# LOWER CHURCHILL PROJECT COMPANIES
# COMBINED FINANCIAL STATEMENTS
# December 31, 2024

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# Independent Auditor's Report

To the Directors of Newfoundland and Labrador Hydro

## Opinion

We have audited the accompanying combined financial statements of the Lower Churchill Project Companies (the "Company"), which comprise the combined statement of financial position as at December 31, 2024 and the combined statements of profit and comprehensive income, changes in equity and cash flows for the year then ended, and notes to the financial statements, including material accounting policy information (collectively referred to as the "financial statements"). The combined financial statements have been prepared by management of the Lower Churchill Project Companies based on the financial reporting provisions of the Government of Newfoundland and Labrador Muskrat Falls Oversight Committee.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2024, and its financial performance and its cash flows for the year then ended in accordance with the financial reporting provisions of the Government of Newfoundland and Labrador Muskrat Falls Oversight Committee.

## Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards ("Canadian GAAS"). 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 in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, 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.

## Emphasis of Matter

We draw attention to Note 2 to the financial statements, which describes the basis of accounting. The combined financial statements are prepared to assist Nalcor Energy to comply with the financial reporting provisions of the Government of Newfoundland and Labrador Muskrat Falls Oversight Committee. As a result, the financial statements may not be suitable for another purpose. Our opinion is not modified in respect of this matter.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the financial reporting provisions of the Government of Newfoundland and Labrador Muskrat Falls Oversight Committee, and 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 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 to cease operations, or has no realistic alternative but to do so.

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

## 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 Canadian GAAS 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 Canadian GAAS, we exercise professional judgment and maintain professional skepticism 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, 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 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 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 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 Company to express an opinion on the 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 those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Deloitte LLP

Chartered Professional Accountants
March 20, 2025

## LOWER CHURCHILL PROJECT COMPANIES
## COMBINED STATEMENT OF FINANCIAL POSITION

| *As at December 31 (thousands of Canadian dollars)* | Notes | **2024** | 2023 |
|---|---|---|---|
| **ASSETS** | | | |
| Current assets | | | |
| Cash | | **239,070** | 107,043 |
| Restricted cash | | **1,247,642** | 1,133,445 |
| Trade and other receivables | 5 | **30,366** | 20,873 |
| Related party receivable | 18 | **61,255** | 71,725 |
| Short-term investments | 7 | **42,611** | 41,872 |
| Current portion of contract asset | 9 | **325,315** | 273,730 |
| Other current assets | | **12,732** | 6,721 |
| Total current assets | | **1,958,991** | 1,655,409 |
| Non-current assets | | | |
| Property, plant and equipment | 6 | **12,166,082** | 12,346,633 |
| Investments | 7 | **155,910** | 198,521 |
| Intangible assets | 8 | **73,055** | 76,175 |
| Contract asset | 9 | **400,520** | 177,566 |
| Other long-term assets | | **4,139** | 4,091 |
| Total assets | | **14,758,697** | 14,458,395 |
| **LIABILITIES AND EQUITY** | | | |
| Current liabilities | | | |
| Trade and other payables | 10 | **119,753** | 93,170 |
| Contract liability | 18 | **2,171** | 11,518 |
| Current portion of long-term debt | 11 | **63,611** | 62,872 |
| Current portion of Class B limited partnership units | 12 | **94,664** | 87,866 |
| Other current liabilities | | **5** | 5 |
| Total current liabilities | | **280,204** | 255,431 |
| Non-current liabilities | | | |
| Long-term debt | 11 | **8,561,147** | 8,624,931 |
| Class B limited partnership units | 12 | **884,747** | 668,846 |
| Other long-term liabilities | | **860** | 864 |
| Total liabilities | | **9,726,958** | 9,550,072 |
| Shareholder's equity | | | |
| Share capital | 13 | **1,891,956** | 1,891,956 |
| Shareholder contributions | | **2,703,929** | 2,678,275 |
| Reserves | | **(48,149)** | (51,737) |
| Retained earnings | | **484,003** | 389,829 |
| Total equity | | **5,031,739** | 4,908,323 |
| Total liabilities and equity | | **14,758,697** | 14,458,395 |

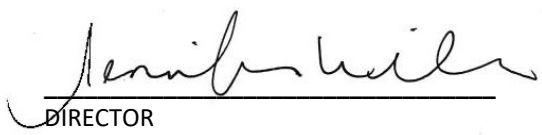
Commitments and contingencies (Note 19)
Subsequent event (Note 22)

*See accompanying notes*

On behalf of the Board:



DIRECTOR



DIRECTOR

## LOWER CHURCHILL PROJECT COMPANIES
## COMBINED STATEMENT OF PROFIT AND COMPREHENSIVE INCOME

| *For the year ended December 31 (thousands of Canadian dollars)* | Notes | **2024** | 2023 |
|---|---|---|---|
| Revenue | 18 | **1,165,781** | 939,735 |
| Other revenue | 18 | **380** | 390 |
| Total revenue | | **1,166,161** | 940,125 |
| Power purchased | 18 | **850** | 8,217 |
| Operating costs | 14 | **71,355** | 36,715 |
| Depreciation and amortization | | **199,553** | 149,526 |
| Net finance expense | 15 | **291,964** | 237,401 |
| Other expense | 16 | **31,309** | 15,744 |
| Total expenses | | **595,031** | 447,603 |
| Profit for the year | | **571,130** | 492,522 |
| Other comprehensive income | | | |
| Total items that may or have been reclassified to profit: | | | |
| Reclassification adjustment related to: | | | |
| Cash flow hedges recognized in profit | 16 | **3,588** | 3,639 |
| Other comprehensive income for the year | | **3,588** | 3,639 |
| Total comprehensive income for the year | | **574,718** | 496,161 |

*See accompanying notes*

## LOWER CHURCHILL PROJECT COMPANIES
## COMBINED STATEMENT OF CHANGES IN EQUITY

| *(thousands of Canadian dollars)* | Note | Share Capital | Shareholder Contributions | Reserves | Retained Earnings | Total |
|---|---|---|---|---|---|---|
| **Balance at January 1, 2024** | | **1,891,956** | **2,678,275** | **(51,737)** | **389,829** | **4,908,323** |
| **Profit for the year** | | **-** | **-** | **-** | **571,130** | **571,130** |
| **Other comprehensive income** | | **-** | **-** | **3,588** | **-** | **3,588** |
| **Total comprehensive income for the year** | | **-** | **-** | **3,588** | **571,130** | **574,718** |
| **Shareholder contributions** | | **-** | **25,654** | **-** | **-** | **25,654** |
| **Dividends** | 13 | **-** | **-** | **-** | **(367,094)** | **(367,094)** |
| **Related party transactions** | | **-** | **-** | **-** | **(109,862)** | **(109,862)** |
| **Balance at December 31, 2024** | | **1,891,956** | **2,703,929** | **(48,149)** | **484,003** | **5,031,739** |
| Balance at January 1, 2023 | | 1,891,956 | 2,607,049 | (55,376) | 100,543 | 4,544,172 |
| Profit for the year | | - | - | - | 492,522 | 492,522 |
| Other comprehensive income | | - | - | 3,639 | - | 3,639 |
| Total comprehensive income for the year | | - | - | 3,639 | 492,522 | 496,161 |
| Shareholder contributions | | - | 71,226 | - | - | 71,226 |
| Dividends | 13 | - | - | - | (85,238) | (85,238) |
| Related party transactions | | - | - | - | (117,998) | (117,998) |
| Balance at December 31, 2023 | | 1,891,956 | 2,678,275 | (51,737) | 389,829 | 4,908,323 |

