in Norway have increased female participation in technical positions.

Parental Leave

In 2025, one female and five male employees in Norway took parental leave with full salary benefits. U.S. employees receive paid and unpaid leave equal to or exceeding legal require-ments.

Pay Gap Analysis by Gender

We conduct ongoing analyses of gender-pay equity for the Company to ensure alignment with gender-equality initiatives. In conducting this analysis, we sort positions within the Company into four categories, using an evaluation methodology based on four factors:

- **Know-how** – what does the role need to know to identify and handle the problems
- **Accountability** – what is the contribution of the role to the results of the organization
- **Problem solving in the specific job** – what problems does the role need to solve
- **Working conditions and effort** – special work conditions and requirements for exertion

The following table shows percentage of the pay of our female employees versus our male employees in each level for our global workforce:

Country	Description	Women	Men	Total	% Women's Pay Compared to Men's
Level 1	Entry Level	2	26	28	90%
Level 2	Intermediate Level Professionals	5	15	20	99%
Level 3	Mid-Level Professionals	8	37	45	100%
Level 4	Senior Professionals	12	22	34	97%

If we assess our Norwegian workforce independently of our US employees, the percentage of the pay of our female employee versus our male employees in each level changes slightly from when assessed on a broader basis:

Country	Description	Women	Men	Total	% Women's Pay Compared to Men's
Level 1	Entry Level	1	2	3	92%
Level 2	Intermediate Level Pro-fessionals	2	6	8	97%
Level 3	Mid-Level Professionals	4	24	28	99%
Level 4	Senior Professionals	8	8	16	97%

Whether assessing pay conditions globally or in Norway alone, the data shows relative parity between men and women in each level. The largest gap for the two locations occurs in Level 1, at 92 percent. For Norway, a small gap also occurs on the other levels, which is driven by recently hired females with less work experience than men on the same level.

In Norway, small gaps are also present at the other levels. These are largely explained by recently hired female employees who have less work experience than male colleagues who were promoted into higher-level roles earlier in their careers.

While the identified gaps are modest, they remain in an area of active attention. Targeted actions, including increased aware-ness, focused training, and equitable promotion practices, are in place to support continued progress toward full pay parity.

Diversity & Inclusion Initiatives

At Norsk Titanium, we believe that a broadly inclusive workforce strengthens our culture by fostering creativity and curiosity to propel our business forward, while helping us to attract and retain top talent. Titanium's inclusive culture is strengthened by colleagues from 16 nationalities across the organization. Our Code of Conduct reinforces expectations for respectful behavior, equal opportunity, and a safe working environment for all employees.

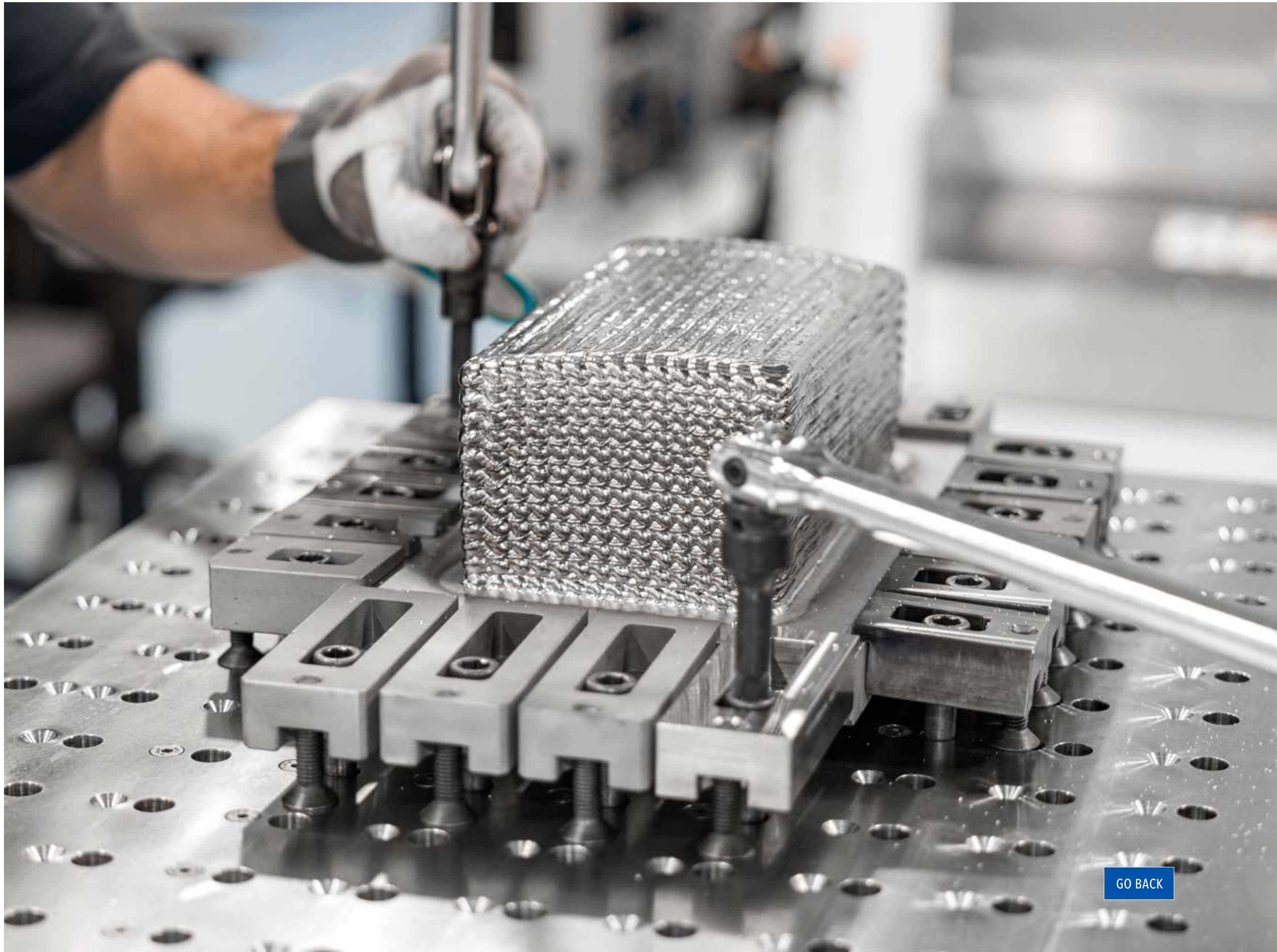
We maintain an open-door environment supported by quarterly employee surveys, whistleblower channels, and performance dialogue processes that encourage transparency and feedback.

Our pay practices focus on equity, with annual wage reviews and collaboration with labor unions in Norway to monitor and reduce any disparities.

Ongoing Efforts

Using a dedicated Diversity & Equity tool, we continuously identify barriers and drive improvements in recruitment, training, development, promotion, equal pay, and opportunity.

To support better gender balance, we have removed gender normative language from job descriptions, expanded outreach to women's recruitment channels, updated imagery to reflect workforce diversity, and refined physical requirements for roles—supporting increased recruitment of women into engineering and technical positions in 2025.



CORPORATE GOVERNANCE

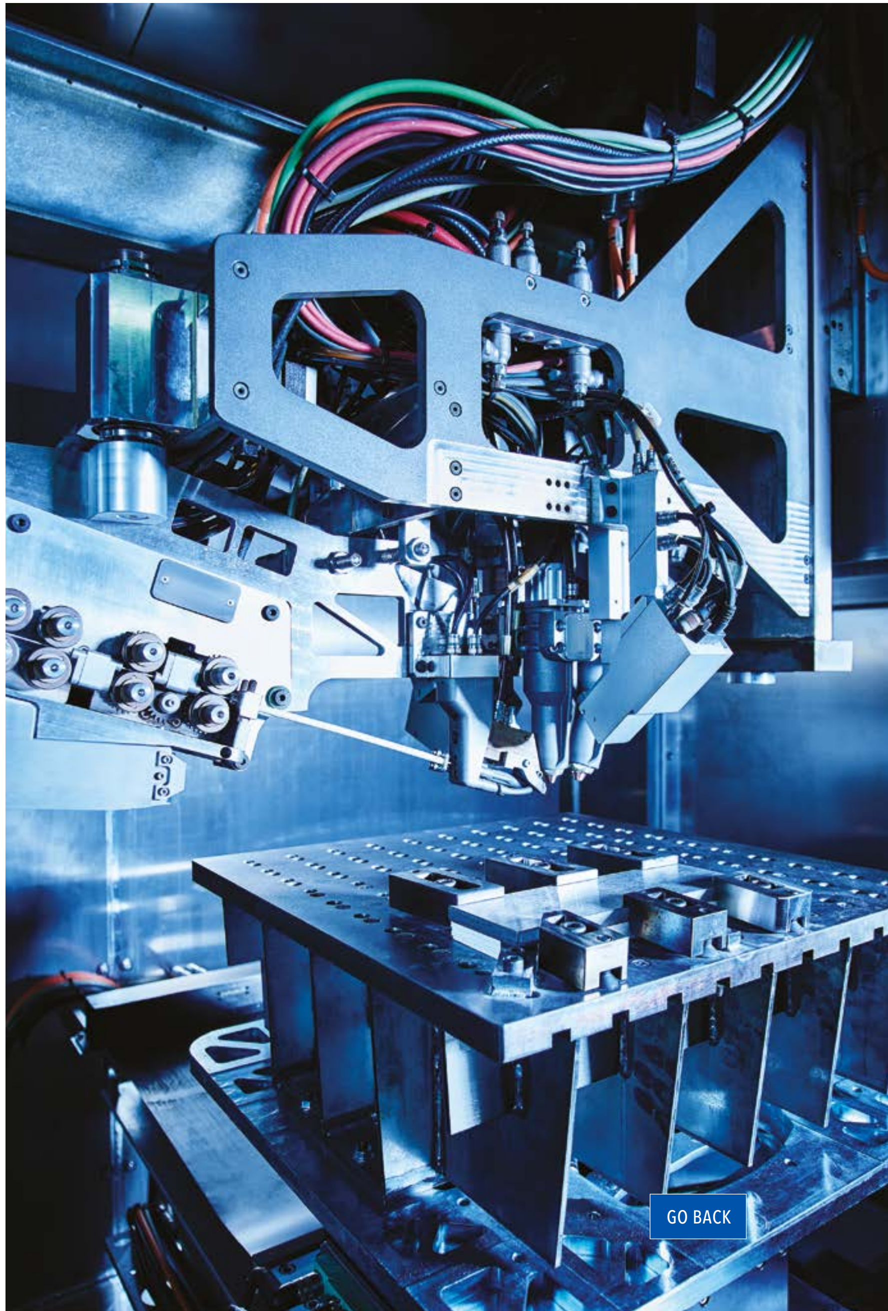
Norsk Titanium has made a commitment to ensure trust in the Company and to enhance shareholder value through effective decision-making and improved communication between our management, our Board of Directors and our shareholders. Our framework for corporate governance is intended to decrease business risk, maximize value and utilize the Company's resources in an efficient, sustainable manner, to the benefit of shareholders, employees, other parties concerned and society at large.

We are not subject to the Norwegian Code of Practice for Corporate Governance last updated 28 August 2025 (the "Corporate Governance Code"), but we have structured our corporate governance framework in all material aspects according to the Corporate Governance Code. The Code is available at the Norwegian Corporate Governance Committee's web site www.nues.no.

The following provides a review of our corporate governance in relation to each section of the Corporate Governance Code for the period from 1 January 2025 to 31 December 2025. Section numbers refer to the Corporate Governance Code.

Please see the corresponding headings below for a discussion of the reasons for non-compliance with Item 14.

The Corporate Governance Code	Compliance to the Code
1. Implementation & Reporting on Corporate Governance Principles	COMPLIANT
2. Business	COMPLIANT
3. Equity & Dividends	COMPLIANT
4. Equal Treatment of Shareholders	COMPLIANT
5. Share & Negotiability	COMPLIANT
6. General Meetings	COMPLIANT
7. Nomination Committee	COMPLIANT
8. Board of Directors: Composition & Independence	COMPLIANT
9. The Work of the Board of Directors	COMPLIANT
10. Risk Management & Internal Control	COMPLIANT
11. Remuneration of the Board of Directors	COMPLIANT
12. Remuneration of Executive Personnel	COMPLIANT
13. Information & Communications	COMPLIANT
14. Take-overs	NON-COMPLIANT
15. Auditor	COMPLIANT



1. 1. Implementation & Reporting on Corporate Governance

Our Board of Directors is responsible for the development and implementation of internal procedures and regulations to ensure that we follow applicable principles and maintain good corporate governance. The Board assesses our overall position with regard to such principles annually and reports accordingly in our Annual Report.

Norsk Titanium's vision is to contribute to the world by enabling fast, clean and sustainable metals manufacturing. Our leadership believes that achieving that vision is only possible if the Company and its employees conduct business in accordance with our core values: Glød (passion), Creative Curiosity, Collaboration, Trust and Respect, and Integrity. Our success is further dependent on our reputation for operating with the highest standards for integrity, transparency and trust. To ensure that all employees share in our commitment to integrity, we adopted our Code of Conduct. The Code sets out our expectations for behaviour for our Board of Directors, management, employees, and contractors, consistent with our core values. Each individual is responsible for understanding the Code and doing their best to conduct themselves in accordance with the principles set forth in the Code. Each employee receives a copy of the Code when they are hired and is required to acknowledge that they have read and understood it. We encourage all employees to report any violations of the Code to management, or through our third-party hotline.

2. Business

Norsk Titanium was established in 2007 with the business purpose to develop and commercialize radically less expensive and more environmentally friendly aerospace grade titanium components.

The Company's business is defined in the Company's Articles of Association (the "Articles of Association"), section 3:

"The company's business is development of technology for production of titanium, as well as other business relating to this."

We are a global technology leader in additive manufacturing for metals. Our proprietary, high-deposition rate metal 3D printing process, Rapid Plasma Deposition®, or RPD®, delivers superior quality material faster and cheaper than conventional processes, with less waste and emissions.

Norsk Titanium operates an R&D center at Eggemoen, Norway, and manufacturing facilities in Plattsburg, New York, USA.

The Board of Directors has established objectives, strategies and a risk profile for our business within the scope of the definition above, with a goal to create value for our shareholders in a sustainable manner. The Board takes into account economic, social and environmental considerations in setting the Company's objectives, strategies and risk profile. These are subject to annual review by the Board.

Our objectives and principal strategies are further described in this annual report under the heading "This is Norsk Titanium", on our website www.norsktitanium.com.

3. Equity & Dividends

Equity

At 31 December 2025, the Parent Company's equity was NOK 1,234 million, which is equivalent to 93% of total assets. Our Board considers the Parent Company's equity level to be satisfactory. The Board continuously considers the suitability of the Parent Company's equity level and financial strength in light of our objectives, strategy and risk profile.

Dividend Policy

We are focused on developing and commercializing our technology and intend to retain future earnings to finance development activities, operations and growth of the business, thus our policy is to not distribute dividends in the short to medium term. As a result, we do not expect to distribute dividends in the near future.

Capital Increases & Issuance of Shares

Any authorizations granted to the Board of Directors to increase the Company's share capital shall be restricted to defined purposes and shall not last longer than the date of the Company's next annual general meeting.

The Board of Directors currently has two authorizations to increase the share capital of the Company outstanding, which, considering previously utilized amounts, totals a share capital increase (excluding share premium) of up to NOK 16,284,555 by authorizing the Board of Directors to issue up to 203,556,943 shares, each at a par value of NOK 0.08. The authorizations are distributed as follows:

1. An increase of up to NOK 15,787,570, representing 197,344,625 shares, which may be used to issue shares for necessary strengthening of the Company's equity, issuance of shares as consideration to consultants and independent directors, and for issuing shares to be used as consideration in the acquisition of business within the Company's business purpose. The authorization was granted on 5 September 2025 and is valid until the ordinary general meeting in 2026, but not later than 30 June 2026. The Company has not used any shares under this authorization.
2. An increase of up to NOK 496,985, representing 6,212,318 shares, which may be used for issuing shares in connection with the Company's incentive schemes for employees. The authorization was granted on 6 May 2025 and is valid until the ordinary general meeting in 2026, but not later than 30 June 2026. On 17 January 2026, the Company used this authorization to issue 2,020,946 shares, further increasing its share capital by NOK 161,675.68. The remaining amount under this authorization is 4,191,372.

Previous authorizations that have lapsed, been used in full or for which the defined purpose is no longer relevant have been granted in accordance with the Corporate Governance Code.

Purchase of Own Shares

The Board of Directors has one authorization to purchase own shares with a nominal value of NOK 6,427,620 representing 80,345,250 shares, each at a par value of NOK 0.08. Any shares acquired under this authorization may be deleted in connection with a later reduction of the registered share capital or used as remuneration to the members of the Board of Directors, as means under the Company's incentive programs or as consideration shares in the acquisition of another business or businesses.

Under the foregoing authorization, the purchase price per share cannot exceed NOK 100 and not be less than NOK 1. This authorization was granted on 5 May 2025 and is valid until the ordinary general meeting in 2026, but not later than 30 June 2026. As per the date of this Corporate Governance Report, the authorization remains available in full.

4. Equal Treatment of Shareholders

According to the Norwegian Private Limited Liability Companies Act, our shareholders have pre-emption rights in share offerings against cash contribution. Such pre-emption rights, however, may be set aside either by the general meeting or by the Board of Directors if the general meeting has authorized the Board to do so. Any resolution to set aside pre-emption rights must be in the best interests of the Company and the shareholders, and we will publicly disclose any such action through a stock exchange notice.