*See accompanying notes*

## LOWER CHURCHILL PROJECT COMPANIES
## COMBINED STATEMENT OF CASH FLOWS

| *For the year ended December 31 (thousands of Canadian dollars)* | Notes | **2024** | 2023 |
|---|---|---|---|
| Operating activities | | | |
| Profit for the year | | **571,130** | 492,522 |
| Adjustments to reconcile profit to cash provided from operating activities: | | | |
| Depreciation and amortization | | **199,553** | 149,526 |
| Reserves amortized to profit | | **3,588** | 3,639 |
| Revenue | | **(109,862)** | (117,998) |
| Power purchased | 18 | **850** | 8,217 |
| Loss (gain) on disposals | | **17,014** | (109) |
| Finance income | 15 | **(73,648)** | (76,449) |
| Finance expense | 15 | **365,612** | 313,850 |
| Other | | **50** | - |
| | | **974,287** | 773,198 |
| Changes in non-cash working capital balances | 21 | **10,184** | 14,502 |
| Increase in contract asset | | **(274,539)** | (285,830) |
| Change in contract liability | | **(9,347)** | 11,518 |
| Increase in other long-term asset | | **(64)** | (154) |
| Decrease in deferred revenue | | **-** | (112,900) |
| Interest received | | **75,209** | 75,838 |
| Interest paid | | **(299,341)** | (300,098) |
| Net cash provided from operating activities | | **476,389** | 176,074 |
| Investing activities | | | |
| Change in related party receivable | | **10,470** | (71,725) |
| Decrease in investments | | **41,872** | 41,199 |
| Additions to property, plant and equipment | 6 | **(30,940)** | (36,687) |
| Additions to intangible assets | 8 | **(1,941)** | (2,044) |
| Changes in non-cash working capital balances | 21 | **(492)** | (22,062) |
| Net cash provided from (used in) investing activities | | **18,969** | (91,319) |
| Financing activities | | | |
| Change in restricted cash | | **(114,197)** | 173,831 |
| Decrease in related party loan payable | | **-** | (29,532) |
| Repayment of long-term debt | | **(62,872)** | (62,199) |
| Dividends | 13 | **(367,094)** | (85,238) |
| Contributions of Class B partnership units | 12 | **233,116** | - |
| Distributions of Class B limited partnership units | 12 | **(77,044)** | (44,973) |
| Shareholder contributions | | **24,804** | 63,009 |
| Other | | **(44)** | (149) |
| Net cash (used in) provided from financing activities | | **(363,331)** | 14,749 |
| Net increase in cash | | **132,027** | 99,504 |
| Cash, beginning of the year | | **107,043** | 7,539 |
| Cash, end of the year | | **239,070** | 107,043 |

*See accompanying notes*

## 1. NATURE AND DESCRIPTION OF THE PROJECT

These annual audited combined financial statements (financial statements) include the financial information of the consolidated Labrador-Island Link Holding Corporation (LIL Holdco), Muskrat Falls Corporation (Muskrat Falls), Labrador Transmission Corporation (Labrador Transco) and the Lower Churchill Management Corporation (LCMC). Collectively, the financial information from these combined companies is referred to as the Lower Churchill Project Companies (the Project). The Project's financial statements are prepared to comply with the financial reporting provisions of the Government of Newfoundland and Labrador Muskrat Falls Oversight Committee. As a result, the financial statements may not be suitable for another purpose.

Each of the entities was separately formed under the laws of the Province of Newfoundland and Labrador (the Province). LIL Holdco was formed on July 31, 2012, whereas Muskrat Falls, Labrador Transco and LCMC were formed on November 13, 2013. Muskrat Falls, Labrador Transco and LCMC are 100% subsidiaries of Nalcor Energy (Nalcor) and LIL Holdco is a 100% subsidiary of LIL (2021) Limited Partnership (LIL (2021) LP). LIL (2021) LP's limited partner, Labrador-Island Link Holding (2021) Corporation (LIL Holdco (2021)), is a 100% subsidiary of Nalcor.

The Project was established to carry on the business of designing, engineering, constructing, commissioning, owning, financing, operating and maintaining the assets and property constituting the Labrador-Island Link (LIL), the Labrador Transmission Assets (LTA) and the Muskrat Falls hydroelectric generating facility (MF Plant).

Muskrat Falls has entered into a power purchase agreement (PPA) with Newfoundland and Labrador Hydro (Hydro) for the sale of energy and capacity from the MF Plant. Muskrat Falls and Labrador Transco have also entered into the Generator Interconnection Agreement (GIA) with Hydro which governs the development and operation of the LTA connecting the MF Plant to the existing hydroelectric facility in Churchill Falls. Under the terms of the GIA, Labrador Transco will recover all costs associated with the LTA from Muskrat Falls, which in turn will recover all costs incurred under the GIA as part of a PPA with Hydro. Hydro's obligation to pay for the costs under the PPA is absolute, non-conditional and irrevocable.

Labrador-Island Link Limited Partnership (LIL LP) has entered into the LIL Lease and the Transmission Funding Agreement (TFA) with Labrador-Island Link Operating Corporation (LIL Opco) and Hydro. These agreements effectively provide Hydro with transmission services over the LIL. LIL Opco maintains and operates the LIL on behalf of LIL LP.

## 2. MATERIAL ACCOUNTING POLICIES

### 2.1 Statement of Compliance and Basis of Measurement

These financial statements have been prepared in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board (IASB), with the exception of the fact that these statements are combined as described in Note 1.

These financial statements have been prepared on a historical cost basis and are presented in Canadian Dollars (CAD) with all values rounded to the nearest thousand, except when otherwise noted. The financial statements reflect the financial position and financial performance of the Project and do not include other assets, liabilities, revenues, and expenses of the partners of LIL LP. These financial statements were approved by Nalcor's Board of Directors on March 6, 2025.

### 2.2 Basis of Combination

The Project includes the financial statements of LIL Holdco (consolidated), Muskrat Falls, Labrador Transco and LCMC. Material intercompany transactions have been eliminated.

### 2.3 Cash

Cash consists of amounts on deposit with Schedule 1 Canadian Chartered Banks.

**2.4 Restricted Cash**

Restricted cash consists of cash held on deposit with Schedule 1 Canadian Chartered Banks and administered by the Collateral Agent for the sole purpose of funding construction, financing, operating, maintenance and sustaining costs related to the LIL, LTA and MF Plant, including reserve accounts required under the LIL Project Finance Agreement (LIL PFA) and MF/LTA Project Finance Agreement (MF/LTA PFA). Restricted cash also includes funds held in trust by solicitors of the Project.

**2.5 Short-term Investments**

Investments with maturities greater than three months and less than twelve months are considered short-term investments.

**2.6 Inventories**

Inventories are carried at the lower of cost and net realizable value. Cost is determined on a weighted average basis and includes expenditures incurred in acquiring inventories and bringing them to their existing condition and location. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

**2.7 Property, Plant and Equipment**

Items of property, plant and equipment are recognized at cost less accumulated depreciation and accumulated impairment losses. Cost includes materials, labour, contracted services, professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Project's accounting policy outlined in Note 2.9. Costs capitalized with the related asset include all those costs directly attributable to bringing the asset into operation.