In connection with a private placement of shares on 22 August 2025 (the "Private Placement"), the Board of Directors determined to set aside the pre-emption rights of existing shareholders to subscribe for shares. The justification for such deviation of the pre-emption rights was that the Private Placement would enable the Company to secure equity financing to accommodate the Company's funding requirements. Further, a private placement reduced execution and completion risk, as it enabled the Company to raise equity efficiently and in a timely manner, with a lower discount to the current trading price, at a lower cost and with a significantly reduced completion risk compared to a rights issue. It was also taken into consideration that the Private Placement would not result in a significant dilution of existing shareholders and that it was based on a publicly announced accelerated book-building process. The Board of Directors' justification for waiving the pre-emption rights of existing shareholders was publicly disclosed in a stock exchange announcement on 22 August 2025. Further, the Board of Directors facilitated a subsequent share offering of up to 40,726,800 new shares offered at the same subscription price as the shares offered in the Private Placement . On 10 September 2025, the Board of Directors disclosed via a stock exchange notice that it would proceed with the subsequent offering and on 23 September 2025, the subsequent offering closed with 40,726,800 shares being issued at NOK 1.00, the same as the price of the shares sold via the private placement.

5. Shares & Negotiability

We have one class of shares, and all shares carry equal rights. There are no limitations on a party's ability to own, trade or vote shares in the Company.

6. General Meetings

The Board of Directors uses its best efforts to schedule and facilitate general meetings in a manner that ensures that all shareholders may exercise their rights to participate in and voting at such meetings, thereby making the general meeting an effective forum for the views of shareholders and the Board of Directors. In accordance with Norwegian Private Limited Liability Companies Act, we are required to hold our annual general meeting of shareholders each year on or prior to 30 June.

Notification

We will send the notice of the general meeting to shareholders who are registered in the register of shareholders maintained with the Norwegian Central Securities Depository ("VPS") no later than three weeks prior to the date of the general meeting. The summons will reference or come with attachments providing support for the resolutions to be discussed and resolved at the general meeting. Such support will be sufficiently detailed and comprehensive to allow shareholders to form a view on all matters to be considered at the meeting. The notice and support information, as well as a proxy voting form, will normally be made available on the Company's website www.norsktitanium.com concurrently with the distribution to shareholders.

Participation & Execution

In accordance with the Norwegian Private Limited Companies Act, only those who are shareholders in the Company five business days prior to the general meeting are entitled to attend and vote at the general meeting. The Board of Directors will arrange for the general meeting to vote separately on each individual matter, including the individual candidates nominated for election to the Company's corporate bodies.

A shareholder may vote at the annual general meeting either in person or by proxy. We will prepare and facilitate the use of proxy forms which allow separate voting instructions to be given for each item on the agenda and nominate a person who will be available to vote on behalf of shareholders as their proxy.

The general meeting will regularly be held as physical meetings, but the Board of Directors may decide other forms of meeting as it deems appropriate. The Board of Directors aims at giving access for shareholders to participate remotely in general meetings by electronic means, to the extent the Board of Directors deems appropriate.

The Board of Directors and the chair of the Nomination Committee (as defined below) shall, as a general rule, be present at general meetings. The auditor will attend the ordinary general meeting and any extraordinary general meetings to the extent required by the agenda items or other relevant circumstances.

The Chairman of the Board will normally be proposed as the chair of the general meetings. The Board of Directors will ensure that an independent chairman is appointed if it deems it appropriate based on the agenda items or other relevant circumstances. The general meeting may also request that an independent chair of the meeting be appointed.

7. Nomination Committee

Article 8 of the Company's Articles of Association provides for a nomination committee composed of two or three members (the "Nomination Committee"). The members of the Nomination Committee, including its chair, are elected by the annual general meeting for a term of two years.

The Nomination Committee is responsible for proposing:

- Candidates for members of the Board, deputy members of the Board and members of Board subcommittees;
- Candidates for members of the Nomination Committee;Remuneration for such representatives.

The Nomination Committee is also responsible for monitoring the composition of the Board of Directors and evaluating the need for any changes, as well as performing an annual evaluation of the Board's work. The work of the Nomination Committee is governed by instructions adopted by the Board on 20 April 2022. As of 31 December 2025, the Nomination Committee was comprised of Linda Helland (Chair) and Jørn Aage Johansen, neither of whom are active Board members. Linda Helland is the General Counsel for Scatec Innovation, one of the Company's largest shareholders.

The Company has provided instructions on its website at https://www.norsktitanium.com/investors#corporate-governance as to how candidates may be proposed to the nomination committee, as recommended by the updated NUES guidelines as of August 2025.

8. Board of Directors: Composition & Independence

Pursuant to section 6 of the Company's Articles of Association, the Board of Directors shall consist of at least four and not more than 10 members. All directors are subject to re-election annually at the general meeting, as is the Chairperson. Pursuant to a recommendation of the Nomination Committee, the annual general meeting of the Company's shareholders held on 6 May 2025 elected a new board consisting of John Andersen, Jr., Tarek Hegazy, Shan Ashary, Mimi K. Berdal, Bettina Weber and Nicole Clement. Below is information regarding the Board attendance in 2025:

Name	Role	Considered Independent of Main Shareholders	Served Since	Team Expires	Participation in Board Meetings†
John Andersen, Jr.	Chairperson[1]	No	2013	2026	100%
Shan Ashary	Director	No	2010[1]	2026	100%
Mimi K. Berdal	Director	Yes	2021	2026	94%
Tarek Hegazy	Director	No	2024	2026	100%
Bettina Weber[2]	Director	Yes	2025	2026	100%
Nicole Clement[2]	Director	Yes	2025	2026	71%

† In 2025, the board held 11 meetings.
[1] Mr. Ashary did not stand for reelection at the 2022 annual general meeting, but was re-elected to the Board in 2023
[2] Ms. Weber and Ms. Clement were elected to the Board at the AGM in May 2025. They attended 100% and 71%, respectively, of meetings held in 2025 after the AGM.

See Note 4.8 to the Financial Statements for information on the shareholdings of our directors.

All members of the Board are considered independent of our executive management and material business contacts except for Shan Ashary, who is the father of Ashar A. Ashary, the Company's Chief Financial Officer. The Board of Directors does not include executive personnel. The Code requires that at least two members of the Board be independent of the Company's main shareholders. Currently, three of the Company's six directors are independent.

See "Board of Directors" in this annual report for information on the expertise of the members of the Board.

9. The Work of the Board of Directors

Board Instructions

The Board of Directors is responsible for the over-all management of the Company, and supervision of our day-to-day management and activities in general.

The Norwegian Private Limited Liability Companies Act regulates the duties and procedures of the Board of Directors. In addition, the Board of Directors has adopted board instructions which provide further detail on the duties of the Board of Directors and the chief executive officer, the division of work between the Board of Directors and the chief executive officer, the annual plan for the Board of Directors, notices of board proceedings, administrative procedures, minutes, board committees, transactions between the Company and related parties and confidentiality.

The board of directors has not established any board committees to date, but will adopt appropriate instructions if and when any committees are organized in the future.

Transactions with Related Parties

The Board of Directors aims to ensure that any material transactions between the Company and its shareholders, a shareholder's parent company, members of the Board of

Directors, executive personnel or close associates of any such parties (referred to as "related parties") are entered into on arms-length terms and in accordance with the requirements of the Norwegian Private Limited Liability Companies Act.

The Board instructions include guidelines for notification by members of the Board and executive management if they or any other related party have any material direct or indirect interest in any transaction entered into by the Company. The Board instructions also contain provisions requiring evaluation of any such transactions.

Any transactions with related parties are discussed in Note 7.4 to our financial statements.

10. Risk Management & Internal Control

The Board of Directors seeks to ensure that the Company has sound internal control and systems for risk management, including with respect to our corporate values, ethical guidelines and guidelines for corporate social responsibility, that are appropriate in relation to the extent and nature of our activities.

To facilitate this, the Board conducts an annual assessment of our risks in connection with its annual report. As part of this assessment, the Board reviews reports on our business and outlook in order to identify risks and potential risks and remedy any incidents that have occurred. The Board of Directors may engage external expertise to assist with the performance of its risk assessment if it deems it necessary to do so.

In addition to the annual risk assessment, management presents semi-annual financial statements to inform the Board and shareholders on current business performance, including risk reports. These reports are subject to review by the Board prior to release.

11. Remuneration of the Board of Directors

Our shareholders decide the level of remuneration to be paid to members of the Board at the Company's annual general meeting. Board remuneration should reflect the Board's responsibilities, expertise, time commitment and the complexity of the business. Board remuneration is not linked to the Company's performance and contains no share option element. Currently, only our independent directors receive any form of remuneration for their services on the Board.

The Nomination Committee shall recommend the remuneration to be paid to the members of the Board at the annual general meeting.

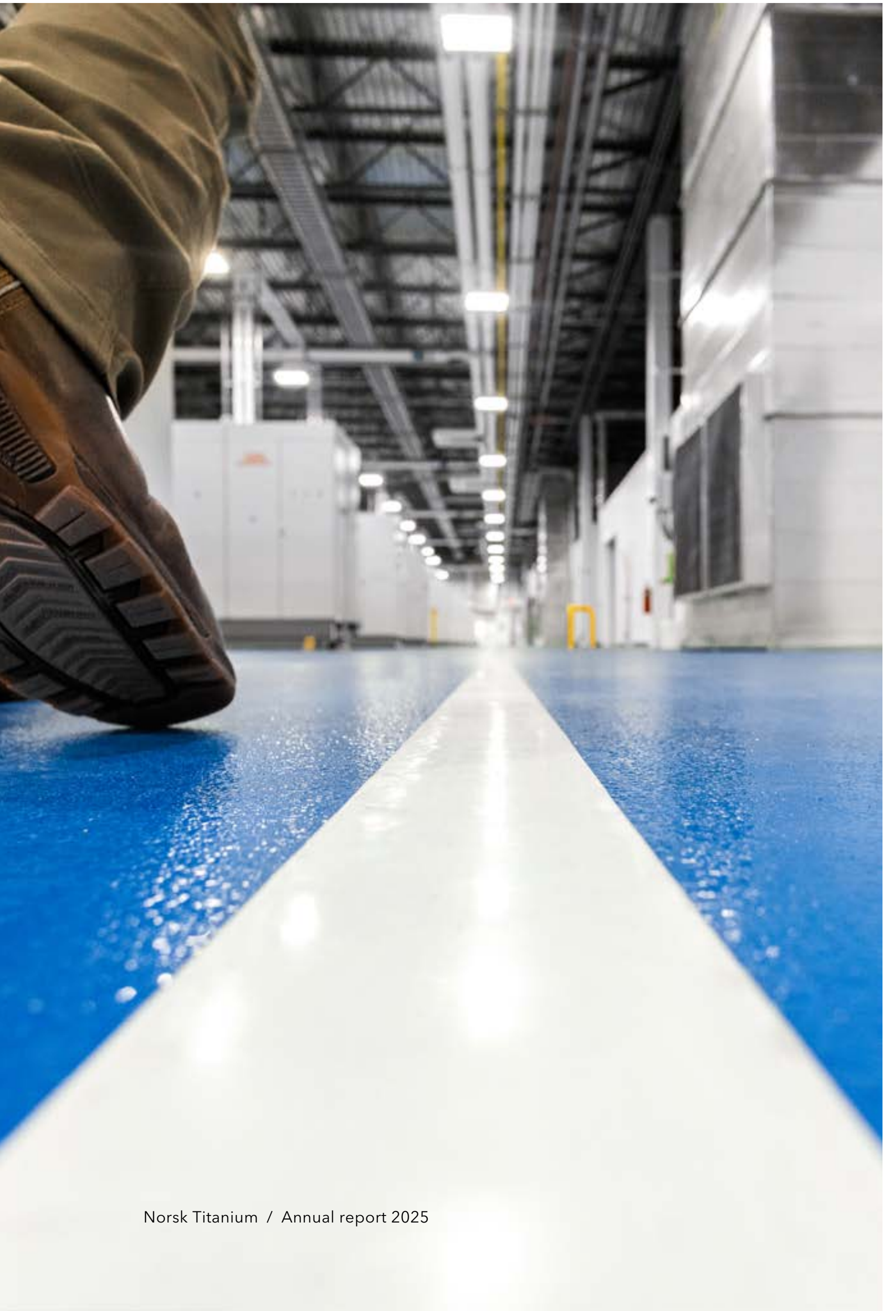
12. Salary & Other Remuneration for Executive Personnel

The Board determines the principles applicable to the Company's policy for compensation of executive management. We presented the guidelines for setting the principles at the annual general meeting on 20 April 2022 for an advisory vote, which received the support of a majority of our shareholders. The objectives of the guidelines are to:

- Support the Company's strategic performance and sustainability targets;
- Drive the Company's culture and values;
- Align remuneration with shareholder interests; and
- Provide guidelines for establishing executive management's remuneration to attract, retain and motivate employees with the skills, qualifications and experience needed to maximise value creation for the Company and its shareholders.

13. Information & Communications

We strive to build long-term relationships with our shareholders and other stakeholders; the management team therefore meets on an ongoing basis with all stakeholders interested in our business from a social, environmental, or economic perspective. The Company proactively engages them through different platforms to address their needs, listening, and providing information about the Company's projects. The dialogue always strives to raise awareness of both the value and the challenges of what the Company does.



The board of directors disclose financial and other information with due regard to the requirement of equal treatment.The Board of Directors adopted a manual on disclosure of information, which seeks to ensure that market participants receive correct, clear, relevant and up-to-date information in a timely manner, taking into account the requirement for equal treatment of all participants in the securities market. We make all stock exchange announcements, financial reports and presentations, other public presentations and press releases available on our website www.norsktitanium.com together with other relevant information. In addition, we publish an annual financial calendar, providing an overview of the dates for major events such as the annual general meeting and publication of financial reports.

14. Take-overs

The Board has not established written guidelines for how it will act in the event of a take-over bid as suggested by the Code, as such situations are normally characterized by concrete and one-off situations which make a guideline challenging to prepare. In the event the Company becomes the subject of a take-over offer, the Board of Directors shall seek to ensure that shareholders are treated equally and that the Company's activities are not unnecessarily interrupted. The Board of Directors shall also seek to ensure that the shareholders have sufficient information and time to assess the offer.

There are no defense mechanisms against take-over bids in our Articles of Association, nor have other measures been implemented to specifically hinder acquisitions of shares in the Company.

In the event a take-over was to occur, the Board of Directors will consider the relevant recommendations in the Corporate Governance Code and whether the recommendations in the Corporate Governance Code can be complied with or not under the applicable facts and circumstances.

15. Auditor

Our external auditor is Ernst & Young AS. The auditor must present its annual audit report to the Board and must participate in any meetings of the Board that deal with the annual accounting. At such meetings the auditor will report on any material changes in the Company's accounting principles and key aspects of the audit, comment on any material estimated accounting figures and report any material matters on which there have been disagreement between the auditor and the executive management of the Company. The Board must hold at least one meeting each year with the auditor without executive management.

The Board has established guidelines in respect of the use of the auditor by the executive management for services other than the audit to ensure that there are no conflicts of interest and that the auditor remains independent.

The remuneration paid to the auditor for audit and non-audit work is submitted for approval at the ordinary general meeting.

SHARE PRICE DEVELOPMENT

Norsk Titanium has one class of shares. There were 1,027,449,926 shares issued at 31 December 2025, and the shares each had a nominal value of NOK 0.08. From January 2, 2025, until year end the shares traded between NOK 0.96 and NOK 2.61 per share, and a total of 789,726,549 shares were traded in the period ending 31 December 2025. The market capitalization was NOK 1,235 million as of 31 December 2025.

Major Shareholders & Voting Rights

Norsk Titanium AS had registered 3,366 shareholders in VPS at 31 December 2025, of which the 10 largest owned 69.0%. Foreign shareholders held 49.8% of the shares. All shares carry the same voting rights.

Dividend & Dividend Policy

Norsk Titanium is in a growth phase and is focused on developing and commercializing our technology and intends to retain future earnings to finance development activities, operations and growth of the business, thus our policy is not to distribute dividends in the short to medium term. As a result, we do not expect to distribute dividends in the near future.

Analyst Coverage

DNB Carnegie and Arctic Securities had active coverage of Norsk Titanium at year end 2025. See norsktitanium.com/investors for more information and analyst contact details.

General Meetings & Board Authorizations

As at 31 December 2025, the Board of Directors had the following authorizations:

1. An increase of up to NOK 15,787,570, representing 197,344,625 shares to increase share capital.
2. An increase of up to NOK 496,985, representing 6,212,318 shares to increase share capital to execute incentive programs.
3. A purchase of own shares with a nominal value of up to NOK 6,427,620 representing 80,345,252 shares.

Norsk Titanium will hold its annual general meeting on May 12, 2026. Information will be made available on the company's website and NewsWeb in due time.

Main shareholders in Norsk Titanium AS as of 31 December 2025

	Total shares	Ownership
White Crystals Ltd.	208,518,535	20.3%
Scatec Innovation AS	163,731,566	15.9%
Global Portfolio Investments	104,224,693	10.1%
Clearstream Banking S.A.	67,115,022	6.5%
Nordnet Livsforsikring AS	40,014,644	3.9%
Norsk Titanium Cayman Ltd.	33,869,070	3.3%
MP PENSJON PK	28,816,913	2.8%
Olili AS	26,325,000	2.6%
Ferd AS	19,138,638	1.9%
J.P. Morgan SE	17,048,535	1.7%
Others	318,647,310	31.0%
Total	1,027,449,926	100.0%

Financial calendar 2026

Date	Event
May 7, 2026	Q1 2026 Operational and Financial Update
May 12, 2026	Annual General Meeting
August 19, 2026	1H 2026 Report
November 5, 2026	Q3 2026 Operational and Financial Update

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CONSOLIDATED STATEMENT OF TOTAL COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2025

Amounts in USD thousand	Notes	Full Year 2025	Full Year 2024
Revenue	2.1	**3,459**	4,479
Other income	2.2	**601**	596
Total revenues and other income		**4,060**	5,075
Raw materials and consumable used	2.3	**(8,605)**	(7,216)
Employee benefits expense	2.5	**(18,472)**	(16,276)
Other operating expenses	2.6, 7.2	**(6,272)**	(6,304)
Depreciation and amortisation	3.1, 3.2	**(1,779)**	(1,749)
Operating profit		**(31,069)**	(26,470)
Financial income	4.5	**660**	19,859
Financial expenses	4.5	**(25,515)**	(14,356)
Profit or loss before tax		**(55,924)**	(20,968)
Income tax expense	5.1	**-**	-
Profit or loss for the year		**(55,924)**	(20,968)
Profit/loss attributable to owners of the parent		**(55,924)**	(20,968)
Basic earnings per share (in USD)	2.9	**(0.06)**	(0.04)
Diluted earnings per share (in USD)	2.9	**(0.06)**	(0.04)
Other comprehensive income			
Items that subsequently may be reclassified to profit or loss:			
Exchange differences on translation of foreign operations		**26,271**	(19,416)
Other comprehensive income for the period		**26,271**	(19,416)
Total comprehensive income for the period		**(29,653)**	(40,383)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

FOR THE YEAR ENDED 31 DECEMBER 2025

Amounts in USD thousand	Notes	31 Dec 2025	31 Dec 2024
ASSETS			
Non-current assets			
Deferred tax asset	5.1	**36**	36
Right of use of assets	7.3	**1,422**	1,286
Property, plant and equipment	3.1	**3,368**	3,114
Intangible assets	3.2	**1,477**	1,947
Total non-current assets		**6,304**	6,384
Current assets			
Inventories	2.4	**8,784**	6,274
Trade receivables	2.7	**1,228**	1,949
Other current assets	2.7	**1,472**	1,946
Cash and cash equivalents	4.4	**19,250**	22,815
Total current assets		**30,734**	32,984
TOTAL ASSETS		**37,038**	39,368

Eggemoen, April 15, 2026

John Andersen Jr.	**Shan A. Ashary**	**Tarek Sherif Hegazy**	**Mimi Berdal**	**Nicole Clement**	**Bettina Weber**
Chairman of the Board	Member of the Board	Member of the Board	Member of the Board	Member of the Board	Member of the Board

Amounts in USD thousand	Notes	31 Dec 2025	31 Dec 2024
EQUITY AND LIABILITIES			
Equity			
Share capital	4.8	**8,197**	6,423
Share premium	4.8	**19,211**	54,843
Other capital reserves	4.8	**11,513**	11,769
Other equity	4.8	**(15,961)**	(42,232)
Total equity		**22,960**	30,803
Non-current liabilities			
Non-current interest bearing debt	4.2	**4,679**	42
Non-current lease liabilities	7.3	**1,228**	1,116
Other non-current liabilities	1.2, 4.9, 7.1	**2,482**	1,086
Total non-current liabilities		**8,389**	2,244
Current liabilities			
Trade and other payables	2.8	**1,571**	1,794
Current interest bearing debt	4.2, 7.4	**14**	14
Derivative financial liabilities	4,1	**416**	-
Contract liability	2,2	**1,108**	1,561
Current lease liabilities	7.3	**443**	353
Other current liabilities	7.1	**2,137**	2,600
Total current liabilities		**5,689**	6,321
Total liabilities		**14,078**	8,565
TOTAL EQUITY AND LIABILITIES		**37,038**	39,368

CONSOLIDATED STATEMENT OF CASH FLOW

Amounts in USD thousand	Notes	Full Year 2025	Full Year 2024
Cash flows from operating activities			
Profit before tax		**(55,924)**	(20,968)
Adjustments to reconcile profit before tax to net cash flow:			
Depreciation and amortisation	3.1, 3.2	**1,779**	1,749
Net financial income/expense related to financing activities	4.5	**620**	15,102
Net foreign exchange differences	4.5	**24,663**	(20,605)
Tax payable	5,1	**-**	-
Working capital adjustment:			
Changes in inventories	2.4	**(2,509)**	(388)
Changes in trade and other receivables	2.7	**722**	(1,365)
Changes in other current assets	2.7	**474**	(841)
Changes in trade and other payables	2.8	**(222)**	235
Changes in other accruals	7.1	**240**	232
Net cash flows from operating activities		**(30,157)**	(26,849)

Amounts in USD thousand	Notes	Full Year 2025	Full Year 2024
Cash flows from investing activities			
Purchase of property, plant and equipment	3.1	**(689)**	(1,012)
Investment in intangible assets	3.2	**(333)**	(115)
Interest received	4.4	**608**	592
Net cash flow from investing activities		**(414)**	(534)
Cash flow from financing activities			
Proceeds from issuance of shared capital	4,8	**22,048**	50,833
Proceeds from issuance of debt instrument		**5,000**	3,140
Transaction cost		**(1,254)**	(2,784)
Payment of principle portion of lease liabilities	4.3, 7.3	**(291)**	(364)
Proceeds / payment of debt	4.1, 4.2	**(3)**	(533)
Interests paid	4.3, 7.3	**(379)**	(198)
Net cash flow from financing activities		**25,120**	50,115
Net change in cash and cash equivalents		**(5,451)**	22,731
Effect of change in exchange rate		**1,886**	(1,110)
Cash and cash equivalents, beginning of period	4.4	**22,815**	1,194
Cash and cash equivalents, end of period		**19,250**	22,815

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Attributable to the equity holders of the parent						
					Other equity		
Amounts in USD thousand	**Share capital**	**Share premium**	**Treasury shares**	**Other capital reserves**	**Cumulative translation effect**	**Accumulated loss**	**Total equity**
Balance at 31 December 2024	6,423	54,843		11,769	(42,232)		30,803
Profit (loss)						(55,924)	(55,924)
Other comprehensive income					26,271		26,271
Issue of share capital [1]	1,774	20,292		(1,254)			20,812
Purchase of treasury shares							
Sales of treasury shares							
Shared-based payment [2]				998			998
Transfer from share premium [1]		(55,924)				55,924	
Balance at 31 December 2025	8,197	19,211		11,513	(15,961)		22,960
Balance as of 31 December 2023	2,450	19,618		(276)	(22,816)		(1,025)
Profit (loss)						(20,968)	(20,968)
Other comprehensive income					(19,416)		(19,416)
Issue of share capital [1]	3,973	56,194					60,167
Issue of equity instrument [2]				15,879			15,879
Transaction costs equity transactions				(3,982)			(3,982)
Purchase of treasury shares							
Sales of treasury shares							
Shared-based payment [2]				148			148
Transfer from share premium [1]		(20,968)				20,968	
Balance at 31 December 2024	6,423	54,843		11,769	(42,232)		30,803

[1] Reference to note 4.8 Equity and shareholders for more information on share capital and share premium.

[2] For further information regarding share capital, shareholders, treasury shares and shares owned by the board and executive employees, see note 4.8.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

Note 1.1 Corporate information

The consolidated financial statements of Norsk Titanium AS and its subsidiaries (referred to herein as "Norsk Titanium", "the Company", "we", "us" or "our") for the year ended 31 December 2025 were authorized for issue in accordance with a resolution of the directors on 15 April 2026. Norsk Titanium AS (the Parent) is a limited liability company incorporated and domiciled in Norway. The registered office is located at Karenslyst Allé 9C, Oslo in Norway.

Norsk Titanium specializes in additive manufacturing (AM) and producing structural titanium parts with reduced lead time and cost from traditional methods.

Basis of preparation

The consolidated financial statements of Norsk Titanium AS comprise of consolidated statement of comprehensive income, consolidated statement of financial position, consolidated statement of cash flows, consolidated statement of changes in equity, and related notes. The consolidated financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU).

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern. This assumption is based on the current market outlook and financial forecasts for the year 2026 and the Company's long-term strategic forecast including funding.

The consolidated financial statements have been prepared on a historical cost basis, except for financial instruments at fair value through profit or loss. The consolidated financial statements are presented in USD and all values are rounded to the nearest thousand (000), except when otherwise indicated.

Basis of consolidation

The consolidated financial statements comprise the financial statements of the Parent and its subsidiaries as at 31 December 2025. Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Specifically, the Company controls an investee if, and only if, the Company has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee
- The ability to use its power over the investee to affect its return. Generally, there is a presumption that a majority of voting rights results in control. To support this presumption and when the Company has less than a majority of the voting or similar rights of an investee, the Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:
- The contractual arrangement(s) with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Company's voting rights and potential voting rights

The Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary.

Foreign currencies

The Company's consolidated financial statements are presented in USD. The Parent's functional currency is NOK. For each entity, the Company determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Company uses the direct method of consolidation and on disposal of a foreign operation, the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method. P&L figures are converted from functional currency to presentation currency by use of average rates. Balance sheet figures are converted from functional currency to presentation currency by use of spot rate on the balance sheet date.

Segments

Norsk Titanium identifies its reportable segments and discloses segment information under IFRS 8 Operating Segments. This standard requires Norsk Titanium to identify its segments according to the organisation and reporting structure used by management. Currently Norsk Titanium operates its business as a single business unit developing its RPD® technology and selling parts to the commercial aerospace sector, and therefore no separate Segment note is presented.

Note 1.2 Key source of estimation uncertainty, judgement and assumptions

Significant accounting judgements, estimates and assumptions

In connection with the preparation of the Company's consolidated financial statements, the management has made assumptions and estimates about future events and applied judgements that affect the reported values of assets, liabilities, revenues, expenses and related disclosures.

Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The assumptions, estimates and judgements are based on historical experience, current trends and other factors that the Company's management believes to be relevant at the time the consolidated financial statements are prepared.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The estimates and the underlying assumptions are reviewed on an ongoing basis. The accounting policies applied by the Company in which judgments, estimates and assumptions may significantly differ from actual results are discussed below:

Significant judgements

Sale and lease agreement with Fort Schuyler Management Corporation ("FSMC")

In 2015 the Company signed a contract with FSMC under which FSMC is responsible for building a manufacturing facility and purchase manufacturing equipment from Norsk Titanium, and subsequently lease the manufacturing facility and equipment to Norsk Titanium for a term of 10 years at a yearly rent of USD 1 with an option of extending the term. During the third quarter 2016 the Company entered a Master Equipment Purchase Agreement with FSMC, where Norsk Titanium shall build and sell in total 32 RPD® machines to FSMC. In the fourth quarter 2018 NTi executed an Amendment to the Alliance Agreement. The RPD® machines are the main part of the Manufacturing Equipment that are leased to Norsk Titanium under the agreement with FSMC. In return for the subsidized lease, the Company has committed itself to operations related to the manufacturing facility and the hire of new employees as production increases for the 10 year period from 20 December 2019 to 19 December 2029. The production facility is located in Plattsburg, New York.

Based on IAS 17, management treated the lease of the facility and equipment as an operating lease and presented the gain/loss from sale of equipment under the sale/leaseback agreement net in the statement of profit and loss since the equipment are used in production.

Upon the transition to IFRS 16 in 2019, the Company was not required to reassess the sale of the RPD® machines to FSMC, and therefore no adjustments related to these sales was recorded in 2019. The only transition impact for the Company was the recognition of a lease liability reflecting the remaining lease payments and a corresponding right-of-use asset. The financial liability is accounted for applying IFRS 9.

As FSMC meets the definition of a government in accordance to IAS 20, the difference between market rent and agreed rent is treated as a government grant. Applying the guidance in IAS 20, Norsk Titanium has a choice of presenting the grant either as a reduction of the carrying amount of the machines (net presentation), with the grant offsetting the depreciation of the asset, or as deferred income that is recognised over the useful life of the asset (gross presentation). Norsk Titanium has elected to present the deferred revenue as a reduction of the carrying amount of the machines (i.e. net presentation), with difference between the sales price and cost of the RPD® machines being recognised as other income over the lease term. The future net gain from the RPD machines is recognised as contract liability in the balance sheet. Prior to the transition of IFRS 16 in 2019, RPD® machines delivered to FSMC where Site Acceptance Test is not completed but prepaid from FSMC, is presented as contract liability.

In June 2021 Norsk Titanium US Inc. entered into a leasing agreement with FSMC for the Plattsburgh Production Development & Qualification Center facility in Plattsburgh. FSMC purchased the facility from our former landlord, TDC and in doing so met their commitment in the Alliance Agreement to provide 150,000 square feet to support operations in New York. The total utilised grant from FSMC amounts to USD 122 million by 31 December 2025 with an additional USD 1 million committed. The accounting treatment of the grant is explained in the above.

Assessment of going concern

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern. This assumption is based on the current market outlook and financial forecasts for the year 2026 and the Company's long-term strategic forecast including funding. Reference is made to note 4.7 on Liquidity risk and going concern assumption.

Research and Development

Initial capitalisation of costs is based on management's judgement that technological and economic feasibility is confirmed. In determining the amounts to be capitalised, management makes assumptions regarding the expected future cash generation of the project, discount rates to be applied and the expected period of benefits. The assessment of when product development is capitalised is highly subjective, as the outcome of these projects may be uncertain. At 31 December 2025, the carrying amount of intangible assets was USD 1.5 million.

Estimates and assumptions

Share based payment

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which depends on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option or appreciation right, volatility and dividend yield and making assumptions about them. For the measurement of the fair value of equity-settled transactions with employees at the grant date, the assumptions and models used for estimating the fair value are disclosed in note 4.9.

Intangible assets

The useful lives of intangible assets are assessed as either finite or indefinite and may in some cases involve considerable judgements. Intangible assets with indefinite useful lives are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. Intangible assets with finite useful lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period.

Note 2.1 Revenues

Amounts in USD thousand	2025	2024
Revenues		
Sale of printed parts	**1,693**	2,279
Revenue from products and services delivered on development programs	**1,766**	2,201
Total revenues	**3,459**	4,479
Geographic information		
Revenues from customers		
Europe	**440**	1,909
USA/Canada	**3,018**	2,570
Total revenues	**3,459**	4,479
Timing of revenue recognition		
Goods transferred at a point in time	**3,459**	4,479
Total revenues	**3,459**	4,479

Revenues from three customers exceeded 10% of the total revenues in 2025, representing approximately 34%, 19% and 10% of total revenues, respectively. In 2024, revenues from two customers exceeded 10% of total revenues, representing approximately 35% and 28% of total revenues.

Note 2.2 Other Income

OTHER INCOME

Amounts in USD thousand	2025	2024
Net gain from RPD machine grant[1]	**260**	174
Skattefunn	**341**	421
Total other income	**601**	596

Government grants have been received for research and development activities but are not related to a specific program. The grants included in other income contains no unfulfilled conditions or contingencies.

[1] Net gain from RPD machine grant reflect net gain from the sale and leaseback of RPD machines to FSMC, being recognized as other income over the lease term. The future net gain from the RPD machines is recognised as contract liability in the amount of USD 1,108 thousand and other non-current liabilities in the amount of USD 2,482 thousand in the balance sheet.t.

Note 2.3 Raw Materials and Consumables Used

RAW MATERIALS AND CONSUMABLES USED

Amounts in USD thousand	2025	2024
Cost of materials	**7,407**	5,712
Cost for machining of components	**36**	147
Consumables used	**547**	531
Cost of handling and freight	**615**	826
Capitalized raw materials and consumables used	**-**	-
Total cost of goods, raw materials and consumables used	**8,605**	7,216

Raw materials and consumables used is related to cost of goods sold, qualifications, test production and development activities.

Note 2.4 Inventories

INVENTORIES

Amounts in USD thousand	31.12.2025	31.12.2024
Raw materials	**4,875**	3,597
Work in progress	**3,566**	2,535
Finished goods	**979**	151
Total inventories (gross)	**9,420**	6,283
Provision for obsolete inventories 31.12	**(636)**	(9)
Total inventories (net)	**8,784**	6,274

Raw materials consist of wire, argon and substrate for production of titanium components.

Work in progress consist of manufacturing of production machines in addition to titanium components in progress. The provision for obsolete inventories consists of USD 524 thousand related to write-downs of obsolete items and USD 112 thousand related to write-downs of finished goods to net realisable value.

Note 2.5 Employee Benefits Expenses

EMPLOYEE BENEFIT EXPENSES

Amounts in USD thousand	2025	2024
Salaries and holiday pay	**14 444**	12 663
Social security tax	**1 461**	1 322
Pension costs defined contribution plans	**720**	680
Cost of share-based payment	**593**	458
Other personnel costs	**1 255**	1 154
Total payroll and related costs	**18 472**	16 276
Full Time equivalent Employees as of 31.12	**127**	133

Pensions

The Norwegian companies in the Company are obligated to keep an occupational pension scheme pursuant to the Norwegian Mandatory Occupational Pensions Act. The Company's pension scheme satisfies these requirements.

Contributions are paid to pension insurance plans and charged to the income statement in the period to which the contributions relate. Once the contributions have been paid, there are no further payment obligations.

Management and board remuneration

Amounts in USD thousand	Salary	Performance-related bonus	Other remuneration	Total remuneration
Remuneration to management in 2025				
Carl Johnson - CEO	**364**	10	27	401
Farbrizio Ponte - CEO	**125**		79	204
Remuneration to management in 2024				
Carl Johnson - CEO	**466**	10	39	515

Carl Johnson ceased acting as the CEO on 7th October 2025 and resumed his position as CTO.
Fabrizio Ponte, was appointed CEO for the Company on 8th October 2025.

Benefits to the CEO

Executive management takes part in the general pension scheme described above. Additionally, the CEO is part of the Company's ordinary bonus scheme and does also have the right to severance payment if the Company terminates the employment without Cause. Upon termination of the CEO's employment contract without cause within one year of his start date, he is entitled to eighteen months of salary. If the company terminates without cause after one year of his start date, he is entitled twelve month's severance and insurance continuation. CEO and executive management take part in the Company's share incentive program as described in note 4.9.