When significant parts of property, plant and equipment are required to be replaced at intervals, the Project recognizes such parts as individual assets with specific useful lives and depreciation rates. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the asset as a replacement if the recognition criteria are satisfied. All other repairs and maintenance costs are recognized in profit or loss as incurred.

Depreciation commences when the assets are ready for their intended use. Residual values and useful lives are reviewed at the end of each year and adjusted prospectively, if appropriate. Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

| | |
|---|---|
| Hydroelectric generation plant | 15 to 100 years |
| Transmission and terminals | 15 to 75 years |
| Service facilities and other | 5 to 100 years |

Hydroelectric generation plant includes the powerhouse, turbines and generators, governors and exciters, and auxiliary systems, as well as water conveying and control structures, including dams, tailraces, spillway, penstocks, draft tube and intake structures.

Transmission lines and terminal stations include support structures, foundations, conductors and insulators associated with lines at voltages of 735, 350, 315 and 230 kilovolt. Terminal station assets which are used to step up voltages of electricity for transmission and to step down voltages for distribution, provide switching and include HVDC Converters to convert between AC and DC voltages, synchronous condensers and auxiliary systems. Transmission also includes poles, transformers, subsea cables, and electrode equipment.

Service facilities and other include roads, telecontrol, buildings, vehicles, heavy equipment, furniture, and tools and equipment.

The carrying amount of a replaced asset is derecognized when replaced. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recorded in other expense.

**2.8 Intangible Assets**

Intangible assets that are expected to generate future economic benefit and are measurable, including computer software costs, are capitalized as intangible assets in accordance with IAS 38. The Project also holds intangible assets which represent the Project's right to collect costs incurred related to asset upgrades through the LIL Lease/TFA and GIA/PPA.

Intangible assets with finite useful lives are carried at cost less accumulated amortization and accumulated impairment losses. Computer software is amortized on a straight-line basis over their finite useful lives of 10 years. Intangible assets related to asset upgrades are amortized over the term of the GIA/PPA and LIL Lease/TFA of 50 years. The estimated useful life and amortization method are reviewed at the end of each reporting year, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives are carried at cost less accumulated impairment losses.

**2.9 Borrowing Costs**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. All other borrowing costs are recognized in the Combined Statement of Profit and Comprehensive Income in the period in which they are incurred.

**2.10 Impairment of Non-Financial Assets**

Property, plant and equipment and other non-financial assets are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Where it is not possible to estimate the recoverable amount of an individual asset, the Project estimates the recoverable amount of the cash-generating unit (CGU) to which the asset belongs. The recoverable amount is the higher of fair value less costs of disposal and value in use. Value in use is generally computed by reference to the present value of future cash flows expected to be derived from non-financial assets. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset or CGU is reduced to its recoverable amount and an impairment loss is recognized immediately in the Combined Statement of Profit and Comprehensive Income.

**2.11 Provisions**

A provision is a liability of uncertain timing or amount. A provision is recognized if the Project has a present legal obligation or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognized for future operating losses. The provision is measured at the present value of the best estimate of the expenditures expected to be required to settle the obligation using a discount rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. Provisions are re-measured at each Combined Statement of Financial Position date using the current discount rate.

**2.12 Revenue Recognition**

The Project recognizes revenue from contracts with customers related to the sale of electricity, transmission interconnection services and the right to use the LIL. Revenue is measured based on the consideration specified in the contract with a customer, forecasted over the term of the contract and constrained where applicable. Sales are at rates under the terms of the applicable contracts, or at market rates.

Revenue is recognized when the Project satisfies its performance obligations and is determined when it transfers control of a product or service to a customer. Variable components that meet the allocation exemption are recognized as incurred. A contract asset/liability is recognized when the timing of satisfying the performance obligation and the timing of contractual payments are not aligned.

**2.13 Income Taxes**

Provision has not been made in the accompanying financial statements for Canadian federal, provincial, or local taxes since any such liabilities are the responsibility of the individual partners. LCMC, Muskrat Falls, Labrador Transco, and LIL Holdco are exempt from paying income taxes under Paragraph 149(1) (d.2) of the Income Tax Act.

**2.14 Financial Instruments**

Classification and Initial Measurement

Financial assets and financial liabilities are recognized in the Combined Statement of Financial Position when the Project becomes a party to the contractual provisions of the instrument and are initially measured at fair value.

Financial assets are classified at amortized cost, fair value through other comprehensive income, fair value through profit or loss (FVTPL) or as derivatives designated as hedging instruments in an effective hedge. Financial liabilities are classified at FVTPL, amortized cost or as derivatives designated as hedging instruments in an effective hedge. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognized immediately in profit or loss.

Financial Assets at Amortized Cost

Financial assets with contractual cash flows arising on specified dates, consisting solely of principal and interest, and that are held within a business model whose objective is to collect the contractual cash flows are subsequently measured at amortized cost using the effective interest rate method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

The Project's financial assets at amortized cost include cash, restricted cash, trade and other receivables, related party receivable and investments (including short-term).

Financial Liabilities at Amortized Cost

The Project subsequently measures all financial liabilities at amortized cost using the effective interest rate method. Gains and losses are recognized in profit or loss when the liability is derecognized.

The Project's financial liabilities at amortized cost include trade and other payables, Class B limited partnership units and long-term debt.

Derecognition of Financial Instruments

The Project derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

The Project derecognizes financial liabilities when, and only when, its obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

Impairment of Financial Assets

The Project recognizes a loss allowance for expected credit losses (ECL) on investments in debt instruments that are measured at amortized cost. The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

The Project always recognizes lifetime ECL for trade and other receivables. The ECL on these financial assets are estimated based on the Project's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate. The Project also records 12-month ECL for those financial assets which have low credit risk and where the low credit risk exemption has been applied. The classes of financial assets that have been identified to have low credit risk consist of cash and restricted cash.

For all other financial instruments, the Project recognizes lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Project measures the loss allowance for that financial instrument at an amount equal to 12-month ECL. The assessment of whether lifetime ECL should be recognized is based on significant increases in the likelihood or risk of a default occurring since initial recognition instead of on evidence of a financial asset being credit-impaired at the reporting date or an actual default occurring.

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of a financial instrument. In contrast, 12-month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

Hedges

The Project may choose to designate derivative instruments as hedges and apply hedge accounting if there is an economic relationship between the hedged item and the hedging instrument; the effect of credit risk does not dominate the value changes that result from that economic relationship; and the hedge ratio of the hedging relationship is the same as that resulting from the quantity of the hedged item that the Project actually hedges and the quantity of the hedging instrument that the entity actually uses to hedge that quantity of hedged item. The Project formally documents all hedges and the related risk management objectives at the inception of the hedge. Derivative instruments that have been designated and qualify for hedge accounting are classified as either cash flow or fair value hedges.

The effective portion of the gain or loss on a cash flow hedging instrument is recognized directly in other comprehensive income, while any ineffective portion is recognized immediately in the Combined Statement of Profit and Comprehensive Income for the period in other expense. Amounts recognized in other comprehensive income are transferred to the Combined Statement of Profit and Comprehensive Income for the period when the hedged transaction affects profit or loss, such as when the hedged financial income or financial expense is recognized or when a forecast sale occurs.