Total remuneration to Board members

Amounts in USD thousand	2025	2024
Board members	**49**	43

In the General Meeting 2024 it was decided that the remuneration for the period from the annual general meeting 2024 to the annual general meeting 2025 shall be increased from USD 42 thousand to USD 44 thousand for board members not associated with the Company's shareholders. Remuneration for one board member for 12 months was USD 43 thousand in 2024. In the General Meeting 2025 it was decided to increase the board remuneration to USD 46 thousand for board members not associated with the Company's shareholders. Total paid board remuneration in 2025 was USD 49 thousand.

At the end of the financial year, members of the Board and executive employees held shares in the parent company, Norsk Titanium AS. Reference is made to note 4.8 for disclosures on shareholdings.

The board members are not subject to agreements for severance pay, bonuses or profit-sharing.

Note 2.6 Other Operating Expenses

OTHER OPERATING EXPENSES

Amounts in USD thousand	2025	2024
Professional services	**1,582**	1,508
Travel expenses	**668**	553
Rental and leasing expenses	**940**	241
Other operating expenses	**3,082**	4,003
Total other operating expenses	**6,272**	6,304

AUDITOR RELATED FEES

Amounts in USD thousand	2025	2024
Statutory audit	**149**	147
Other assurance services	**12**	16
Tax consultant services	**9**	9
Total remuneration to the auditor	**170**	172

Audit fee: The amounts above are excluding VAT.

Note 2.7 Trade Receivables and Other Current Assets

TRADE RECEIVABLES

Amounts in USD thousand	31.12.2025	31.12.2024
Trade receivables	**1,228**	1,949
Total trade receivables	**1,228**	1,949

No provision for expected credit loss has been recognised in 2025 or 2024.

OTHER CURRENT ASSETS

Amounts in USD thousand	31.12.2025	31.12.2024
Earned not invoiced operating income	**-**	-
Pre-payments	**481**	756
Deposits	**554**	594
VAT	**67**	169
Other receivables [1]	**370**	427
Total other receivables	**1,472**	1,946

[1] The amount includes Skattefunn USD 366 thousand in 2025.

As at 31 December 2025 the ageing analysis of trade receivables is, as follows:

AGING ANALYSIS OF TRADE RECEIVABLES

			Past due but not impaired			
	Total	Not due	< 30 days	31-60 days	61-90 days	> 90 days
Trade receivables at 31.12.2025	1,228	1,134	-	42	52	-
Trade receivables at 31.12.2024	1,949	1,860	70	-	18	-

For details regarding the Company's procedures on managing credit risk, reference is made to note 4.6.

Note 2.8 Trade and Other Payables

TRADE AND OTHER PAYABLES

Amounts in USD thousand	31.12.2025	31.12.2024
Accounts payables	**1,140**	1,371
Withholding payroll taxes and social security	**431**	422
Total trade and other payables	**1,571**	1,794

For details regarding the Company's procedures on managing credit risk, reference is made to note 4.6.

Note 2.9 Earnings Per Share

Basic EPS is calculated by dividing the profit for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year. Diluted EPS is calculated by dividing the profit attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares. The following table reflects the income and share data used in the basic and diluted EPS calculations.

Amounts in USD thousand	2024	2023
Profit/loss attributable to owners of the parent	**(55,924)**	(20,968)
Weighted average number of ordinary shares (thousand)[1]	**879,966**	528,082
Weighted average dilutive effect from issue of shares (thousand)	**-**	-
Weighted average number of ordinary shares diluted (thousand)	**879,966**	528,082
Basic earnings per share (in USD)		
Diluted earnings per share (in USD)[2]	**(0.06)**	(0.04)
	(0.06)	(0.04)

[1] The weighted average number of shares takes into account the weighted average effect of changes in treasury shares during the year.

[2] Potential ordinary shares comprising employee stock options, RSUs/PSUs and warrants were antidilutive for the period because the Group reported a loss; accordingly, they were excluded from the diluted EPS calculation.

Note 3.1 Property, Plant and Equipment

Amounts in USD thousand	Machinery and equipment	Furniture and vehicles	Buildings, IT	Total
Acquisition cost 01.01.2024	5,208	423	1,670	**7,302**
Additions	620	6	115	**741**
Currency translation effects with rates at 31.12.2024	(535)	(31)	(5)	**(571)**
Acquisition cost 31.12.2024	5,293	398	1,781	**7,472**
Additions	601	10	78	**689**
Disposals[1]	(140)			**(140)**
Currency translation effects with rates at 31.12.2025	529	34	34	**597**
Acquisition cost 31.12.2025	6,283	398	1,781	**8,462**
Accumulated depreciation and impairment 01.01.2024	2,422	338	1,418	**4,178**
Depreciation	257	20	76	**353**
Currency translation effects with rates at 31.12.2024	(149)	(31)	7	**(173)**
Accumulated depreciation and impairment 31.12.2024	2,531	327	1,501	**4,358**
Depreciation	315	21	97	**433**
Disposal sale	(41)			**(41)**
Currency translation effects with rates at 31.12.2025	287	34	23	**344**
Accumulated depreciation and impairment 31.12.2025	3,092	382	1,621	**5,094**
Carrying amount 31.12.2024	2,762	71	280	**3,114**
Carrying amount 31.12.2025	3,191	16	160	**3,368**
Economic life	5-20 years	5 years	5 years	
Depreciation plan	linear	linear	linear	

[1] Aquisition cost has been adjusted for assets that have reached the end of economic life and has been disposed off during the year.

Note 3.2 Intangible assets

Amounts in USD thousand	Development costs	Other intangible assets	Total
Intangible assets			
Acquisition cost 01.01.2024	11,200	1,377	**12,577**
Additions	40	75	**115**
Currency translation effects with rates at 31.12.2024	(1,058)	(162)	**(1,219)**
Acquisition cost 31.12.2024	10,182	1,291	**11,473**
Additions	-	333	**333**
Currency translation effects with rates at 31.12.2025	1,128	177	**1,305**
Acquisition cost 31.12.2025	11,310	1,801	**13,111**
Accumulated depreciation and impairment 01.01.2024	8,234	1,239	**9,473**
Amortisation for the year	961	43	**1,004**
Currency translation effects with rates at 31.12.2024	(801)	(150)	**(951)**
Accumulated amortisation and impairment 31.12.2024	8,394	1,132	**9,526**
Amortisation for the year	961	50	**1,011**
Currency translation effects with rates at 31.12.2025	931	166	**1,097**
Accumulated amortisation and impairment 31.12.2025	10,286	1,348	**11,634**
Carrying amount 31.12.2024	1,788	159	**1,947**
Carrying amount 31.12.2025	1,025	453	**1,477**
Economic life	10 years	3-10 years	
Amortisation plan	Straight-line	Straight-line	

Norsk Titanium has invested heavily in researching and developing the market-leading high-deposition rate additive manufacturing (AM) process. Based on available plasma welding technology the Company has developed an automated process for the production of "near net shape" titanium components with titanium wire and titanium substrate as the main feedstock.

Norsk Titanium has capitalized technology development of the RPD Production Platform reflecting the deposition process and the associated qualification programs and fourth generation production machinery.

Additions of USD 333 thousand in Other intangible assets mainly reflect purchase of software related to ERP system. There was no impairment of intangible assets in 2025 and 2024.

Research and development

Research costs are expensed as incurred. Development expenditures on an individual project, which represents new applications/technology, are recognised as an intangible asset when the Company can demonstrate they fulfil the criteria in IAS 38 and the goods have a proven market. The Company operates in a highly regulated market, where the customer needs to qualify and approve the components before they can be sold in the market. Due to these inherent conditions in the industry for which goods are developed, the development costs and qualification activities for the component sales are expensed as incurred.

In 2025 the research and development expenses amounted to USD 1.7 million compared to USD 2.5 million in 2024. The development costs are activity related to parts development and modeling, the software development kit RPD Builder, fatigue qualification, lab activity and wire and substrate improvement. During 2025 Norsk Titanium further matured the RPD® process to enhance efficiency from development to printing.

Note 4.1 Financial Instruments

The following tables shows the various financial assets and liabilities, grouped in the different categories of financial instruments:

AT 31 DECEMBER 2025

Amounts in USD thousand	Financial assets at amortised cost	Financial liabilities at amortised cost	Financial liabilities at FV through profit and loss	Total
Assets				
Trade receivables	1,228			**1,228**
Other receivables [1]	1,472			**1,472**
Cash and cash equivalents	19,250			**19,250**
Total financial assets	21,950	-	-	**21,950**
Liabilities				
Non-current interest bearing debt		4,679		**4,679**
Other non-current liabilities [1]		2,275	206	**2,482**
Trade and other payables		1,571		**1,571**
Other current liabilities [1]		2,004	133	**2,137**
Current interest bearing debt		14		**14**
Derivative financial liabilities			416	**416**
Total financial liabilities	-	10,544	755	**11,299**

[1] Financial liabilities at fair value through profit and loss related to the Long-Term Incentive Program.

Warrants issued as part of the loan agreement with Claret.

The terms of the warrants issues as part of the loan agreement with Claret included a variability in both the number and payable amount when exercised. Based on this variability the warrants has been classified as a financial liability at fair value through profit or loss. The warrants are accounted for at fair value through profit or loss. Financial expenses (note 4.5) include loss due to the change in fair value related to these warrants of US 91 thousand.

AT 31 DECEMBER 2024

Amounts in USD thousand	Financial assets at amortised cost	Financial liabilities at amortised cost	Financial liabilities at FV through profit and loss	Total
Assets				
Trade receivables	1,949			**1,949**
Other receivables [1]	1,946			**1,946**
Cash and cash equivalents	22,815			**22,815**
Total financial assets	26,710	-	-	**26,710**
Liabilities				
Non-current interest bearing debt		42		**42**
Trade and other payables		1,794		**1,794**
Long term liabilities [1]		2,018	184	**2,202**
Other current liabilities [1]		2,411	189	**2,600**
Current interest bearing debt		14		**14**
Total financial liabilities		6,278	373	**6,651**
Total financial liabilities	-	7,839	373	**8,212**

[1] Financial liabilities at fair value through profit and loss related to the Long-Term Incentive Program.

Warrants issued as part of the right issue in 2024.

The terms of the warrants issued as part of the rights issue in February 2024 included a variability in the payable amount when exercised. Based on this variability the warrants were classified as a financial liability at fair value through profit or loss. The warrants were accounted for at fair value through profit or loss until they exercised or expired in December 2024. Financial expenses (note 4.5) include loss due to the change in fair value related to these warrants of USD 13,164 thousand.

Financial assets at amortised cost

When determining the classification for financial assets, the Company evaluates the investment related to the "SPPI" test and the "Business model" test. The "SPPI" test involves evaluating if the instruments consist of solely payments of principal and interest (hence, SPPI). If the instruments pass the "SPPI" test, the Company further evaluates the "Business model" test. When doing so, the Company evaluates the purpose of the investment. If the investment is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows, the investments will be valued at amortized cost.

Financial assets at amortised cost includes cash and short-term deposits, trade receivables and contract assets.

Financial liabilities

Financial liabilities are measured either at fair value through profit or loss or at amortised cost.

Financial liabilities are measured at fair value through profit or loss when they meet the definition of held for trading, or when they are designated as such on initial recognition. Derivatives are always recognised at fair value through profit or loss. In addition, hybrid instruments (embedded derivative in a non-derivative host contract), are recognised at fair value through profit or loss when the Company choose not to separate the embedded derivative and account for the contract as a whole. All other financial liabilities, are generally classified as subsequently measured at amortised cost using the effective interest method.

Note 4.2 Interest-Bearing Debt

Amounts in USD thousand	Effective interest rate	Maturity	31.12.2025	31.12.2024
Loan from Claret Capital Partners	11,00%	2028	**4,650**	-
Loan from Huttig CDJR[1]	13,39%	2028	**29**	42
Total non-current interest bearing loans and borrowings			**4,679**	42
Current interest bearing loans and borrowings				
Short term portion of Loan from Huttig CDJR[1]			**14**	14
Current interest bearing debt			**14**	14

[1] On 23 August 2023 the Company entered into a loan agreement with Huttig CDJR for the purchase of a Dodge Ram Box Truck in the US facilities.

On 16 June 2025 Norsk Titanium AS announced that it has entered into a loan agreement with Claret Capital Partners Ltd. ("Claret") for a term loan facility of up to USD 10 million (the "Loan Facility"). The facility from its growth credit fund, Claret European Specialty Lending Company Annex Fund I, will support the Company's working capital requirements and general corporate purposes and adds financial flexibility as the Company progresses towards its stated operational targets.

The Loan Facility will be made available in two tranches of USD 5 million each. The first tranche is immediately available upon execution of definitive agreements. The second tranche will be accessible through 30 June 2026, subject to terms and conditions on debt ratios to Direct Gross Profit and to market cap. The loan includes an interest-only period until 31 December 2026. Following the expiry of the interest only period, Tranche 1 is repaid in 24 equal monthly installments. The loan and all interest payments are secured by a security interest in all assets of the Borrower, including a pledge of shares in all subsidiaries of Borrower, bank accounts, intellectual property, and intragroup loans. The Loan Facility is not subject to any financial or non-financial covenants.

As part of the loan agreement, Claret will receive warrants for each tranche drawn, allowing subscription for shares in the Company with a total subscription value of USD 1.2 million (USD 600,000 per tranche). The number of shares that may be subscribed with the warrant is initially 4,583,643 based on the volume weighted average share price over the 15 business days preceding execution of the loan agreement for the first tranche. The issuance of the warrants and the waiver of shareholders' pre-emptive rights were approved by the Company's Annual General Meeting (AGM) on 6 May 2025, where the Board of Directors were authorized to enter into definitive loan and warrant agreements. The number of shares that may be subscribed with the warrants is subject to adjustment pursuant to the AGM resolution.

Note 4.3 Financial Liabilities

Reconciliation of changes in liabilities incurred as a result of financing activities.

Amounts in USD thousand	01.01.2025	Cash flow effect	Foreign exchange movement	Other non-cash changes	31.12.2025
Non-current interest bearing debt (note 4.2)	42	5,000	(101)	(262)	**4,679**
Current interest bearing debt (note 4.2)	-	-	-	14	**14**
Derivative financial liabilities	-	-	-	416	**416**
Non-current lease liabilities	1,116	-	168	(55)	**1,228**
Current lease liabilities	353	(291)	-	382	**443**
Total liabilities from financing	1,510	4,709	67	495	**6,780**

Amounts in USD thousand	01.01.2024	Cash flow effect	Foreign exchange movement	Other non-cash changes	31.12.2024
Non-current interest bearing debt (note 4.2)	53	-	-	(11)	**42**
Current interest bearing debt (note 4.2)	6,499	-	-	(6,499)	**-**
Other current debt (note 4.1)	2,153	(511)	(4)	(1,639)	**-**
Non-current lease liabilities	1,387	-	(187)	(84)	**1,116**
Current lease liabilities	523	(364)	-	194	**353**
Total liabilities from financing	10,615	(875)	(191)	(8,039)	**1,510**

Note 4.4 Cash and Cash Equivalents

CASH AND CASH EQUIVALENTS

Amounts in USD thousand	31.12.2025	31.12.2024
Bank deposits, unrestricted	**19,020**	22,603
Bank deposits, restricted [1]	**230**	211
Total cash and cash equivalents	**19,250**	22,815

[1] Restricted bank deposits relates to cash for withholding taxes which may not be used for other purposes. Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

Note 4.5 Financial Items

FINANCIAL INCOME AND EXPENSES

Amounts in USD thousand	Full Year 2025	Full Year 2024
Financial income		
Interest income	**617**	592
Foreign exchange gains	**41**	19,265
Other financial income	**2**	2
Total financial income	**660**	19,859
Financial expenses		
Interest expenses	**(410)**	(289)
Foreign exchange losses	**(24,826)**	(306)
Other financial expenses[1]	**(279)**	(13,761)
Financial expenses	**(25,515)**	(14,356)

[1] The warrants issue as part of the loan agreement with Claret are classified as derivative financial instruments and recognized as financial liabilities measured at fair value through profit or loss. In 2025 the interest expenses and other financial expenses in the income statement reflect a loss of USD 91 thousand due to an increase in the fair value of these warrants.

[1] The warrants issued during the Rights Issue in 2024 were classified as derivative financial instruments and recognized as financial liabilities measured at fair value through profit or loss. In 2024, the interest expenses and other financial expenses in the income statement reflect a loss of USD 13,164 thousand due to an increase in the fair value of these warrants. The market price of the warrant on the Euronext Growth increased from NOK 0.20 per warrant at initial recognition to NOK 0.97 per warrant as at the last day of trading in November 2024.

Note 4.6 Financial Risk and Capital Management

Norsk Titanium is transitioning from a development stage company to a commercial manufacturing concern. Ongoing commercialization of our RPD® technology in multiple industries and applications remains the Company's primary focus. We must balance continued technological development with efforts designed to foster the adoption of our technology by potential customers, both of which may be constrained by limited resources.

Markets and Competition

Norsk Titanium operates in the 3D printing market of forge-equivalent near net shapes and finished parts. Currently, the Company mainly delivers titanium components to commercial aerospace, defense and industrial manufacturers.

The Company competes directly with large organizations employing legacy manufacturing technology such as forging, casting and machining equipment, and is seeking to displace these legacy techniques with its RPD® technology. These legacy organizations have established qualifications with the Company's targeted customers and more resources, which may impede or delay the conversion of parts from legacy manufacturing methods to RPD®.

The Company also competes with other 3D printing companies. The 3D printing industry has experienced an increase in the number of players in recent years and competition is more intense. Some of the Company's competitors in the 3D printing space have more resources than the Company which may impact the Company's ability to effectively compete for adoption with customers in its target markets.

Competition within the industry also exposes the Company to price pressure. The entrance of lower cost providers may influence the Company's market and lead to further competition that might adversely affect profitability. In addition, the Company may not be able to develop and qualify its technology without reducing its anticipated margins and returns.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings and deposits.

Interest rate risk

As of 31 December 2025, the group has interest bearing loan of EURO 4,365 thousand. The loan has a fixed interest of 11%. If the 12-month Euribor excides 3.5% the interest becomes a floating rate. As of 31 December, an increase of 1% in Euribor will not impact on the interest expense of the group.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

Sensitivity market risk (currency risk)

As of year-end 2025 the group has a significant currency exposure relates to a loan denominated in EURO from Claret. The carrying amount of the loan as of 31 December 2025 amount to USD 4,679 thousand. The functional currency of the parent is NOK, a 5% increase in EURO towards NOK would result in a loss and a reduction of equity of USD 244.

As of year-end 2025 the group has a significant currency exposure relate to a loan denominated in USD from the parent company to the US subsidiary. The nominal amount of the loan as of 31 December 2025 amount to USD 238,792 thousand (USD 195,620 thousand in 2024). The functional currency of the parent is NOK, a 5% decline in USD towards NOK would result in a loss and a reduction of equity of USD 11,940 thousand (a reduction of USD 9,781 thousand in 2024).

Liquidity risk

Liquidity risk arises from the Group's management of working capital and the finance charges and principal repayments on its debt instruments. It is the risk that the Group will encounter difficulty in meeting its financial obligations as they fall due. The maturity date of the group's financial liabilities are presented below, further information on going concern and liquidity risk is included in Note 4.7.

AGEING OF FINANCIAL LIABILITIES 31 DECEMBER 2025

Amounts in USD thousand	1 year	2 years	3-5 years	Over 5 years	Total
Non-current interest bearing debt (note 4.2)	-	2,354	2,326	-	**4,679**
Trade and other payables (note 2.8)	1,571	-	-	-	**1,571**
Current interest bearing debt (note 4.2)	14	-	-	-	**14**
Other current debt (note 4.1)	2,137	-	-	-	**2,137**
Non-current lease liabilities (note 7.3)	-	376	1,082	344	**1,802**
Current lease liabilities (note 7.3)	470	-	-	-	**470**
Total	4,193	2,730	3,408	344	**10,674**

AGEING OF FINANCIAL LIABILITIES 31 DECEMBER 2024

Amounts in USD thousand	1 year	2 years	3-5 years	Over 5 years	Total
Non-current interest bearing debt (note 4.2)	-	14	28	-	**42**
Trade and other payables (note 2.8)	1,794	-	-	-	**1,794**
Current interest bearing debt (note 4.2)	14	-	-	-	**14**
Other current debt (note 4.1)	2,600	-	-	-	**2,600**
Non-current lease liabilities (note 7.3)	-	341	821	547	**1,709**
Current lease liabilities (note 7.3)	374	-	-	-	**374**
Total	2,182	355	849	547	**3,933**

Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions.

Norsk Titanium is currently in a technology development stage but has accounts receivable at year end. The Company has currently few customers, which generally might imply a concentration of credit risk. However, major part of the limited revenues was related to governmental funding agreements and large firms in the aerospace industry with limited credit risk.

The company has not provided any guarantees for third parties liabilities. It is the management's opinion that the credit risks are negligible, and we had no losses in receivables in 2025. For an overview of the ageing of trade receivables, please refer to note 2.7.

For the assessment of liquidity risk and going concern assumption, reference to note 4.7.

Note 4.7 Liquidity Risk and Going Concern Assumption

As a development stage company in the process of transitioning to a commercial manufacturing concern, Norsk Titanium does not generate sufficient income from operations to fund its operations. The Company has launched new initiatives to strengthen, accelerate and expand the core business in Aerostructures and Defense, commencing development of an engine parts program in collaboration with a globally leading engine manufacturer, and deploying a dedicated team to build and execute on a structured pipeline of shorter-cycle opportunities across multiple industries.

The Company plans to ramp up production and increase volume of part deliveries that will increase the initial cash burn and working capital investment during the year. Cash burn is also affected in the near term by increases in the cost of raw materials driven by market uncertainties in the supply for titanium and may be negatively impacted by uncertainties related to tariffs. Future revenue growth is important to achieving a positive cash flow from operations. The Company's forecast depends on its ability to work with customers to quickly identify and transition parts from legacy production methods to RPD®. The Company can influence, but not control, the pace at which customers transition parts to RPD®. In the past, the Company has experienced delays in the qualification process that have delayed part transition and revenue achievement. Future delays are likely to have a similar effect.

In 2025, the Company strengthened its financial position through a combination of equity and debt financing initiatives. Norsk Titanium raised approximately USD 22 million in new equity, supported primarily by its largest shareholders, and secured a USD 10 million loan facility with Claret Capital Partners to reinforce liquidity during the Company's commercial transition. During the year, the Company drew down USD 5 million of the USD 10 million Claret Capital loan facility. These measures were designed to support working capital, expand production capacity, and fund key development programs.

While the Company ended 2025 with a cash position of USD 19.3 million, it expects to raise additional capital during 2026 to extend its runway and achieve key commercial, operational, and financial milestones. Continued operations are dependent on securing this funding. Although its two principal shareholders, both represented on the Board, have expressed ongoing strong support, this does not eliminate the material uncertainty regarding the Company's ability to continue as a going concern.

If sales are delayed, the Company has flexibility to defer working capital requirements in response. Based on the forecasted increase in commercial activity with various customers, the continued support from existing shareholders, the availability of a working capital facility and the term loan facility and the steady interest from investors, the Board has formed a judgment that there is a reasonable expectation that the Company has sufficient access to capital to continue in operational existence for the foreseeable future, and that commercialization of the Company's technology will generate significantly higher revenue and margins in the coming years.

The going concern assessment performed by the Board covers a period of at least 12 months from the date of approval of the financial statements, and is based on the Company's liquidity forecasts, funding plans and access to funding.

Note 4.8 Equity and Shareholders

For the purpose of the Company's capital management, capital includes issued capital, and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to ensure that it maintains a healthy cash flow to cover ongoing operations and maximise shareholder value over time.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions. Refer to descriptions in note 4.6 related to financial risk and capital management and note 4.7 related to liquidity risk and going concern assumption.

Total equity for the Group decreased from USD 30,803 thousand at 31 December 2024 to USD 22,960 thousand at 31 December 2025. During 2025 the nominal share capital was in total increased by USD 1,774 thousand by issuance of 225,315,561 new shares.

Equity reserves and transfer of losses

In 2024 and 2025, the Company incurred losses of USD 20,968 thousand and USD 55,924 thousand, respectively. In accordance with resolutions passed by the shareholders at the ordinary general meetings for both years, the accumulated losses were covered by transfers from the share premium reserve. The transfers were executed in accordance with applicable Norwegian company law, which permits the use of share premium to offset accumulated losses when approved by the general meeting.

As a result of these transfers, accumulated losses are presented as zero at 31 December 2024 and 31 December 2025, and the movement is reflected in the statement of changes in equity under "Transfer from share premium". Following the loss coverage and the equity transactions completed during 2025, total equity amounted to USD 22,960 thousand at 31 December 2025.

Issued capital and reserves in Norsk Titanium AS

NUMBER OF SHARES IN NORSK TITANIUM AS AT 31 DECEMBER 2025

	Number of shares
At 31 December 2024	802,134,365
Issuance of shares LTIP program	1,318,161
Private Placement tranche [1]	77,717,000
Private Placement tranche [2]	105,553,600
Subsequent Offering	40,726,800
At 31 December 2025	1,027,449,926

NUMBER OF SHARES IN NORSK TITANIUM AS AT 31 DECEMBER 2024

	Number of shares
At 31 December 2023	270,018,154
Issuance of shares LTIP program	653,238
Rights Issue Feb 2024	245,943,610
Private placement May, including subsequest offering	121,000,000
Warrant exercise June	28,722,823
Warrant exercise November	135,796,540
At 31 December 2024	802,134,365

Share capital in Norsk Titanium AS

AT 31 DECEMBER 2025

Amounts in USD thousand	Number of shares	Nominal Share capital	Share premium
At 31 December 2024	802,134,365	6,423	54,843
Issuance of share capital	225,315,561	1,774	20,292
Transfer from share premium	-	-	(55,924)
At 31 December 2025	1,027,449,926	8,197	19,211

AT 31 DECEMBER 2024

Amounts in USD thousand	Number of shares	Nominal Share capital	Share premium
At 31 December 2023	270,018,154	2,450	19,618
Issuance of share capital	532,116,211	3,973	56,194
Transfer from share premium	-	-	(20,968)
At 31 December 2024	802,134,365	6,423	54,843

Each share has a nominal value of NOK 0.08. As of 31 December 2025 the group holds 400 treasury shares. All issued shares have equal voting rights and the right to receive dividend.

Dividend distribution to shareholders

The company has not paid dividend in 2025, and has proposed not to pay dividend for 2026.

Treasury shares

There are 400 treasury shares at 31 December 2025. There are no purchase or sale of treasury shares in 2025.

Ownership structure

MAIN SHAREHOLDERS IN NORSK TITANIUM AS AS OF 31 DECEMBER 2025

	Total shares	Ownership	Share-holding/ Voting
White Crystals Ltd.	208,518,535	20,3%	20,3%
SCATEC INNOVATION AS	163,731,566	15,9%	15,9%
Global Portfolio Investments	104,224,693	10,1%	10,1%
Clearstream Banking S.A.	67,115,022	6,5%	6,5%
Nordnet Livsforsikring AS	40,014,644	3,9%	4,2%
Norsk Titanium Cayman Ltd.	33,869,070	3,3%	3,3%
MP PENSJON PK	28,816,913	2,8%	3,1%
Olili AS	26,325,000	2,6%	3,0%
Ferd AS	19,138,638	1,9%	1,7%
J.P. Morgan SE	17,048,535	1,7%	1,6%
Others	318,647,310	31,0%	30,3%
Total	1,027,449,926	100%	100%

Reconciliation of equity is shown in the statement of changes in equity.

At the end of the financial year, no members of the Board hold shares directly in the parent company, representing the following ownership:

OWNERSHIP INTERESTS HELD BY BOARD MEMBERS

Ownership as of 31 December 2025	
Board of Directors:	
John Andersen - Chairman of the board[1]	0.0%
Shan A. Ashary - member of the board[2]	0.0%
Total	0.0%

Ownership as of 31 December 2024	
Board of Directors:	
John Andersen - Chairman of the board[1]	0.0%
Bart van Aalst - member of the board[2]	0.1%
Shan A. Ashary - member of the board	0.0%
Total	0.1%

[1] Related party of Scatec Innovation AS which controls 15.9% of the Company in 2025 and 16.6% in 2024.

[2] Related party of NT Cayman Ltd which controls 3.3% of the Company in 2024 and 4.2% in 2025. Bart van Aalst resigned from the Board on 4 November 2024.

Note 4.9 Share Incentive Program

The share incentive program includes both equity settled and cash settled elements. The share-base payment expense for the two elements is as follows:

Amounts in USD thousand	2025	2024
Share based payment expense		
Equity settled	**680**	425
Cash settled	**(56)**	40
Total expense	**624**	465

NTi has a share option program for employees in the company divided into 7 programs. As of 31 December 2025, outstanding options was unchanged at 1,377,000 from 31 December 2024. As of 31 December 2025, 1,377,000 of the options have vested of which 12,500 (the 2011-2013 program) do not have an expiration date.

In the event of termination of employment the company has the right, but not an obligation, to repurchase all shares purchased by the employees.

The outstanding options are equity settled and the fair value at grant date is expensed over the vesting period. There was no new option program granted in 2025.

According to the authorisation from the EGM 14 December 2021 NTi implemented a new Long Term Incentive Program (LTIP) for employees in January 2022. On 17 January 2025, the Board granted 5,715,365 restricted share units (“RSU”) and 5,715,365 performance share units (“PSU) in accordance with the Company’s Long Term Incentive Program (“LTIP”). On 9 April 2025, the Board revised the allocation of grants to correct a calculation error, resulting in the increase of total RSUs granted to 5,717,537 and total PSUs granted to 5,717,537, for a total of 11,435,074 instruments granted. In addition, on 3 March 2025 the Board granted awards under the LTIP to Boyd Adams, the Company’s newly hired Chief Commercial Officer, consisting of 1,352,635 RSUs and 403,454 PSUs. The total number of RSUs granted by the board equals 0.88% of total shares issued in the Company. If the PSUs vest at target, the total number of shares issued will equal 0.76% of the total shares issued in the Company.

Also on 17 January 2025 participants in the Company's LTIP program exercised a total of 1,682 480 restricted share units ("RSU's"). The Company settled 364,319 of these RSUs with cash consideration to allow the beneficiaries to settle taxes. The remaining 1,381,161 RSUs exercised were settled by issuance of new shares in the Company.

The granted RSUs are subject to a time-based vesting. Total grants will vest rateably on each of the first three anniversaries of the grant date. Vesting of the Performance Shares is based on the achievement of performance goals, which are based on the Company's financial target. The number of Performance Shares that vest will be decided by the board of directors after year end 2025 with vesting on 17 January 2026. RSUs and Performance Shares are automatically exercised at vesting with an exercise price corresponding to the par value of the shares being NOK 0.08.

For the LTIP program and the option program USD 602 thousand have been expensed as payroll (2024 USD 474 thousand) and USD - 35 thousand have been expensed as social security tax (2024 USD -7 thousand), net impact of USD 567 thousand (2024 USD 467 thousand).

Outstanding instruments Year End - RSU

QUANTITY AND WEIGHTED AVERAGE PRICES

Activity	Number of instruments	Weighted Average Strike Price NOK
Outstanding as of 1 January 2025	3,576,931	0,08
Granted	7,043,172	0,08
Exercised	-	-
Released	(1,682,480)	0,08
Adjusted	-	-
Performance Adjusted	-	-
Cancelled	-	-
Terminated	(1,112,255)	0,08
Expired	-	-
Outstanding as of 31 December 2025	7,825,368	0,08
Vested as of 31 December 2025	-	-
Weighted average market price of settled instruments at settlement during the period		2,28

Activity	Number of instruments	Weighted Average Strike Price NOK
Outstanding as of 1 January 2024	1,974,517	0,08
Granted	2,568,197	0,08
Exercised	-	-
Released	(864,606)	0,08
Adjusted	-	-
Performance Adjusted	-	-
Cancelled	-	-
Terminated	(101,177)	0,08
Expired	-	-
Outstanding as of 31 December 2024	3,576,931	0,08
Vested as of 31 December 2024	-	-
Weighted average market price of settled instruments at settlement during the period		1,65

OUTSTANDING INSTRUMENTS OVERVIEW

	Weighted Average remaining contractual life	Weighted Average Strike Price NOK	Vested instruments 31.12.2023	Weighted Average Strike Price NOK
Strike price NOK	Outstanding Instruments		Vested Instruments	
0,08	3,21	0,08	-	-

Outstanding instruments Year End - PSU

QUANTITY AND WEIGHTED AVERAGE PRICES

Activity	Number of instruments	Weighted Average Strike Price NOK
Outstanding as of 1 January 2025	1,960,376	0,08
Granted	13,120,991	0,08
Exercised	-	-
Released	-	-
Adjusted	-	-
Performance Adjusted	(1,442,076)	0,08
Cancelled	-	-
Terminated	(1,098,841)	0,08
Expired	-	-
Outstanding as of 31 December 2025	12,540,450	0,08
Vested as of 31 December 2025	-	-

Activity	Number of instruments	Weighted Average Strike Price NOK
Outstanding as of 1 January 2024	3,776,987	0,08
Granted	-	0,08
Exercised	-	-
Released	-	-
Adjusted	-	-
Performance Adjusted	(1,697,886)	0,08
Cancelled	-	-
Terminated	(118,722)	0,08
Expired	-	-
Outstanding as of 31 December 2024	1,960,379	0,08
Vested as of 31 December 2024	-	-

OUTSTANDING INSTRUMENTS OVERVIEW

	Weighted Average remaining contractual life	Weighted Average Strike Price NOK	Vested instruments 31.12.2024	Weighted Average Strike Price NOK
Strike price NOK	Outstanding Instruments		Vested Instruments	
0,08	5,19	0,08	-	-

GRANTED INSTRUMENTS 2025

Activity	RSU	PSU
Quantity 31 December 2025 (instruments)	7,043,172	13,120,991
Quantity 31 December 2025 (shares)	7,043,172	13,120,991
Contractual life [1]	3,05	5,77
Strike price [1]	0,08	0,08
Share price [1]	2,32	1,71
Expected lifetime [1]	-	2,61
Volatility [1]	-	39,0079%
Interest rate [1]	-	2,4996%
Dividend [1]	-	-
FV per instrument [1]	2,24	1,30
Vesting conditions		

GRANTED INSTRUMENTS 2024

Activity	RSU	PSU
Quantity 31 December 2024 (instruments)	2,568,197	-
Quantity 31 December 2024 (shares)	2,568,197	-
Contractual life [1]	10,0	
Strike price [1]	0,08	
Share price [1]	1,7	
Expected lifetime [1]	-	
Volatility [1]	-	
Interest rate [1]	-	
Dividend [1]	-	
FV per instrument [1]	2,0	
Vesting conditions		

[1] Weighted average parameters at grant of instrument

Fair value of RSUs is the difference between in the share price and strike price at the time of valuation.

The fair value of the PSUs has been calculated using Monte Carlo simulation. The performance period for the PSUs related to the market criterion has been agreed upon as 01 January 2022 to 31 December 2025. Based on this performance period, the expected lifetime has been set to 3. The expected volatility of 60% is based on a set of comparable companies' historical volatility. The risk-free interest rates are the zero-coupon government bond issues of the country in whose currency the price is expressed. Since the share price is expressed in NOK, the Norwegian Government Bond rates are used. The vesting conditions for the PSUs other than the CEO are linked to the development in market capitalization and earnings before interest, tax and depreciation.