The Project does not hold any fair value hedges.

## 3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of the financial statements in conformity with IFRS Accounting Standards requires Management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, revenues and expenses. Actual results may differ materially from these estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimate is reviewed if the revision affects only that period or future periods.

### 3.1 Use of Judgments

(i) Asset Impairment and Reversals

The Project applies judgment in evaluating impairment and impairment reversal indicators based on various internal and external factors.

The recoverable amount of a CGU or asset is determined based on the higher of fair value less costs of disposal and its value in use. Management uses judgment in selecting discount rates and considering the occurrence of future events when determining the recoverable amount. Changes in these factors will affect the recoverable amount of CGUs and assets, which may result in a material adjustment to their carrying value.

(ii) Property, Plant and Equipment

The Project's accounting policy relating to property, plant and equipment is described in Note 2.7. In applying this policy, judgment is used in determining whether certain costs are additions to the carrying amount of the property, plant and equipment as opposed to repairs and maintenance. If an asset has been developed,

judgment is required to identify the point at which the asset is capable of being used as intended and to identify the directly attributable borrowing costs to be included in the carrying value of the development asset. Judgment is also used in determining the appropriate componentization structure for the Project's property, plant and equipment.

(iii) Revenue

Management uses judgment in estimating the variable consideration in a contract, such as future sustaining capital costs, and assessing whether a variable component is constrained. Management also uses judgment in allocating amounts to performance obligations and determining the timing of satisfaction of performance obligations. Revenue related to electricity sales is allocated between energy and capacity components based on observable evidence of how efficiently island rate payers use the hydroelectric system. Energy is recognized as units are delivered whereas capacity, revenue related to interconnection services and the right to use the LIL are recognized evenly over the time elapse of the term.

(iv) Determination of CGUs

The Project's accounting policy relating to impairment of non-financial assets is described in Note 2.10. In applying this policy, the Project groups assets into the smallest identifiable groups for which cash flows are largely independent of the cash flows from other assets or groups of assets. Judgment is used in determining the level at which cash flows are largely independent of other assets or groups of assets.

(v) Consolidation

Management applies its judgment when determining whether to consolidate structured entities in accordance with the criteria outlined in IFRS 10.

### 3.2 Use of Estimates

(i) Property, Plant and Equipment and Intangible Assets

Amounts recorded for depreciation and amortization are based on the useful lives of the Project's assets. The useful lives of property, plant and equipment and intangible assets are verified by independent specialists and reviewed annually by the Project. The useful lives are Management's best estimate of the service lives of these assets. Changes to these lives could materially affect the amount of depreciation and amortization recorded.

## 4. CURRENT AND FUTURE CHANGES IN ACCOUNTING POLICIES

The following is a list of applicable standards/interpretations that have been issued and are effective for accounting periods commencing on or after January 1, 2024, as specified.

- *Amendments to IAS 1 – Presentation of Financial Statements – Classification of Liabilities as Current or Non-Current and Non-Current Liabilities with Covenants*[1]
- *Amendments to IFRS 9 Financial Instruments and IFRS 7 Financial Instruments: Disclosure – Contracts Referencing Nature-dependent Electricity*[2]
- *IFRS 18 – Presentation and Disclosures in Financial Statements* [3]

[1] Effective for annual periods beginning on or after January 1, 2024.
[2] Effective for annual periods beginning on or after January 1, 2026, with earlier application permitted.
[3] Effective for annual periods beginning on or after January 1, 2027, with earlier application permitted.

### 4.1 Amendments to IAS 1 – Presentation of Financial Statements – Classification of Liabilities as Current or Non-Current and Non-Current Liabilities with Covenants

The IASB issued amendments to IAS 1 to promote consistency in applying the requirements by helping companies determine whether, in the Combined Statement of Financial Position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current. The classification is based on rights that are in existence at the end of the reporting period and specify that

classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability. Additional information was added to clarify that only covenants with which an entity is required to comply on or before the reporting date affect the classification of a liability as current or non-current. In addition, an entity has to disclose information in the notes that enables users of the financial statements to understand the risk that non-current liabilities with covenants could become repayable within 12 months. The amendments are applied retrospectively upon adoption. The application of these amendments did not have an impact on the Project's financial statements.

### 4.2 Amendments to IFRS 9 - Financial Instruments and IFRS 7 - Financial Instruments: Disclosure – Contracts Referencing Nature-dependent Electricity

The IASB issued amendments to IFRS 9 and IFRS 7 to provide a reasonable basis for an entity to determine the required accounting for contracts referencing nature-dependent electricity which are often structured as power purchase agreements. The amendments include clarifying the application of the 'own-use' requirements, permitting hedge accounting if these contracts are used as hedging instruments, and adding new disclosure requirements to enable investors to understand the effect of these contracts on a company's financial performance and cash flows. Management is currently assessing the potential impact on the Project's financial statements.

### 4.3 IFRS 18 – Presentation and Disclosures in Financial Statements

IFRS 18 replaces IAS 1, carrying forward many of the requirements of IAS 1 unchanged and introducing new requirements to present specified categories and defined subtotals in the statement of profit or loss. As well, entities will be required to provide disclosures on management-defined performance measures in the notes to the financial statements and improve aggregation and disaggregation. In addition, some IAS 1 paragraphs have been moved to *IAS 8 – Accounting Policies, Changes in Accounting Estimates and Errors* and IFRS 7. Furthermore, the IASB has made minor amendments to *IAS 7 – Statement of Cash Flows*.

An entity is required to apply IFRS 18 for annual reporting periods beginning on or after 1 January 2027, with earlier application permitted. The amendments to IAS 7, as well as the revised IAS 8 and IFRS 7, become effective when an entity applies IFRS 18. IFRS 18 requires retrospective application with specific transition provisions. Management is currently assessing the potential impact on the Project's financial statements.

## 5. TRADE AND OTHER RECEIVABLES

| *As at December 31 (thousands of Canadian dollars)* | Note | **2024** | 2023 |
|---|---|---|---|
| Due from related parties | 18 | **23,981** | 9,619 |
| Interest receivable | | **4,522** | 6,048 |
| Other receivables | | **1,863** | 5,206 |
| | | **30,366** | 20,873 |

| *As at December 31 (thousands of Canadian dollars)* | **2024** | 2023 |
|---|---|---|
| 0-60 days | **13,057** | 13,614 |
| 60+ days | **17,309** | 7,259 |
| | **30,366** | 20,873 |