The CEO was granted 7,000,000 Performance Share Units ("PSUs"), with each PSU at vesting giving the right to subscribe for one share at par value. The PSUs will vest in full on December 31, 2029, provided that the market capitalization of Norsk Titanium is USD 400 million or higher. 75% of the PSUs will vest at market capitalizations between USD 300 million and USD 399 million, and 50% of the PSUs will vest at market capitalizations between USD 200 million and USD 299 million. No PSUs will vest if the market capitalization is below USD 200 million. The total value of the PSUs granted is capped at USD 4 million.

Outstanding instruments Year End - options

Activity	Number of instruments	Weighted average exercise price USD
Outstanding options as of 1 January 2025	1,377,000	4,70
Outstanding options as of 31 December 2025	1,377,000	4,70
Exercisable at 31 December 2025	1,377,000	4,70

Activity	Number of instruments	Weighted average exercise price USD
Outstanding options as of 1 January 2024	1,377,000	4,70
Outstanding options as of 31 December 2024	1,377,000	4,70
Exercisable at 31 December 2024	1,377,000	4,70

There was no new option program in 2024 and 2025 and no options were granted.

Assumptions used in prior years to determine fair value of the 7 prior years option programs currently active as of 31 December 2025.

Assumptions used in prior years to determine fair value of the 7 prior years option programs currently active as of 31 December 2024.

Option programs	Expected life of options	Exercise price USD	Number of share options
2011-2013 Program	2,0	0,49	12,500
2014-2015 Program	0,5	156,73	-
2015-LTI Program	2,0	4,00	858,000
2016-LTI Program	3,0	500,00	-
2017 LTI Program	4,0	6,00	44,500
2017 STI $NO_2$020 Program	3,0	555,27	-
2017-STI $NO_2$021 Program	4,0	502,97	-
2018 LTI Program	3,6	6,00	260,000
2018 STI NO 2021 Program	2,0	5,46	-
2018 STI US 2021 Program	2,0	4,94	-
2019 STI NO 2022 Program	2,0	6,00	22,200
2019 STI US 2022 Program	2,0	6,00	17,800
2019 LTI Program	4,0	6,00	162,000
Weighted average at 31.12.2025	2,6	4,70	1,377,000

Pricing model:
The fair value of the options has been calculated using the Black-Scholes-Merton option-pricing model for european options.

Share price on the grant date:
The share price is set to 77.3% of the valuation price on the grant date. The share price was reduced by a liquidity discount of 22.7%.

The *strike price per option:*
The strike price is the share price on the grant date.

Volatility:
The expected volatility is set to 30%-50% based on a peer group analysis at the grant date.

The term of the option:
The expected life of the share options are based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. It is assumed that 100% of the employees will exercise the options if the market price of the shares are abow the strike price.

Dividend:
The estimated dividend per share is NOK 0 per annum.

Risk-free interest rate:
The risk-free interest rate is set equal to the interest rate on government bonds during the term of the option 2-2.5%.

The weighted average remaining contractual life for the share options outstanding as at 31 December 2025 was 2.6 years.

OPTIONS AND LTIP SHARES HELD BY BOARD AND SENIOR MANAGEMENT

	Number of RSU/PSU	% of total
Senior Management	14,125,592	69%
Board	-	-

Note 4.10 Fair Value

Determination of fair value

The fair value of quoted financial assets classified as financial assets at fair value through profit or loss is determined by reference to published price quotations in an active market. For unquoted financial assets the fair value has been estimated using a valuation technique based on assumptions that are not supported by observable market prices.

The following of the Company's financial instruments are not measured at fair value: cash and cash equivalents, accounts receivables, other current receivables and payables and bank loans.

The fair value of financial assets and liabilities recognised at their carrying amount is calculated as the present value of estimated cash flows discounted by the interest rate that applies to corresponding liabilities and assets at the end of the reporting period. This applies to the Fair value hierarchy.

Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: Quoted (unadjusted) prices in active markets for identical assets or liabilities
Level 2: Other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly
Level 3: Techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

For recurring measurements, transfers between the levels in the fair value hierarchy are evaluated when reassessing the categories of the financial instruments at the end of the period.

The following groups of financial instruments were measured at fair value as of 31 December (excluding financial liabilities related to LTIP):

31 DECEMBER 2025

			Fair value measurement using		
	Note	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant un-observable inputs (Level 3)
Liabilities measured at fair value					
Derivative financial liabilities	4.1	416	-		416
Total financial liabilities		416	-		416

31 DECEMBER 2024

			Fair value measurement using		
	Note	Total	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant un-observable inputs (Level 3)
Liabilities measured at fair value					
Derivative financial liabilities	4.1	-	-	-	-
Total financial liabilities		-	-	-	-

Balance sheet as of 31.12.2025

Derivative financial liabilities in level 3 relates to warrants issued as part of the loan agreement with Claret.

The terms of the warrants issues as part of the loan agreement with Claret included a variability in both the number and payable amount when exercised. Based on this variability the warrants has been classified as a financial liability at fair value through profit or loss. The warrants are accounted for at fair value through profit or loss. Financial expenses (note 4.5) include loss due to the change in fair value related to these warrants of US 91 thousand.

The fair value of the warrants has been calculated using the Black-Scholes-Merton option-pricing model for European options. Using the following inputs:

	Grant date	31.12.2025
Number of warrants	4,583,643	6,158,268
Share price	1,31	1,20
Strike price	1,31	1,00
Volatility	60%	60%
Risk free interest rate	3,88%	3,89%
Maturity in years	4,46	5,00

Changes in the fair value of the financial liabilities have been recognised in statement of comprehensive income. During the reporting period there were no changes in the fair value measurement which caused transfers between level 1 and level 2, and no transfers to or from level 3

Note 5.1 Taxes

Amounts in USD thousand	2025	2024
Current income tax expense		
Tax payable	**-**	-
Change deferred tax/deferred tax assets recogniced	**-**	-
Adjustments in respect of current income tax of previous year	**-**	-
Total income tax expense	**-**	-
Tax payable		
Profit before taxes	**(55,924)**	(20,968)
Permanent differences [1]	**(1,489)**	(3,116)
Change in temporary differences	**425**	(12)
Deferred tax assets not recognized	**56,988**	24,095
Tax basis	**-**	-
Current taxes according to statutory tax rate 22%	**-**	-
Deferred tax liabilities (assets)		
Property, plant and equipment	**(2,125)**	(1,685)
Other current assets	**(249)**	(182)
Losses carried forward (including tax credit)	**(289,901)**	(227,360)
Dissallowed interest expenses	**(2,439)**	(2,165)
Basis for deferred tax liabilities (assets)	**(294,714)**	(231,393)
Calculated deferred tax recognised in balance sheet	**(55)**	(40)
Calculated deferred tax assets	**(62,593)**	(49,026)
Deferred tax assets not recognised	**62,543**	48,990
Deferred tax assets recognised in balance sheet	**(19)**	(4)
Deferred tax assets	**(36)**	(36)

1 Permanent differences is related to share-based payments, costs related to capital increase and non-deductible costs.

Deferred tax asset related to temporary differences from right of use assets and lease liabilities that is offset over time. Deferred tax assets not recognised of USD 62,543 thousands related mainly to losses carried forward and disallowed interest are not recorded in the balance sheet as it is more likely than not that the tax assets will not be utilized. The unrecognised tax asset may offset future taxable income. The Company has USD 2,439 thousand of disallowed interest deduction carried forward. These interest expenses are relate to the interest limitation legislation in Norway which became effective from 1 January 2019, USD 2,439 thousand expire in 5 years, and may not be used to offset taxable income elsewhere in the Group.

The Company has USD 289,901 thousand (2024 USD 227,360 thousand) of tax losses carried forward. These losses relate to a history of losses, do not expire, and may not be used to offset taxable income elsewhere in the Company. The subsidiaries neither have any taxable temporary difference nor any tax planning opportunities available that could partly support the recognition of these losses as deferred tax assets. On this basis, the Company has determined that it cannot recognise deferred tax assets on the tax losses carried forward. If the Company was able to recognise all unrecognised deferred tax assets, profit and equity would have increased by USD 59,400 thousand.

The Company's operations are subject to income tax in various foreign jurisdictions. The statutory income tax rates vary from 19% to 22%, which results in a difference between the statutory income tax rate in Norway and the average tax rate applicable to the Company. A reconciliation of the differences between the theoretical tax expense under the rate applicable in Norway and the actual tax expense is as follows:

RECONCILIATION OF INCOME TAX EXPENSE

	2025	2024
Profit before taxes	**(55,924)**	(20,968)
Tax expense (Norway tax rate)	**(12,303)**	(4,613)
Permanent differences [1]	**(328)**	(685)
Effects of foreign tax rates	**441**	358
Effect of deferred tax asset not recognised	**12,537**	5,301
Adjustments in respect of current income tax of previous years	**-**	-
Other changes	**(348)**	(361)
Recognised income tax expense	**-**	-

[1] Permanent differences is related to share-based payments, costs related to capital increase and non-deductible costs.

Note 6.1 Interests in other Entities

The Company's interests in subsidiaries are presented below:

Consolidated entities	Office	CUR	Date of acquisition	Share-holding	Voting owner-ship share
Shares in Norsk Titanium Equipment AS	Norway	NOK	2015/11/09	100%	100%
Shares in NTi MH AS	Norway	NOK	2015/07/10	100%	100%
Shares in Norsk Titanium US Inc.	US	USD	2015/07/07	100%	100%

Norsk Titanium Equipment AS was established in 2015 and is the Company's equipment sale company. NTi MH AS was established in 2015 and is the Company's holding company for manufacturing subsidiaries. Norsk Titanium US Inc. was established in 2015 and is the Company's entity for US manufacturing. Norsk Titanium US Inc. have been financed with loans from Norsk Titanium AS.

All subsidiaries are included in the Norsk Titanium consolidated statement of financial position.

Note 7.1 Other liabilities

OTHER LIABILITIES

	31.12.2025	31.12.2024
Other current liabilities		
Accrued bonus	**220**	424
Unpaid holiday pay	**501**	496
Onerous contracts	**211**	
Other accrued costs	**1,205**	1,680
Total other current liabilities	**2,137**	2,600
Other non-current liabilities		
Contract liabilities	**2,275**	902
Share-based payment liabilities	**206**	184
Total other non-current liabilities	**2,482**	1,086

Note 7.2 Commitments and contingencies

There are no contractual purchase obligations beyond 2025. Norsk Titanium has committed itself to hiring a total of 383 employees in Norsk Titanium and Norsk Titanium's Supply Chain partners during the 10 years period, with a minimum 231 direct employees in Norsk Titanium. Reference to note 1.2.

For non cancelable leases, reference is made to note 7.3.

Assets pledged as security

The Company has pledged assets as security for its term loan facility with Claret Capital Partners Ltd., including a security interest in all assets of the Company

Contingent assets and liabilities

The Company has no contingent assets that meet the criteria for recognition or disclosure. Onerous relate to customer contracts that were entered into prior to 31 December 2025.

Note 7.3 Leases

RIGHT-OF-USE ASSETS

Amounts in USD thousand	Buildings	Machinery and equipment	Other equipment	Total
Acquisition cost 1 January 2024	1,724	1,020	87	**2,831**
Adjustments	57	11	17	**86**
Currency exchange differences	(137)	(6)	(5)	**(147)**
Acquisition cost 31 December 2024	1,644	1,026	100	**2,770**
Adjustments	44	262	18	**323**
Currency exchange differences	224			**224**
Acquisition cost 31 December 2025	1,912	1,288	118	**3,318**

Amounts in USD thousand	Buildings	Machinery and equipment	Other equipment	Total
Accumulated depreciation and impairment 1 January 2024	308	718	68	**1,094**
Depreciation	180	190	20	**390**
Accumulated depreciation and impairment 31 December 2024	488	908	88	**1,484**
Depreciation	191	126	18	**335**
Currency exchange differences	77	-	-	**77**
Accumulated depreciation and impairment 31 December 2025	756	1,034	106	**1,896**
Carrying amount right-of-use assets 31 December 2024	1,156	118	12	**1,286**
Carrying amount right-of-use assets 31 December 2025	1,157	254	11	**1,422**
Lower of remaining lease term or economic life	1-10 years	1-4 years	1-3 years	
Depreciation method	Linear	Linear	Linear	

Lease liabilities

UNDISCOUNTED LEASE LIABILITIES AND MATURITY OF CASH OUTFLOWS

	2025	2024
Less than 1 year	**(470)**	(374)
1-2 years	**(376)**	(341)
2-3 years	**(376)**	(274)
3-4 years	**(353)**	(274)
4-5 years	**(353)**	(274)
More than 5 years	**(344)**	(547)
Total undiscounted lease liabilities at 31 December	**(2,272)**	(2,084)

SUMMARY OF THE LEASE LIABILITIES

	2025	2024
Balance as of 01.01	**1,468**	1,933
Adjustments	**327**	86
Cash payments for the principal portion of the lease liability	**(291)**	(364)
Cash payments for the interest portion of the lease liability	**(192)**	(198)
Interest expense on lease liabilities	**192**	198
Currency exchange differences	**168**	(187)
Total lease liabilities at 31 December	**1,671**	1,468
Current lease liabilities	**443**	353
Non-current lease liabilities	**1,228**	1,116
Total cash outflows for leases	**483**	562

SUMMARY OF OTHER LEASE EXPENSES RECOGNISED IN PROFIT OR LOSS

	2025	2024
Operating expenses in the period related to short-term leases (including short-term low value assets)	**35**	34
Operating expenses in the period related to low value assets (excluding short-term leases included above)	**1**	1
Total lease expenses included in other operating expenses	**36**	35

Note 7.4 Related party transactions

Related parties are Norsk Titanium companies, major shareholders, board and senior management in the parent company and the group subsidiaries. Note 6.1 provides information about the Company's structure, including details of the subsidiaries and the holding company. Management and board remuneration is disclosed in note 2.5.

All transactions within the Company or with other related parties are based on the principle of arm's length.

The Company has entered into an agreement with NTi Holding AS ("NTi Holding"), whose chairperson is represented at the Board of Directors by John Andersen, regarding the operation of a share registration arrangement for shareholders in the Company that do not hold a VPS account. Pursuant to the agreement, the Company agreed to cover actual costs incurred by NTi Holding AS. In 2025 and 2024 the amounts owed to NTi Holding AS per 31 December was USD 7 thousand and USD 45 thousand respectively. The agreement is deemed concluded at arm's length.

Note 7.5 Events after the reporting period

On 17 January 2026, participants in the Company's Long Term Incentive Program ("LTIP") exercised a total of 2,620,439 restricted share units ("RSUs"). The Company settled 599,493 of these RSUs with cash consideration to allow the beneficiaries to settle taxes. The remaining 2,020,946 RSUs exercised were settled by issuance of new shares in the Company. The LTIP program is described in note 4.9 Share incentive program.

Note 8.1 Changes in IFRS standards and interpretations

New and amended accounting standards and interpretations issued by the IASB may affect the Company's future financial reporting. The Company has not early adopted any standards, interpretations or amendments that have been issued, but are not yet effective.

The Consolidated Financial Statements for 2025 are based on the accounting standards applicable for annual periods beginning 1 January 2025.

The following amendments are effective for the period beginning 1 January 2025:
- Lack of Exchangeability – Amendments to IAS 21

The amendment did not have any material impact on the financial statements.

New pronouncements

IFRS 18 Presentation and Disclosure in Financial Statements

IFRS 18 will replace IAS 1 Presentation of Financial Statements. IFRS 18 applies for annual reporting periods beginning on or after January 1, 2027. IFRS 18 introduces new requirements for presentation of line items and subtotals in the income statement, following a structure with five defined categories in the income statement, which are operating, investing, financing, income tax, and discontinued operations. The group has yet to start analysing the impact of the requirements introduced by IFRS 18.

Note 8.2 Significant accounting policies

Revenue from sale of goods

The Company recognises revenue from the sale of goods at the point in time when control of the goods is transferred to the customer. Control of an asset refers to the ability to direct the use of and obtain substantially all of the remaining benefits from the asset, and the ability to prevent others from directing the use of and receiving the benefits from the asset. Revenue is generally recognised on delivery of the goods. Company recommended incoterms are Ex Works, Free Carrier (FCA) or Free On Board (FOB).

Taxes

Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

VAT

Expenses and assets are recognised net of the amount of sales tax, except: When vat incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the sales tax is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable. When receivables and payables are stated with the amount of vat included. The net amount of vat recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses. Internally generated intangibles, excluding capitalized development costs, are not capitalized and the related expenditure is reflected in profit or loss in the period in which the expenditure is incurred. The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognised in the statement of profit or loss in the expense category that is consistent with the function of the intangible assets.

Intangible assets with indefinite useful lives are not amortized, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognised.

Patents and licenses
The Company made upfront payments to purchase patents and licenses. Amounts paid for patents and licenses are capitalised and amortised in a straight line over the expected useful life.

Property, plant and equipment
Construction in progress, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets, as follows:

- Machinery and equipment 5-20 years
- Furniture and vehicles 5 years
- Buildings and IT 5 years

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit or loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Leases
Identifying a lease
At the inception of a contract, the Company assesses whether the contract is, or contains, a lese. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee
For contracts that constitute, or contain a lease, the Company separates lease components if it benefits from the use of each underlying asset either on its own or together with other resources that are readily available, and the underlying asset is neither highly dependent on, nor highly interrelated with, the other underlying assets in the contract. The Company then accounts for each lease component within the contract as a lease separately from non-lease components of the contract.

Recognition of leases and exemptions
At the lease commencement date, the Company recognises a lease liability and corresponding right-of-use asset for all lease agreements in which it is the lessee, except for the exemptions for short-term leases (defined as 12 months or less) and low value assets. For these leases, the Company recognises the lease payments as other operating expenses in the statement of profit or loss when they incur.

Lease liabilities and Right-of-use assets
The Company does not include variable lease payments in the lease liability. Instead, the Company recognises these variable lease expenses in profit or loss. The Company presents its lease liabilities as separate line items in the statement of financial position.

The Company applies the depreciation requirements in IAS 16 Property, Plant and Equipment in depreciating the right-of-use asset, except that the right-of-use asset is depreciated from the commencement date to the earlier of the lease term and the remaining useful life of the right-of-use asset.

The Company applies IAS 36 Impairment of Assets to determine whether the right-of-use asset is impaired and to account for any impairment loss identified.

Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset. When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value and released to profit or loss over the expected useful life of the asset, based on the pattern of consumption of the benefits of the underlying asset by equal annual instalments.

Inventories

Inventories are valued at the lower of cost and net realizable value. Costs incurred in bringing each product to its present location and condition are accounted for, as follows:

Raw materials: purchase cost on a first-in/first-out basis. Finished goods and work in progress: cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity but excluding borrowing costs. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Trade Receivables

Trade receivables are recognised at their transaction value.

Cash and short-term deposits

Cash and short-term deposits in the statement of financial position comprise cash at banks and on hand and short-term deposits with a maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Statement of cash flows

The company presents the statement of cash flow using the indirect method. Cash inflows and cash outflows are shown separately for investing and financing activities, while operating activities include both cash and non-cash items. Value added tax and other similar taxes are regarded as collection of tax on behalf of authorities and are reported net.

Treasury shares

Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognised in the share premium. Share options exercised during the reporting period are satisfied with treasury shares.

Pensions and other post-employment benefits

The Company operates a defined contribution pension plan in Norway, which requires contributions to be made to a separately administered fund. Contributions have been made to the pension plan for full-time. The pension premiums are charged to expenses as they are incurred.

Share-based payments

Employees (including senior executives) of the Company receive remuneration in the form of share-based payments, whereby employees render services as consideration for equity instruments. The share-based programs include both equity settled and cash settled element.

The equity settled portion/programs is measured at fair value at the date of the grant. The cash settled portion/programs are remeasured at each reporting date. Programs including both equity settled and cash settled elements are split based on the contractual terms. The fair value of the programs are expensed over the vesting period, based on the Company's estimate of the shares that will eventually vest, adjusted for the effect of non-market-based vesting conditions.

The expected life used in the model has been adjusted based on management's best estimate for the effects of non-transferability, exercise restrictions and behavioral considerations.

Social security tax on options is recorded as a liability and is recognised over the estimated vesting period.

Financial instruments

Financial assets

Financial assets within the scope of IFRS 9 are classified in the following categories:

- Financial assets at amortised cost
- Financial assets at fair value through OCI with recycling of cumulative gains and losses
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition
- Financial assets at fair value through profit or loss

The classification is dependent on the type of instrument and the purpose for which the investments were acquired or originated. In order for a financial asset to be classified and measured at amortised cost or at fair value through OCI with recycling, it needs to give rise to cash flows that are "solely payments of principal and interest (SPPI)" on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Financial assets at amortised cost

The Company measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

Financial assets at amortised cost are subsequently measured using the effective interest (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

Financial assets at amortized cost: Trade receivables and other current receivables

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

Impairment of financial assets

The Company recognises an allowance for expected credit losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

For trade receivables and contract assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Financial liabilities

Financial liabilities are classified, as measured at amortised cost except for financial liabilities at fair value through profit and loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in the consolidated statement of income, as well as any gain or loss on derecognition.

Financial liabilities are measured at fair value through profit or loss when they meet the definition of held for trading, or when they are designated as such on initial recognition. Derivatives are always recognised at fair value through profit or loss. In addition, hybrid instruments (embedded derivative in a non-derivative host contract), are recognised at fair value through profit or loss when the Company choose not to separate the embedded derivative and account for the contract as a whole. All other financial liabilities are generally classified as subsequently measured at amortised cost using the effective interest method.

Cash flows

The consolidated statements of cash flows are prepared using the indirect method. Cash flows in foreign currencies have been translated into NOK using the exchange rate at the cash flow date.

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PARENT COMPANY STATEMENT OF PROFIT AND LOSS

FOR THE YEARS ENDED 31 DECEMBER

NOK 1,000	Notes	2025	2024
Revenue	2	**7,204**	40,241
Other income	4	**3,567**	4,644
Total revenues and other income		**10,771**	44,886
Raw materials and consumable used		**(16,120)**	(33,114)
Employee benefits expense	5	**(76,615)**	(82,371)
Other operating expenses	6	**(41,330)**	(43,082)
Depreciation and amortisation	7	**(12,753)**	(13,235)
Operating profit		**(136,047)**	(126,916)
Financial income	9	**268,961**	438,480
Financial expenses	9	**(346,207)**	(3,421)
Profit or loss before tax		**(213,293)**	308,143
Income tax expense	10	**-**	-
Profit or loss for the year		**(213,293)**	308,143
Transfers and allocations			
Allocation to / (from) other equity	11	**(213,293)**	308,143
Total transfers and allocations		**(213,293)**	308,143

PARENT COMPANY STATEMENT OF FINANCIAL POSITION

FOR THE YEARS ENDED 31 DECEMBER

NOK 1,000	Notes	2025	2024
ASSETS			
Non-current assets			
Property, plant and equipment	7	**20,406**	23,078
Intangible assets	8	**11,008**	21,350
Investments in subsidiaries	12	**8,030**	10,693
Long term loan to subsidiary	3	**1,050,706**	941,323
Total non-current assets		**1,090,151**	996,444
Current assets			
Inventories	13	**29,927**	19,673
Trade receivables	14	**-**	9,945
Other current assets	14	**14,182**	18,210
Cash and cash equivalents	15	**189,056**	238,168
Total current assets		**233,165**	285,996
TOTAL ASSETS		**1,323,316**	1,282,440

NOK 1,000	Notes	2025	2024
EQUITY AND LIABILITIES			
Equity			
Share capital	11	**82,196**	64,171
Share premium	11	**1,112,839**	906,762
Other capital reserves	11	**(55,667)**	(49,795)
Other equity	11	**94,851**	308,143
Total equity		**1,234,219**	1,229,281
Non-current liabilities			
Interest bearing debt	17	**46,868**	-
Intercompany debt	3	**3,781**	-
Long term liabilities	16	**545**	788
Total non-current liabilities		**51,195**	788
Current liabilities			
Trade and other payables		**5,169**	11,473
Public duties payable		**4,343**	4,796
Derivative financial liabilities	17	**4,193**	
Other current liabilities	18, 19	**24,197**	36,102
Total current liabilities		**37,902**	52,371
Total liabilities		**89,097**	53,159
TOTAL EQUITY AND LIABILITIES		**1,323,316**	1,282,440

Eggemoen, April 15, 2026

John Andersen Jr.	**Shan A. Ashary**	**Tarek Sherif Hegazy**	**Mimi Berdal**	**Nicole Clement**	**Bettina Weber**
Chairman of the Board	Member of the Board	Member of the Board	Member of the Board	Member of the Board	Member of the Board

PARENT COMPANY STATEMENT OF CASH FLOWS

FOR THE YEARS ENDED 31 DECEMBER

NOK 1,000	Notes	2025	2024
Cash flows from operating activities			
Profit before tax		**(213,293)**	308,143
Depreciation and amortisation	7, 8	**12,753**	13,235
Impairment of intangible assets	8	**-**	-
Net financial income/expense included in financing activities	9	**(2,884)**	(6,593)
Impairment of financial items	3, 9	**79,900**	-
Elements without cash effect	3, 9	**262,291**	(205,803)
Working capital adjustment:			
Changes in inventories	13	**(10,254)**	(4,387)
Changes in trade and other receivables	14	**9,945**	2,320
Changes in other current assets	14	**4,028**	(6,821)
Changes in trade and other payables	18	**(6,303)**	7,549
Changes in other liabilities	19	**(12,602)**	9,344
Net cash flows from operating activities		**123,581**	116,986

NOK 1,000	Notes	2025	2024
Cash flows from investing activities			
Net purchase of property, plant and equipment	7	**261**	(355)
Investment in intangible assets	8	**-**	(581)
Interest recieved	9	**6,357**	6,299
Proceeds from other investing activities	9	**(3,473)**	294
Proceeds from liquidation of subsidiaries	12		
Investment in loans to subsidiaries	3	**(438,269)**	(447,776)
Net cash flow from investing activities		**(435,124)**	(442,119)
Cash flow from financing activities			
Proceeds from issuance of share capital	11	**224,103**	672,736
Transaction cost	11	**(12,734)**	
Purchase of treasury shares	11		(35,474)
Sale of treasury shares	11		2,611
Proceeds of debt		**51,061**	-
Repayment of debt		**-**	(87,864)
Net cash flow from financing activities		**262,431**	552,009
Net change in cash and cash equivalents		**(49,112)**	226,876
Cash and cash equivalents, beginning of period		**238,168**	11,291
Cash and cash equivalents, end of period		**189,056**	238,168

NOTES TO THE PARENT COMPANY FINANCIAL STATEMENTS

Note 1 General information and accounting policies

The separate financial statements for Norsk Titanium AS has been prepared in accordance with the Norwegian Accounting Act from 1988 and generally accepted accounting principles in Norway.

Use of estimates
The management has used estimates and assumptions that have affected assets, liabilities, incomes, expenses and information on potential liabilities in accordance with generally accepted accounting principles in Norway

Foreign currency translation
Transactions in foreign currency are translated at the rate applicable on the transaction date. Monetary items in a foreign currency are translated into NOK using the exchange rate applicable on the balance sheet date. Non-monetary items that are measured at their historical price expressed in a foreign currency are translated into NOK using the exchange rate applicable on the transaction date. Non-monetary items that are measured at their fair value expressed in a foreign currency are translated at the exchange rate applicable on the balance sheet date. Changes to exchange rates are recognised in the income statement as they occur during the accounting period.

Revenue recognition
Revenues from the sale of goods are recognised in the income statement once delivery has taken place and most of the risk and return has been transferred.

Revenues from the sale of services and long-term manufacturing projects are recognised in the income statement according to the project's level of completion provided the outcome of the transaction can be estimated reliably. Progress is measured as the number of hours spent compared to the total number of hours estimated. When the outcome of the transaction cannot be estimated reliably, only revenues equal to the project costs that have been incurred will be recognised as revenue. The total estimated loss on a contract will be recognised in the income statement during the period when it is identified that a project will generate a loss.

Income tax
The tax expense consists of the tax payable and changes to deferred tax. Deferred tax/tax assets are calculated on all differences between the book value and tax value of assets and liabilities. Deferred tax is calculated as 24% percent of temporary differences and the tax effect of tax losses carried forward. Deferred tax assets are recorded in the balance sheet when it is more likely than not that the tax assets will be utilized. Taxes payable and deferred taxes are recognised directly in equity to the extent that they relate to equity transactions.

Balance sheet classification
Current assets and short term liabilities consist of receivables and payables due within one year, and items related to the inventory cycle. Other balance sheet items are classified as fixed assets / long term liabilities.

Current assets are valued at the lower of cost and fair value. Short term liabilities are recognized at nominal value.

Fixed assets are valued at cost, less depreciation and impairment losses. Long term liabilities are recognized at nominal value.

Research and development
Development costs are capitalized providing that a future economic benefit associated with development of the intangible asset can be established and costs can be measured reliably. Otherwise, the costs are expensed as incurred. Capitalized development costs is amortized linearly over its useful life. Research costs are expensed as incurred.

Property, plant and equipment
Property, plant and equipment is capitalized and depreciated linearly over the estimated useful life. Significant fixed assets which consist of substantial components with dissimilar economic life have been unbundled; depreciation of each component is based on the economic life of the component. Costs for maintenance are expensed as incurred, whereas costs for improving and upgrading property plant and equipment are added to the acquisition cost and depreciated with the related asset. If carrying value of a non-current asset exceeds the estimated recoverable amount, the asset is written down to the recoverable amount. The recoverable amount is the greater of the net realisable value and value in use. In assessing value in use, the discounted estimated future cash flows from the asset are discounted are used.

Subsidiaries and investment in associates

Subsidiaries and investments in associates are valued at cost in the company accounts. The investment is valued as cost of the shares in the subsidiary, less any impairment losses An impairment loss is recognised if the impairment is not considered temporary, in accordance with generally accepted accounting principles. Impairment losses are reversed if the reason for the impairment loss disappears in a lather period.

Dividends, group contributions and other distributions from subsidiaries are recognised in the same year as they are recognised in the financial statement of the provider. If dividends / group contribution exceed withheld profits after the acquisition date, the excess amount represents repayment of invested capital, and the distribution will be deducted from the recorded value of the acquisition in the balance sheet for the parent company.

Inventories

Inventories are recognised at the lowest of cost and net selling price. The net selling price is the estimated selling price in the case of ordinary operations minus the estimated completion, marketing and distribution costs. The cost is arrived at using the FIFO method and includes the costs incurred in acquiring the goods and the costs of bringing the goods to their current state and location.

Trade and other receivables

Accounts receivable and other current receivables are recorded in the balance sheet at nominal value less provisions for doubtful accounts. Provisions for doubtful accounts are based on an individual assessment of the different receivables. For the remaining receivables, a general provision is estimated based on expected loss.

Short term investments

Short term investments (stocks and shares seen as current assets) are valued at the lower of acquisition cost and fair value at the balance sheet date. Dividends and other distributions are recognized as other financial income.

Cash flow statement

The cash flow statement is presented using the indirect method. Cash and cash equivalents includes cash, bank deposits and other short term, highly liquid investments with maturities of three months or less.

Share based payment

Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which depends on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option or appreciation right, volatility and dividend yield and making assumptions about them. For the measurement of the fair value of equity-settled transactions with employees at the grant date, the assumptions and models used for estimating the fair value are disclosed in note 4.8.

Treasury shares

Own equity instruments that are reacquired (treasury shares) are recognized at cost and deducted from equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognized in the share premium. Share options exercised during the reporting period are satisfied with treasury shares.

Pensions and other post-employment benefits

The Company has a defined contribution pension plan in Norway, which requires contributions to be made to a separately administered fund. Contributions have been made to the pension plan for full-time. The pension premiums are charged to expenses as they are incurred.

Government grants

Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognized as income in equal amounts over the expected useful life of the related asset. When the Company receives grants of non-monetary assets, the asset and the grant are recorded at nominal amounts and released to profit or loss over the expected useful life of the asset, based on the pattern of consumption of the benefits of the underlying asset by equal annual instalments.

Note 2 Revenues

Amounts in NOK thousand	2025	2024
Revenues	**7,204**	40,241
Sale of goods and services	**7,204**	40,241
Total revenues		
Geographic information		
Norway	**132**	9,485
Europe	**2,166**	24,471
USA	**4,904**	6,015
Total revenues	**7,204**	40,241

Note 3 Related parties transactions and balances

Related parties	Shareholder/Subsidiary	Ownership interest
Scatec Innovation AS	Shareholder	15.90%
Norsk Titanium Equipment AS	Subsidiary	100%
Norsk Titanium US Inc.	Subsidiary	100%
Norsk Titanium Services Ltd	Subsidiary	100%
NTi MH AS	Subsidiary	100%

Reconciliation of equity is shown in the statement of changes in equity.

AMOUNTS RECEIVABLE (PAYABLE) TO SUBSIDIARIES

Amounts in NOK thousand	Norsk Titanium Equipment AS	Norsk Titanium US Inc.	NTi MH AS	Board of directors	31.12.2025	31.12.2024
Included in the balance sheet 31.12.2025						
Long term loan to subsidiary[1]		1,050,706			**1,050,706**	937,109
Intercompany debt	(3,743)		(38)		**(3,781)**	4,214
Net receivable (payable)	(3,743)	1,050,706	(38)	-	**1,046,925**	941,323

[1] An impairment charge of NOK 600,882 thousand was recognised in 2023 related to the intercompany loan. The impairment was calculated using the discounted cash flow method. In 2025, an additional impairment charge of NOK 79,900 thousand related to the intercompany loan was recognised. The total accumulated impairment of the intercompany loan amounts to NOK 1,363,742 thousand as of 31 December 2025.

Reference to note 7.4 in the consolidated financial statements for Related party transactions

Note 4 Other income

OTHER INCOME

Amounts in NOK thousand	2025	2024
Recearch Council of Norway[1]	**122**	-
Skattefunn[2]	**3,445**	4,644
Total other income	**3,567**	4,644

Government grants have been received for research and development activities but are not related to a specific program. The grants included in other income contains no unfulfilled conditions or contingencies.

[1] In 2025, Norsk Titanium AS invoiced Elfly AS NOK 122,000 for deliveries to the Pilot-T project. This represents 50% of NTi's total project costs in the project. The project is co-funded by the Research Council of Norway, and NTi's contribution includes development and testing of titanium components for the electric amphibious aircraft.

[2] In 2024 the Company qualified for being eligible for "Skattefunn" on four development projects. "Skattefunn" is a government grant with a maximum grant of NOK 4 750 thousand on an annual basis. One of the qualified projects was concluded in 2024, whereas the remaining 3 will be concluded in 2026. In 2025, the company reached a total project cost of NOK 18.13 million, resulting in a grant of NOK 3 445 thousand.

Note 5 Employee benefit expenses

EMPLOYEE BENEFIT EXPENSES

Amounts in NOK thousand	2025	2024
Employee benefit expenses	**2025**	2024
Salaries and holiday pay	**60,149**	66,081
Social security tax	**8,944**	9,300
Pension costs defined contribution plans	**4,801**	5,115
Cost of share-based payment	**895**	(95)
Other personnel costs	**1,826**	1,970
Total payroll and related costs	**76,615**	82,371
Full Time equivalent Employees as of 31.12	**55**	61

Pensions

The Norwegian companies in the Group are obligated to keep an occupational pension scheme pursuant to the Norwegian Mandatory Occupational Pensions Act. The company pension scheme satisfies these requirements.