## 6. PROPERTY, PLANT AND EQUIPMENT

| *(thousands of Canadian dollars)* | Hydraulic Generation | Transmission and Terminals | Service Facilities and Other | Construction in Progress | Total |
|---|---|---|---|---|---|
| Cost | | | | | |
| Balance at January 1, 2023 | - | 10,140 | 222,364 | 12,387,355 | 12,619,859 |
| Additions | - | - | - | 85,999 | 85,999 |
| Transfers | 6,405,995 | 5,992,986 | 62,600 | (12,461,581) | - |
| Balance at December 31, 2023 | 6,405,995 | 6,003,126 | 284,964 | 11,773 | 12,705,858 |
| **Additions** | **-** | **-** | **-** | **30,940** | **30,940** |
| **Disposals** | **(2,052)** | **(13,443)** | **(305)** | **(1,279)** | **(17,079)** |
| **Transfers** | **1,297** | **9,028** | **2,662** | **(12,987)** | **-** |
| **Balance at December 31, 2024** | **6,405,240** | **5,998,711** | **287,321** | **28,447** | **12,719,719** |
| Depreciation | | | | | |
| Balance at January 1, 2023 | - | 173 | 213,250 | - | 213,423 |
| Depreciation | 66,726 | 76,469 | 2,607 | - | 145,802 |
| Balance at December 31, 2023 | 66,726 | 76,642 | 215,857 | - | 359,225 |
| **Depreciation** | **88,946** | **102,219** | **3,422** | **-** | **194,587** |
| **Disposals** | **-** | **(61)** | **(114)** | **-** | **(175)** |
| **Balance at December 31, 2024** | **155,672** | **178,800** | **219,165** | **-** | **553,637** |
| Carrying value | | | | | |
| Balance at January 1, 2023 | - | 9,967 | 9,114 | 12,387,355 | 12,406,436 |
| Balance at December 31, 2023 | 6,339,269 | 5,926,484 | 69,107 | 11,773 | 12,346,633 |
| **Balance at December 31, 2024** | **6,249,568** | **5,819,911** | **68,156** | **28,447** | **12,166,082** |

On April 14, 2023, commissioning of the LIL was approved by all required stakeholders. As a result, all components of the Lower Churchill Project were put into service.

Capitalized Borrowing Costs

The construction of the LIL, LTA and MF Plant was financed through the issuance of long-term debt and contributed capital. For the year ended December 31, 2024, $nil (2023 - $31.8 million) of borrowing costs were capitalized. The Project also capitalized borrowing costs associated with the Class B units of $nil (2023 - $17.4 million) as non-cash additions to property, plant and equipment.

## 7. INVESTMENTS

The following table represents the value of the investments measured at amortized cost:

| *As at December 31 (thousands of Canadian dollars)* | Year of Maturity | **2024** | 2023 |
|---|---|---|---|
| Amortizing Fixed Rate Deposit Notes with interest paid at a rate of 3.745% per annum. | 2025-2029 | **198,521** | 240,393 |
| Less: redemptions to be received within one year | | **(42,611)** | (41,872) |
| | | **155,910** | 198,521 |

On March 31, 2022, Muskrat Falls, jointly with Labrador Transco, purchased structured deposit notes using the proceeds from issued long-term debt. The investments are restricted in nature and subject to the provisions contained within the MF/LTA PFA.

## 8. INTANGIBLE ASSETS

| *(thousands of Canadian dollars)* | Computer Software | Other | Construction in Progress | Total |
|---|---|---|---|---|
| Cost | | | | |
| Balance at January 1, 2023 | 7,515 | 36,360 | 40,952 | 84,827 |
| Additions | - | 165 | 1,879 | 2,044 |
| Transfers | 41,236 | - | (41,236) | - |
| Balance at December 31, 2023 | 48,751 | 36,525 | 1,595 | 86,871 |
| **Additions** | **-** | **216** | **1,725** | **1,941** |
| **Disposals** | **-** | **-** | **(110)** | **(110)** |
| **Transfers** | **1,835** | **-** | **(1,835)** | **-** |
| **Balance at December 31, 2024** | **50,586** | **36,741** | **1,375** | **88,702** |
| Amortization | | | | |
| Balance at January 1, 2023 | 6,969 | 10 | - | 6,979 |
| Amortization | 3,167 | 550 | - | 3,717 |
| Balance at December 31, 2023 | 10,136 | 560 | - | 10,696 |
| **Amortization** | **4,220** | **731** | **-** | **4,951** |
| **Balance at December 31, 2024** | **14,356** | **1,291** | **-** | **15,647** |
| Carrying value | | | | |
| Balance at January 1, 2023 | 546 | 36,350 | 40,952 | 77,848 |
| Balance at December 31, 2023 | 38,615 | 35,965 | 1,595 | 76,175 |
| **Balance at December 31, 2024** | **36,230** | **35,450** | **1,375** | **73,055** |

Other intangible assets represent the Project's right to collect the costs incurred related to asset upgrades through the LIL Lease/TFA and GIA/PPA.

## 9. CONTRACT ASSET

| *As at December 31 (thousands of Canadian dollars)* | **2024** | 2023 |
|---|---|---|
| Contract asset, beginning of the year | **451,296** | 165,466 |
| Revenue recognized | **549,898** | 535,761 |
| Payments | **(275,359)** | (249,931) |
| Contract asset, end of the year | **725,835** | 451,296 |
| Less: current portion | **(325,315)** | (273,730) |
| | **400,520** | 177,566 |

The contract asset represents the timing difference between the satisfaction of performance obligations to Hydro under the PPA and the timing of commercial payments.

## 10. TRADE AND OTHER PAYABLES

| *As at December 31 (thousands of Canadian dollars)* | Note | **2024** | 2023 |
|---|---|---|---|
| Due to related parties | 18 | **56,976** | 33,691 |
| Trade payables and accruals | | **32,229** | 31,375 |
| Accrued interest | | **24,553** | 24,642 |
| HST payable | | **5,995** | 3,462 |
| | | **119,753** | 93,170 |

## 11. LONG-TERM DEBT

The following table represents the value of long-term debt measured at amortized cost:

| *As at December 31(thousands of Canadian dollars)* | Face Value | Coupon Rate % | Year of Issue | Year of Maturity | **2024** | 2023 |
|---|---|---|---|---|---|---|
| LIL LP | | | | | | |
| Tranche A | 725,000 | 3.76 | 2013 | 2033 | **725,131** | 725,147 |
| Tranche B | 600,000 | 3.86 | 2013 | 2045 | **600,075** | 600,078 |
| Tranche C | 1,075,000 | 3.85 | 2013 | 2053 | **1,075,163** | 1,075,169 |
| Tranche 10 | 10,500 | 1.75 | 2017 | 2025 | **10,500** | 31,501 |
| Tranche 11-20 | 105,000 | 1.84-2.37 | 2017 | 2025-2030 | **105,009** | 105,012 |
| Tranche 21-30 | 105,000 | 2.41-2.64 | 2017 | 2030-2035 | **105,030** | 105,034 |
| Tranche 31-40 | 105,000 | 2.66-2.80 | 2017 | 2035-2040 | **105,074** | 105,079 |
| Tranche 41-50 | 105,000 | 2.81-2.86 | 2017 | 2040-2045 | **105,083** | 105,088 |
| Tranche 51-60 | 105,000 | 2.84-2.86 | 2017 | 2045-2050 | **105,111** | 105,116 |
| Tranche 61-70 | 105,000 | 2.85 | 2017 | 2050-2055 | **105,167** | 105,173 |
| Tranche 71-74 | 315,000 | 2.85 | 2017 | 2055-2057 | **315,547** | 315,564 |
| Muskrat Falls/Labrador Transco | | | | | | |
| Tranche A | 650,000 | 3.63 | 2013 | 2029 | **650,067** | 650,081 |
| Tranche B | 675,000 | 3.83 | 2013 | 2037 | **675,057** | 675,062 |
| Tranche C | 1,275,000 | 3.86 | 2013 | 2048 | **1,275,175** | 1,275,182 |
| Tranche 10 | 21,112 | 1.75 | 2017 | 2025 | **21,112** | 62,987 |
| Tranche 11-20 | 224,283 | 1.84-2.37 | 2017 | 2025-2030 | **224,301** | 224,309 |
| Tranche 21-30 | 252,595 | 2.41-2.64 | 2017 | 2030-2035 | **252,666** | 252,675 |
| Tranche 31-40 | 288,185 | 2.66-2.80 | 2017 | 2035-2040 | **288,389** | 288,404 |
| Tranche 41-50 | 331,037 | 2.81-2.86 | 2017 | 2040-2045 | **331,298** | 331,312 |
| Tranche 51-60 | 381,084 | 2.84-2.86 | 2017 | 2045-2050 | **381,493** | 381,510 |
| Tranche 61-64 | 168,053 | 2.85 | 2017 | 2050-2052 | **168,310** | 168,320 |
| Tranche A-T | 500,000 | 3.35-3.38 | 2022 | 2037-2047 | **500,000** | 500,000 |
| Tranche U | 500,000 | 3.38 | 2022 | 2057 | **500,000** | 500,000 |
| Total | 8,621,849 | | | | **8,624,758** | 8,687,803 |
| Less: maturities of debt within one year | | | | | **(63,611)** | (62,872) |
| | | | | | **8,561,147** | 8,624,931 |