Contributions are paid to pension insurance plans and charged to the income statement in the period to which the contributions relate. Once the contributions have been paid, there are no further payment obligations.

Remuneration to Board members

TOTAL REMUNERATION TO BOARD MEMBERS

Amounts in NOK thousand	2025	2024
Board members	**505**	454

In the General Meeting 2024 it was decided that the remuneration for the period from the annual general meeting 2024 to the annual general meeting 2025 shall be increased from USD 42 thousand to USD 44 thousand for board members not associated with the Company’s shareholders. Remuneration for one board member for 12 months was USD 44 thousand in 2024. In the General Meeting 2025 it was decided to increase the board remuneration to USD 46 thousand for board members not associated with the Company’s shareholders. Total paid board remuneration in 2025 was USD 49 thousand (NOK 505 thousand).

At the end of the financial year, members of the Board and executive employees held shares in the parent company, Norsk Titanium AS. Reference is made to note 4.8 for disclosures on shareholdings.

The board members are not subject to agreements for severance pay, bonuses or profit-sharing.

Note 6 Other operating expenses

OTHER OPERATING EXPENSES

Amounts in NOK thousand	2025	2024
Professional services	**12,488**	10,336
Travel expenses	**1,874**	1,396
Rental and leasing expenses	**5,035**	4,912
IT expenses	**8,656**	9,178
Equipment and tools	**1,770**	5,101
Patent expenses	**4,146**	4,704
Insurances	**2,221**	1,689
Other operating expenses	**5,140**	5,767
Total other operating expenses	**41,330**	43,082

AUDITOR RELATED FEES

Amounts in NOK thousand	2025	2024
Statutory audit	**1,150**	1,367
Other assurance services	**116**	183
Tax consultant services	**94**	88
Non-auditing services	**-**	-
Total remuneration to the auditor	**1,360**	1,638

Audit fee: The amounts above are excluding VAT.

Note 7 Property, plant and equipment

Amounts in NOK thousand	Machinery and equipment	Furniture and vehicles	Buildings, IT	Assets under construction	Total
Acquisition cost 01.01.2024	47,648	3,024	2,886	14	**53,572**
Additions	203	-	181	(14)	**370**
Disposals [1]	(16)	-	-	-	**(16)**
Acquisition cost 31.12.2024	47,835	3,024	3,067	-	**53,926**
Additions	492	-	-	-	**492**
Disposals [1]	(1,214)	-	-	-	**(445)**
Sales for the year 2025					**-**
Acquisition cost 31.12.2025	47,113	3,024	3,067	-	**53,973**
Accumulated depreciation and impairment 1.1.2024	23,578	3,002	1,777	-	**28,357**
Depreciation for the year 2024	2,200	8	284	-	**2,492**
Disposals for the year 2023	(16)	-	-	-	**(16)**
Sales for the year 2024	16	-	-	-	**16**
Accumulated depreciation and impairment 31.12.2024	25,777	3,010	2,061	-	**30,848**
Depreciation for the year 2025	2,109	6	296	-	**2,411**
Impairment for the year 2025	-	-	-	-	**-**
Reclassification for the year 2025	-	-	-	-	**-**
Sales for the year 2025	(461)	-	-	-	**(461)**
Accumulated depreciation and impairment 31.12.2025	27,423	3,016	2,357	-	**32,797**
Carrying amount 31.12.2024	22,058	14	1,006	-	**23,078**
Carrying amount 31.12.2025	19,689	8	710	-	**20,406**
Economic life	5-20 years	5 years	5 years		
Depreciation plan	linear	linear	linear		

[1] Disposals include use of spare parts of 445TNOK and disposal of other fixed assets of 769TNOK

Note 8 Intangible assets

INTANGIBLE ASSETS

Amounts in NOK thousand	Development costs	Other intangible assets	Total
Intangible assets			
Acquisition cost 1.1.2024	103,431	15,794	**119,225**
Additions	450	131	**581**
Acquisition cost 31.12.2024	103,881	15,925	**119,806**
Additions	-	-	-
Acquisition cost 31.12.2025	103,881	15,925	**119,806**
			-
Accumulated amortisation and impairment 1.1.2024	73,258	14,456	**87,714**
Amortisation for the year 2024	10,324	419	**10,743**
Accumulated amortisation and impairment 31.12.2024	83,582	14,875	**98,457**
Currency	-	-	-
Accumulated amortisation and impairment 31.12.2025	93,552	15,247	**108,799**
			-
Carrying amount 31.12.2024	20,300	1,050	**21,350**
Carrying amount 31.12.2025	10,330	678	**11,008**
Economic life	10 years	3–10 years	
Amortisation plan	Straight-line	Straight-line	

Additions and Impairment of intangible assets

Norsk Titanium has capitalized technology development of the RPD Production Platform reflecting the deposition process and the associated qualification programs and fourth generation production machinery. There was no additions or impairment of intangible assets in 2025.

Additions of NOK 450 thousand in 2024 relates to development regarding additional materials.

Additions in 2024 of NOK 131 thousand in Other intangible assets mainly reflect purchase of software related to RPD Builder. There was no impairment of intangible assets in 2024.

Other intangible assets

Other intangible assets consist of software and licenses.

Note 9 Financial income and expenses

FINANCIAL INCOME AND EXPENSES

Amounts in NOK thousand	2025	2024
Financial income		
Interest income	**268,360**	231,573
Group contribution	**-**	-
Total financial income	**268,961**	438,480
Financial expenses		
Interest expenses[1]	**(4,057)**	(2,883)
Foreign exchange losses	**(261,327)**	(532)
Impairment financial items[2]	**(79,900)**	-
Fair value loan derivative loss	**(919)**	
Other financial expenses	**(4)**	(6)
Financial expenses	**(346,207)**	(3,421)

[1] Interest expenses relate to the Claret loan (see Parent Company Note 17 and Group Note 4.2).

[2] An impairment charge of 79,900 thousand was recorded to financial expenses related to the investment and working capital loan in Norsk Titanium US Inc as of December 31, 2025. The fair value of the receivable of NOK 1,043,069 thousand is based on the implicit value from the share price of Nti AS as of year end.

Note 10 Taxes

Amounts in NOK thousand	2025	2024
Current income tax expense:		
Change deferred tax/deferred tax assets	**-**	-
Total income tax expense	**-**	-
Tax payable		
Profit before taxes	**(213,293)**	308,143
Permanent differences[1]	**64,889**	(35,374)
Change in temporary differences	**2,282**	(52)
Deferred tax assets not recognized	**146,122**	(272,718)
Tax basis	**-**	-
Current taxes according to statutory tax rate 22%	**-**	-
Deferred tax liabilities (assets)		
Property, plant and equipment	**(18,840)**	(19,037)
Other differences	**(2,577)**	(98)
Losses carried forward (including tax credit)	**(490,386)**	(344,264)
Dissallowed interest expenses	**(24,582)**	(24,582)
Basis for deferred tax liabilities (assets)	**(536,384)**	(387,980)
Calculated deferred tax assets	**(118,004)**	(85,356)
-Deferred tax assets not recognised	**(118,004)**	(85,356)
Deferred tax recognised in balance sheet	**-**	-

[1] Permanent differences are related to "share-based payments, skattefunn, transactions costs recorded against equity and non-deductible costs

Deferred tax assets of NOK 146,122 thousands related mainly to losses carried forward and disallowed interest are not recorded in the balance sheet as it is more likely than not that the tax assets will not be utilized. The unrecognised tax asset may offset future taxable income. The company has NOK 24,582 thousand of disallowed interest deduction carried forward. These interest expenses are relate to a the interest limitation legislation in Norway which became effective from 1 January 2019, NOK 24,582 thousand expire in 6 years, and may not be used to offset taxable income elsewhere in the company

RECONCILIATION OF INCOME TAX EXPENSE

Amounts in NOK thousand	2025	2024
Profit before taxes	**(213,293)**	308,143
Tax expense 22%	**(46,924)**	67,791
Permanent differences[1]	**14,276**	(7,782)
Effect of deferred tax asset not recognised	**32,649**	(60,010)
Recognised income tax expense	**-**	-

[1] Permanent differences are related to "share-based payments, skattefunn, transactions costs recorded against equity and non-deductible costs

Note 11 Equity and shareholders

EQUITY AND SHAREHOLDERS

Amounts in NOK thousand	Share capital	Share premium	Treasury shares	Other paid in capital	Other equity	Total equity
Balance as of 31.12.2023	21,601	268,694	-	(9,030)	-	**281,265**
Profit (loss) for the year					308,143	**308,143**
Issue of share capital	42,569	638,068		(43,376)		**637,262**
Sales of treasury shares				2,611		**2,611**
Balance as of 31.12.2024	64,171	906,762	-	(49,795)	308,143	**1,229,281**
Profit (loss) for the year	-	-	-	-	(213,293)	**(213,293)**
Issue of share capital	18,025	206,078		(12,734)	-	**211,369**
Share-based payment	-	-	-	6,861	-	**6,861**
Balance as of 31.12.2025	82,196	1,112,840	-	(55,667)	94,851	**1,234,219**

For further information regarding share capital, shareholders, treasury shares and shares owned by the board and executive employees, see note 4.6 in the consolidated financial statements.

Note 12 Investments in subsidiaries

INVESTMENTS IN SUBSIDIARIES

Amounts in NOK thousand	Office	Date of acquisition	Shareholding/ voting rights	Equity	Carrying amount 31.12.2025
Shares in Norsk Titanium Equipment AS	Norway	2015/11/09	100%	2,193	7,980
Shares in NTi MH AS	Norway	2015/07/10	100%	41	50
Shares in Norsk Titanium US Inc.	US	2015/07/07	100%	(2,337,803)	-
Total Investments in subsidiaries				(2,335,568)	8,030

Note 13 Inventories

INVENTORIES

Amounts in NOK thousand	2025	2024
Raw materials	**17,063**	9,556
Work in progress	**9,843**	9,384
Finished goods	**5,239**	831
Total inventories (gross)	**32,145**	19,771
Provision for obsolete inventories 31.12	**(2,218)**	(98)
Total inventories (net)	**29,927**	19,673

Raw materials consists of wire, argon and substrate for production of titanium components.

Work in progress consist of manufacturing of production machines in addition to titanium components in progress. The provision for obsolete inventories consists of NOK 1,275 thousand related to write-downs of obsolete items and NOK 943 thousand related to write-downs of finished goods to net realisable value.

Note 14 Trade receivables and other current assets

TRADE RECEIVABLES

Amounts in NOK thousand	2025	2024
Receivable to external parties	-	9,945
Total trade receivables	-	9,945

No provision for bad debt has been recognised in 2024 or 2023.

OTHER CURRENT ASSETS

Amounts in NOK thousand	2025	2024
Pre-payments	**2,012**	3,138
Deposits	**997**	986
VAT	-	1,924
Other receivables	**11,173**	12,163
Total other receivables	**14,182**	18,210

Note 15 Cash and cash equivalents

CASH AND CASH EQUIVALENTS

Amounts in NOK thousand	2025	2024
Bank deposits, unrestricted	**186,736**	235,767
Bank deposits, restricted [1]	**2,320**	2,400
Total cash and cash equivalents	**189,056**	238,168

[1] Restricted bank deposits relates to cash for withholding taxes which may not be used for other purposes.

Note 16 Share incentive program

Reference to note 4.9 in the consolidated financial statements for information related to the Company's share intencive program vesting and number of vested options and shares, total outstanding options and shares, number of options and shares granted, forfeited and exercised in the year, weighted average strike price and assumptions used to compute fair value of the options and shares granted.

The fair value of the options is set on the traded price at grant date and expensed over the vesting period. There was no new options program granted in 2025.

For the LTIP programs and the option programme NOK 1,160 thousand and NOK -264 thousand have been expensed as payroll and social security tax respectively.

Reference to note 4.9 in the consolidated financial statements for disclosures on share share incentive programme held by management and the board of directors in the Company.

Note 17 Interest bearing debt

INTEREST BEARING DEBT

Amounts in NOK thousand	Nominel interest rate	Maturity	2025	2024
Loan from Claret Capital Partners	**11.00%**	2028	**46,868**	-
Total interest bearing debt			**46,868**	-

On 16 June 2025 Norsk Titanium AS announced that it has entered into a loan agreement with Claret Capital Partners Ltd. ("Claret") for a term loan facility of up to USD 10 million (the "Loan Facility"). The facility from its growth credit fund, Claret European Specialty Lending Company Annex Fund I, will support the Company's working capital requirements and general corporate purposes and adds financial flexibility as the Company progresses towards its stated operational targets.

The Loan Facility will be made available in two tranches of USD 5 million each. The first tranche is immediately available upon execution of definitive agreements, while the second tranche will be accessible through 30 June 2026, subject to certain terms and conditions. The loan and all interest payments are secured by a security interest in all assets of the Borrower, including a pledge of shares in all subsidiaries of Borrower, bank accounts, intellectual property, and intragroup loans.

As part of the loan agreement, Claret will receive warrants for each tranche drawn, allowing subscription for shares in the Company with a total subscription value of USD 1.2 million (USD 600,000 per tranche). The number of shares that may be subscribed with the warrant is initially 4,583,643 based on the volume weighted average share price over the 15 business days preceding execution of the loan agreement for the first tranche. The issuance of the warrants and the waiver of shareholders' pre-emptive rights were approved by the Company's Annual General Meeting (AGM) on 6 May 2025, where the Board of Directors were authorized to enter into definitive loan and warrant agreements. The number of shares that may be subscribed with the warrants is subject to adjustment pursuant to the AGM resolution.

Note 18 Other current liabilities

OTHER CURRENT LIABILITIES

Amounts in NOK thousand	2025	2024
Prepaid revenues	13,550	13,550
Accrued bonus	899	696
Unpaid holiday pay	5,051	5,635
Group contribution	-	8,000
Other accrued costs	4,697	8,221
Total other current liabilities	24,197	36,102

Prepaid revenues relate to advance payments received for machines to be delivered to NTiE.

Note 19 Commitments and contingencies

MINIMUM LEASE PAYMENTS (NON-CANCELLABLE OPERATING LEASES)

Amounts in NOK thousand	2025	Matures within 1 year	Matures 2-5 years	Matures more than 5 years	Total
Buildings and argon tank lease	3 630	3 427	9 811	3 192	**20 059**
Total non-cancellable operating leases	3 630	3 427	9 811	3 192	**20 059**

Contingent assets and liabilities

The company has no contingent assets and liabilities.

Note 20 Going concern assumption

Reference to note 4.6 and 4.7 in the consolidated financial statements for disclosures on financial risk and Going concern assumption for the company.

Note 21 Subsequent events

Reference to note 7.5 in the consolidated financial statements for disclosures on subsequent events for the company.

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Medlemmer av Den norske Revisorforening

To the General Meeting in Norsk Titanium AS

INDEPENDENT AUDITOR'S REPORT

Opinion

We have audited the financial statements of Norsk Titanium AS (the Company), which comprise:

- The financial statements of the Company, which comprise the statement of financial position as at 31 December 2025, statement of profit and loss and statement of cash flows for the year then ended and notes to the financial statements, including a summary of significant accounting policies, and
- The consolidated financial statements of the Group, which comprise the statement of financial position as at 31 December 2025, the consolidated statement of total comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flow for the year then ended and notes to the financial statements, including material accounting policy information.

In our opinion:

- the financial statements comply with applicable statutory requirements,
- the financial statements of the Company give a true and fair view of the financial position of the Company as at 31 December 2025, and its financial performance and cash flows for the year then ended in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and
- the financial statements of the Group give a true and fair view of the financial position of the Group as at 31 December 2025, and its financial performance and cash flows for the year then ended in accordance with IFRS Accounting Standards as adopted by the EU.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the Company and the Group in accordance with the requirements of the relevant laws and regulations in Norway and the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* (the IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to note 4.7 Liquidity Risk and Going Concern Assumption which describes that the Company's continued operations are dependent upon securing additional funding. As set out in Note 4.7, these events or conditions indicate that material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

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Other information

The Board of Directors (management) is responsible for the information in the Board of Directors' report and the other information presented with the financial statements. Other information consists of the information included in the annual report other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the information in the Board of Directors' report and the other information presented with the financial statements.

In connection with our audit of the financial statements, our responsibility is to read the information in the Board of Directors' report and for the other information presented with the financial statements. The purpose is to consider if there is material inconsistency between the information in the Board of Directors' report and the other information presented with the financial statements and the financial statements or our knowledge obtained in the audit, or otherwise the information in the Board of Directors' report and for the other information presented with the financial statements otherwise appears to be materially misstated. We are required to report if there is a material misstatement in the Board of Directors' report and the other information presented with the financial statements. We have nothing to report in this regard.

Based on our knowledge obtained in the audit, it is our opinion that the Board of Directors' report

- is consistent with the financial statements and
- contains the information required by applicable statutory requirements.

Responsibilities of management for the financial statements

Management is responsible for the preparation of financial statements of the Company that give a true and fair view in accordance with the Norwegian Accounting Act and accounting standards and practices generally accepted in Norway, and for the preparation of the consolidated financial statements of the Group that give a true and fair view in accordance with IFRS Accounting Standards as adopted by the EU. Management is responsible for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error,

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- as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's and the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's and the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company and the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance 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.

Oslo, 15 April 2026
ERNST & YOUNG AS

The auditor's report is signed electronically

Asbjørn Bugge
State Authorised Public Accountant (Norway)

Signaturene i dette dokumentet er juridisk bindende. Dokument signert med "Penneo™ - sikker digital signatur". De signerende parter sin identitet er registrert, og er listet nedenfor.

"Med min signatur bekrefter jeg alle datoer og innholdet i dette dokument."

Asbjørn Bugge
Statsautorisert revisor
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