Under the terms and conditions of the LIL PFA, the Labrador-Island Link Funding Trust (LIL Funding Trust) provided two credit facilities totaling $3.5 billion. In addition, under the terms and conditions of the MF/LTA PFA, the Muskrat Falls/Labrador Transmission Assets Funding Trust (MF/LTA Funding Trust) provided three credit facilities totaling $5.5 billion.

The credit facilities benefit from a direct, absolute, unconditional and irrevocable guarantee from the Government of Canada (Canada), and thereby carries its full faith and credit (AAA rating or equivalent). A Collateral Agent has been assigned to act on behalf of the lending parties, including the LIL Funding Trust, the MF/LTA Funding Trust and Canada. The Collateral Agent oversees the lending and security arrangements, the various project accounts and the compliance with covenants.

Sinking funds are required to be set up for the Tranche A, B and C debentures for LIL LP and are required for the Tranche B, C and U debentures for Muskrat Falls and Labrador Transco. Sinking funds are to be held in a sinking fund account under the control of the Collateral Agent. Sinking fund instalments due for the next five years are as follows:

| *(thousands of Canadian dollars)* | 2025 | 2026 | 2027 | 2028 | 2029 |
|---|---|---|---|---|---|
| Sinking fund instalments | 63,043 | 63,043 | 63,043 | 63,043 | 63,043 |

## 12. LIMITED PARTNERSHIP UNITS

The Class B limited partnership units represent KKR Island Link Incorporated (KKR)'s ownership interest in LIL LP. As described in the Labrador-Island Link Limited Partnership Agreement (Partnership Agreement), these units have certain rights and obligations, including mandatory distributions, that indicate that the substance of the units represent a financial liability and are measured at amortized cost using the effective interest method.

**Class B Limited Partnership Units**

| *As at December 31 (thousands of Canadian dollars)* | | **Units** | **2024** | Units | 2023 |
|---|---|---|---|---|---|
| Class B limited partnership units, beginning of the year | | **25** | **756,712** | 25 | 738,908 |
| Contributions | (a) | **-** | **233,116** | - | - |
| Accrued interest | | **-** | **66,577** | - | 62,777 |
| Distributions | | **-** | **(77,044)** | - | (44,973) |
| Tax adjustment amount | | **-** | **50** | - | - |
| Class B limited partnership units, end of the year | | **25** | **979,411** | 25 | 756,712 |
| Less: maturities within one year | | | **(94,664)** | | (87,866) |
| | | | **884,747** | | 668,846 |

(a) On November 25, 2024, KKR provided a contribution of $233.1 million to LIL LP in order to adjust its proportionate share of investment in LIL LP as in accordance with the Newfoundland and Labrador Development Agreement (NLDA).

## 13. SHAREHOLDER'S EQUITY

### 13.1 Share Capital

| *As at December 31 (thousands of Canadian dollars)* | **2024** | 2023 |
|---|---|---|
| Class A preferred shares without nominal or par value | | |
| Authorized – unlimited | | |
| Issued - fully paid and outstanding - 1,891,952,578 | **1,891,952** | 1,891,952 |
| Class A common shares without nominal or par value | | |
| Authorized – unlimited | | |
| Issued - fully paid and outstanding - 2,000 | **2** | 2 |
| Common share without nominal or par value | | |
| Authorized - unlimited | | |
| Issued - fully paid and outstanding - 200 | **2** | 2 |
| | **1,891,956** | 1,891,956 |

### 13.2 Dividends

| *For the year ended December 31 (thousands of Canadian dollars)* | **2024** | 2023 |
|---|---|---|
| Declared and paid during the year | | |
| Preferred dividend for current year (3% coupon rate) | **56,914** | 56,758 |
| Common dividend for current year | **310,180** | 28,480 |
| | **367,094** | 85,238 |

## 14. OPERATING COSTS

| *For the year ended December 31 (thousands of Canadian dollars)* | **2024** | 2023 |
|---|---|---|
| Impacts and Benefits Agreement and Amendment | **35,260** | - |
| Maintenance and materials | **11,954** | 12,728 |
| Salaries and benefits | **11,320** | 10,799 |
| Professional services | **5,022** | 5,743 |
| Other operating costs | **4,705** | 4,294 |
| Insurance | **3,094** | 3,151 |
| | **71,355** | 36,715 |

## 15. NET FINANCE EXPENSE

| *For the year ended December 31 (thousands of Canadian dollars)* | **2024** | 2023 |
|---|---|---|
| Finance income | | |
| Interest on restricted cash | **64,662** | 66,059 |
| Interest on investments | **8,480** | 10,007 |
| Other interest | **506** | 383 |
| | **73,648** | 76,449 |
| Finance expense | | |
| Interest and fees on long-term debt | **295,372** | 296,363 |
| Interest on Class B limited partnership units | **66,577** | 62,777 |
| Other interest | **3,663** | 3,949 |
| | **365,612** | 363,089 |
| Interest capitalized during construction | **-** | (49,239) |
| | **365,612** | 313,850 |
| Net finance expense | **291,964** | 237,401 |

## 16. OTHER EXPENSE

| *For the year ended December 31 (thousands of Canadian dollars)* | **2024** | 2023 |
|---|---|---|
| Rental and royalty | **15,255** | 12,874 |
| Loss (gain) on disposal of assets | **12,467** | (2,134) |
| Other | **3,587** | 5,004 |
| Other expense | **31,309** | 15,744 |

Included in other expense is $3.6 million (2023 - $3.6 million) in amortization of the effective portion of the cash flow hedge relating to long-term debt.

On April 19, 2024, a fire damaged inventory and capital spares, related to the Lower Churchill Project assets, held in a storage facility in Happy Valley Goose Bay. This has resulted in a loss on disposal of assets of $11.2 million.

## 17. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

### 17.1 Fair Value

The estimated fair values of financial instruments as at December 31, 2024 and 2023 are based on relevant market prices and information available at the time. Fair value estimates are based on valuation techniques which are significantly affected by the assumptions used including the amount and timing of future cash flows and discount rates reflecting various degrees of risk. As such, the fair value estimates below are not necessarily indicative of the amounts that the Project might receive or incur in actual market transactions.

As a significant number of the Project's assets and liabilities do not meet the definition of a financial instrument, the fair

value estimates below do not reflect the fair value of the Project as a whole.

Establishing Fair Value

Financial instruments recorded at fair value are classified using a fair value hierarchy that reflects the nature of the inputs used in making the measurements. The fair value hierarchy has the following levels:

Level 1 - valuation based on quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - valuation techniques based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - valuation techniques using inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The fair value hierarchy requires the use of observable market inputs whenever such inputs exist. A financial instrument is classified to the lowest level of the hierarchy for which a significant input has been considered in measuring fair value. For assets and liabilities that are recognized at fair value on a recurring basis, the Project determines whether transfers have occurred between levels in the hierarchy by reassessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period. There were no transfers between Level 1, 2 and 3 fair value measurements during the years ended December 31, 2024 and 2023.

| | **Level** | **Carrying Value** | **Fair Value** | Carrying Value | Fair Value |
|---|---|---|---|---|---|
| *As at (thousands of Canadian dollars)* | | **December 31, 2024** | | December 31, 2023 | |
| Financial assets | | | | | |
| Investments, including short-term | **2** | **198,521** | **200,161** | 240,393 | 235,482 |
| Financial liabilities | | | | | |
| Long-term debt, including amount due within one year | **2** | **8,624,758** | **7,966,600** | 8,687,803 | 8,153,702 |
| Class B limited partnership units, including amount due within one year | **3** | **979,411** | **979,411** | 756,712 | 756,712 |

The fair values of cash, restricted cash, trade and other receivables, related party receivable and trade and other payables approximate their carrying values due to their short-term maturity.

The fair values of Level 2 financial instruments are determined using quoted prices in active markets, which in some cases are adjusted for factors specific to the asset or liability. Level 2 fair values of other risk management assets and liabilities and long-term debt are determined using observable inputs other than unadjusted quoted prices, such as interest rate yield curves.

The Class B limited partnership units are carried at amortized cost, calculated using the effective interest method, which approximates fair value. The effective interest rate as at December 31, 2024 is 8.7% (2023 - 8.5%) which is the rate that discounts the estimated future cash flows to the amortized cost of the financial liabilities. Due to the unobservable nature of the effective interest rate and resulting discounted cash flows associated with the units, the instruments have been classified as Level 3.

The table below sets forth a summary of changes in fair value of the Project's Level 3 financial liabilities given a one percent change in the discount rate while holding other variables constant:

| *(thousands of Canadian dollars)* | 1% increase in discount rate | 1% decrease in discount rate |
|---|---|---|
| Class B limited partnership units | (67,703) | 64,286 |

### 17.2 Risk Management

The Project is exposed to certain credit, liquidity and market risks through its operating, financing and investing activities. Financial risk is managed in accordance with a Board-approved policy, which outlines the objectives and strategies for the management of financial risk, including the use of derivative contracts. Permitted financial risk management strategies are aimed at minimizing the volatility of the Project's expected future cash flows.

Credit Risk

The Project's expected future cash flows are exposed to credit risk through its operating, financing and investing activities, primarily due to the potential for non-performance by counterparties to its financial instruments. The degree of exposure to credit risk on cash, restricted cash, investments, trade and other receivables and related party receivable is determined by the financial capacity and stability of the counterparties. The maximum exposure to credit risk on these financial instruments is represented by their carrying value on the Combined Statement of Financial Position at the reporting date. Credit risk on cash, restricted cash and investments is minimal, as the Project's deposits are held by Canadian Schedule 1 Chartered Banks with a rating of A+ (Standard and Poor's). Credit risk on trade and other receivables and related party receivable is also minimal as the Project does not have any material amounts that are past due and uncollectible.

Liquidity Risk

The Project is exposed to liquidity risk with respect to its contractual obligations and financial liabilities. Liquidity risk management activities are directed at ensuring cash is available to meet those obligations as they become due. Short-term liquidity is provided through cash, restricted cash, related party receivable and partnership and shareholder contributions. Liquidity risk for the Project is considered to be minimal due to the reserve accounts it holds as instructed in the LIL PFA and MF/LTA PFA as well as its commercial arrangements which require Hydro to make payments which are absolute, unconditional and irrevocable until the financing has been paid in full.

The following are the contractual maturities of the Project's financial liabilities as at December 31, 2024:

| *(thousands of Canadian dollars)* | < 1 Year | 1-3 Years | 3-5 Years | > 5 Years | Total |
|---|---|---|---|---|---|
| Trade and other payables | 119,753 | - | - | - | 119,753 |
| Long-term debt (including interest and sinking fund) | 420,931 | 840,730 | 1,517,426 | 11,301,941 | 14,081,028 |
| Class B limited partnership units | 94,664 | 186,286 | 182,224 | 2,761,050 | 3,224,224 |
| | 635,348 | 1,027,016 | 1,699,650 | 14,062,991 | 17,425,005 |

Market Risk

In the course of carrying out its operating, financing and investing activities, the Project is exposed to possible market price movements that could impact expected future cash flow and the carrying value of certain financial assets.

*Interest Rates*

Changes in prevailing interest rate risk will impact the fair value of financial assets and liabilities. Expected future cash flows from these assets are also impacted in certain circumstances. The Project is not exposed to interest rate risk on its long-term debt as all of the Project's long-term debt has fixed interest rates.

*Foreign Currency and Commodity Exposure*

The Project does not hold any financial instruments whose value would vary due to changes in a commodity price or whose value would materially vary due to fluctuations in foreign currency exchange rates.

## 18. RELATED PARTY TRANSACTIONS

The Project enters into various transactions with its related parties. Unless otherwise noted, these transactions occur within the normal course of operations and are measured at the exchange amount, which is the amount of consideration agreed to by the related parties. Outstanding balances due to or from related parties are non-interest bearing with settlement normally within 30 days.

Related parties with which the Project transacts are as follows:

| Related Party | Relationship |
|---|---|
| Nalcor | 100% shareholder of LIL Holdco (2021), Labrador Transco, LCMC, LIL Opco, Labrador-Island Link General Partner (LIL GP) and Muskrat Falls |
| KKR | Limited Partner holding 25 Class B limited partnership units of LIL LP |
| LIL GP | General partner of LIL LP, wholly-owned subsidiary of Nalcor |
| LIL Holdco (2021) | Wholly-owned subsidiary of Nalcor, limited partner of LIL (2021) LP |
| LIL (2021) LP | 100% shareholder of LIL Holdco |
| LIL Opco | Wholly-owned subsidiary of Nalcor |
| Hydro | Wholly-owned subsidiary of Nalcor |
| Churchill Falls (Labrador) Corporation (Churchill Falls) | Joint arrangement of Hydro |
| Nalcor Energy Marketing Corporation (Energy Marketing) | Wholly-owned subsidiary of Nalcor |
| The Province | 100% shareholder of Nalcor |

Significant related party transactions, which are not otherwise disclosed separately in the financial statements, are summarized below:

| *As at December 31 (thousands of Canadian dollars)* | | **2024** | 2023 |
|---|---|---|---|
| **Trade and other receivables:** | Note 5 | | |
| Other related parties | | **23,981** | 9,183 |
| The Province | | **-** | 436 |
| **Related party receivable:** | | | |
| Other related parties | (a) | **61,255** | 71,725 |
| **Contract asset (including current portion):** | | | |
| Other related parties | Note 9 | **725,835** | 451,296 |
| **Other long-term asset:** | | | |
| Other related parties | Note 19(h) | **3,344** | 3,280 |
| **Trade and other payables:** | Note 10 | | |
| The Province | (b) | **15,250** | 13,028 |
| Other related parties | | **41,726** | 20,663 |
| **Contract liability:** | | | |
| Other related parties | (c) | **2,171** | 11,518 |

| *For the year ended December 31 (thousands of Canadian dollars)* | | **2024** | 2023 |
|---|---|---|---|
| **Revenue:** | | | |
| Other related parties | (d)(e)(f)(g) | **1,165,781** | 939,735 |
| **Other revenue:** | | | |
| Other related parties | | **380** | 390 |
| **Power purchased:** | | | |
| Other related parties | (h) | **850** | 8,217 |
| **Additions to property, plant and equipment:** | | | |
| Other related parties | | **-** | 3,333 |
| **Operating costs:** | | | |
| Other related parties | | **13,822** | 12,463 |
| **Other expense:** | | | |
| The Province | (b) | **15,255** | 12,438 |
| Other related parties | | **-** | (1,592) |

(a) LIL LP has a non-interest bearing receivable from LIL Opco which is payable from LIL Opco upon demand as cash is required to fund final construction costs of the LIL assets.

(b) Muskrat Falls is required to pay the Province a water rental fee based on megawatt hours of energy generated, which is payable on an annual basis, in the first quarter of the following fiscal year.

(c) LIL LP has a contract liability with LIL Opco which represents the timing difference between the satisfaction of performance obligations to LIL Opco under the LIL Lease and the timing of commercial payments.

(d) Muskrat Falls earned revenue from Nalcor and has contributed energy to Nalcor related to delivery of the Nova Scotia Block.

(e) Muskrat Falls earned revenue from Hydro and Energy Marketing in relation to the PPA and Residual Block sales.

(f) Muskrat Falls earned revenue from Churchill Falls related to an Energy Purchase Agreement for the sale of banked energy.

(g) LIL LP earned revenue from LIL Opco in relation to the LIL Lease.

(h) Muskrat Falls has an expense with Hydro and a contribution of power purchases from Nalcor related to delivery of the Nova Scotia Block.

## 19. COMMITMENTS AND CONTINGENCIES

(a) LIL LP is required to make mandatory distributions as determined by LIL GP in accordance with the Partnership Agreement.

(b) As part of the LIL PFA, LIL LP has pledged its current and future assets as security to the Collateral Agent.

(c) As part of the MF/LTA PFA, Labrador Transco and Muskrat Falls have pledged their present and future assets as security to the Collateral Agent

(d) Under the terms and conditions of the Partnership Agreement and the NLDA, LIL Holdco has committed to fund its share of the capital expenditures of the LIL.

(e) LIL LP has entered into the LIL Lease and the TFA with LIL Opco and Hydro, whereby LIL LP has committed to design, construct and sustain the LIL and LIL Opco operates and maintains the LIL and provides such other services as agreed to ensure safe and reliable transmission of electricity. Revenue allocated to the remaining performance obligation (unsatisfied or partially unsatisfied) related to transmission sales under the LIL Lease as at December 31, 2024 is $426 million (2023 - $425 million) within one year and $20,088 million (2023 - $20,469 million) in more than one year.

(f) Muskrat Falls has entered into the PPA with Hydro, whereby Muskrat Falls and Labrador Transco have committed to design, construct, operate and maintain the MF Plant and LTA, and provide such other services as agreed to ensure safe and reliable transmission of electricity. Revenue allocated to the remaining performance obligation (unsatisfied or partially unsatisfied) related to energy and capacity sales under the PPA as at December 31, 2024 is $754 million (2023 - $616 million) within one year and $36,512 million (2023 - $37,111 million) in more than one year.

(g) In July 2012, Nalcor entered into the Energy and Capacity Agreement with Emera Incorporated (Emera) providing for the sale and delivery of the Nova Scotia Block, being 0.986 TWh of energy annually for a term of 35 years. In October 2015 Nalcor assigned this agreement to Muskrat Falls. As a result of this assignment, Nalcor and Muskrat Falls are jointly liable for the delivery of the Nova Scotia Block to Emera.

(h) The Water Management Agreement between Churchill Falls and Muskrat Falls provides for coordinated production for the efficient use of water on the Churchill River system by ensuring that water is available to meet delivery requirements and contractual commitments for both Churchill Falls and Muskrat Falls, while maximizing the energy produced from the water resource. As at December 31, 2024 Muskrat Falls has the equivalent of approximately 1.0 TWh (2023 – 2.0 TWh) of energy stored in the Churchill Falls reservoir.

(i) The Project is subject to legal claims with respect to construction and other various matters. For some legal claims, it is not possible at this time to predict with any certainty the outcome of such litigation. Should these claims result in an unfavourable outcome for the Project, they may have a significant adverse effect on the Project's financial position.

(j) Outstanding commitments for capital projects total approximately $25.2 million as at December 31, 2024 (2023 - $24.3 million).

(k) On October 24, 2024, Nalcor and the Innu Nation amended the Lower Churchill Innu Impacts and Benefits Agreement (IBA) to reflect an agreement on rate mitigation. Under this agreement, Nalcor has committed with Muskrat Falls to pay the Innu Nation an annual amount of $12 million escalating at CPI, for a term of 50 years, replacing all other IBA payments associated with Muskrat Falls.

## 20. CAPITAL MANAGEMENT

Capital includes partner capital, share capital, shareholder contributions, retained earnings and long-term debt. The Project's objectives for managing capital are to maintain its ability to continue as a going concern and to ensure timely payment of its contractual obligations. Cash generated from operations will be sufficient to fund the operating, maintaining and sustaining activities of the MF Plant and the LTA. Partner contributions will be sufficient to ensure the availability of funding to sustain the LIL.

## 21. SUPPLEMENTARY CASH FLOW INFORMATION

| *For the year ended December 31 (thousands of Canadian dollars)* | **2024** | 2023 |
|---|---|---|
| Trade and other receivables | **(10,969)** | 13,828 |
| Inventories | **(6,133)** | (1,868) |
| Prepayments | **122** | (3) |
| Trade and other payables | **26,672** | (19,517) |
| Changes in non-cash working capital balances | **9,692** | (7,560) |
| | | |
| Related to: | | |
| Operating activities | **10,184** | 14,502 |
| Investing activities | **(492)** | (22,062) |
| | **9,692** | (7,560) |

## 22. SUBSEQUENT EVENT

Effective January 1, 2025, Hydro and Nalcor were legislatively amalgamated into a new legal corporation that will continue under the name "Newfoundland and Labrador Hydro". The amalgamated corporation holds the combined assets and liabilities of the former Hydro and Nalcor entities and is bound by any previously existing contracts and agreements from the former entities. As well, the legislation confirms the continuation of any security or guarantees provided by the Provincial Government to Nalcor with Hydro.