

Athena3 Aviation Leasing Limited
("the Company")

Directors' report and audited financial statements

For the year ended 31 December 2025

Registered number: 656526

Athena3 Aviation Leasing Limited

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Athena3 Aviation Leasing Limited

Directors and other information

| | |
|--------------------------|--|
| Directors | Brendan McCauley (Irish) (Non-executive) (Resigned 19 th February 2025) Fiona de Lacy Murphy (Irish) (Non-executive) (Resigned 19 th February 2025) Colin Hayes (Irish) (Non-executive) Aisling Clarke (Irish) (Non-executive) (Appointed 19 th February 2025) Stephen Lyons (Irish) (Non-executive) (Appointed 19 th February 2025) |
| Company secretary | Walkers Corporate Services (Ireland) Limited 5 th Floor, The Exchange George's Dock IFSC Dublin 1, D01 W3P9 Dublin Ireland |
| Registered office | 5 th Floor, The Exchange George's Dock IFSC Dublin 1, D01 W3P9 Dublin Ireland |
| Auditor | KPMG Chartered Accountants 85 South Mall Cork Ireland |
| Bankers | Citibank 1 North Wall Quay Dublin 1 Ireland |
| Solicitors (IRL) | Walkers Ireland LLP 5 th Floor, The Exchange George's Dock IFSC Dublin 1, D01 W3P9 Dublin Ireland |
| Servicer | Airborne Capital Limited Ground Floor Universal House Shannon Industrial Estate Shannon Co. Clare Ireland |
| Managing agent | Fexco Aviation Services Limited Suite 315 Airport House Shannon Co Clare Ireland |

Athena3 Aviation Leasing Limited

Directors' report

The Directors present their annual Directors' report and financial statements for Athena3 Aviation Leasing Limited ("the Company") for the financial year ended 31 December 2025 (the "Year").

The financial statements are presented in United States Dollars ("USD"), the functional currency of the Company. These financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS") as adopted by the EU.

The Company is governed by the Companies Act 2014.

Principal activities, business review and future developments

The principal activities of the Company is the purchasing, leasing and disposal of aircraft. The aircraft are managed by a third-party servicer, Airborne Capital Limited ("Airborne"). Cash management and accounting services are provided to the Company by the Managing Agent, Fexco Aviation Services Limited ("Fexco").

The Company is a 100% subsidiary of Tailwind 2019 -1 Limited, "Tailwind". The ultimate parent of the company is Helios Aviation Limited, "Helios".

The Company reported a profit for the financial year after taxation of \$0.5 million (2024: profit of \$0.8 million). Key drivers include lease revenue of \$11.8 million (2024: \$11.6 million), depreciation of \$5.7 million (2024: \$5.7 million), Impairment of \$Nil (2024: \$Nil), expected credit (loss)/reversal of (\$1.4 million) (2024: \$0.1 million) and net finance expenses of \$4.1 million (2024: \$4.3 million). The Company has four aircraft in the portfolio. The Company's portfolio of aircraft has a carrying value of \$115.8 million at 31 December 2025 (2024: \$121.5 million).

The Company has net assets at 31 December 2025 of \$20.8 million (2024: \$20.3 million). All aircraft are on lease at year end and there were no lease terminations during the year or at the date of signing the financial statements. There were no aircraft acquisitions or disposals during the financial year. One lessee has a deferral agreement in place at year end.

The Directors expect the principal activities to continue for the foreseeable future and will continue to review and seek business opportunities for the Company.

Results and dividends

The statement of profit or loss and other comprehensive income for the financial year and the statement of financial position at 31 December 2025 are set out on page 10 and 11, respectively.

The Directors do not recommend payment of a dividend for the financial year ended 31 December 2025 (2024: \$Nil).

Going concern

The Directors continue to have a reasonable expectation that the Company has adequate resources to continue in operation for at least the next twelve months from the date of approval of the financial statements and that the going concern basis of preparation remains appropriate.

The receivable balance at year end was assessed for expected credit loss and a provision of \$1.4 million (2024: provision of \$0.1 million) was taken on the balances.

No lessees, who leased aircraft from the Company went bankrupt or entered into administration (or similar arrangements) during the period or since period end.

The Company has no aircraft on the ground (AOG) at period end. An aircraft is considered grounded if it is flown less than fifteen hours in any given month. There are no aircraft due to come "off-lease" during the next twelve months.

Athena3 Aviation Leasing Limited

Directors Report (Continued)

Going concern (continued)

For the year end 31 December 2025, the Company recognised a net profit of \$0.5 million (2024: loss of \$0.8 million). The Company's net assets as at 31 December 2025 were \$20.8 million (2024: \$20.3 million). The company has an intercompany loan payable at period end in the amount of \$44.3 million (2024: \$47.0 million). Tailwind, the parent will provide support for a period of at least twelve months for the date of signing these financial statements and a letter of support to this effect is in place. The terms of the loan are repayable on demand however the parent has confirmed that it will not request repayment of this loan in the next twelve months.

Based on these factors, the Directors have a reasonable expectation that the Company has adequate liquidity and financial resources to continue in operation for at least the next 12 months and that the going concern basis of preparation remains appropriate.

Financial instruments

The Company's financial instruments of Restricted cash, receivables and creditors that arise directly from its operations. See further details in the related notes.

Directors, secretary and their interests

The Directors and secretary who held office at any stage throughout the year are outlined below.

Brendan McCauley (Irish) (Non-executive) (Resigned 19th February 2025)
Fiona de Lacy Murphy (Irish) (Non-executive) (Resigned 19th February 2025)
Colin Hayes (Irish) (Non-executive)
Aisling Clarke (Irish) (Non-executive) (Appointed 19th February 2025)
Stephen Lyons (Irish) (Non-executive) (Appointed 19th February 2025)

Walkers Corporate Services (Ireland) Limited (Secretary)

The Directors and secretary who held office at 31 December 2025 had no interests in the share capital of the Company or other Group Companies at that date or during the year.

Transactions involving Directors

There were no loans advanced to the Directors at any time during the financial year (2024: \$Nil). There were no contracts or arrangements in relation to the business of the Company in which the Directors had any interest at any time during the financial year to 31 December 2025 (2024: \$Nil).

Issue of shares

The share capital of the Company is \$1 divided into 1 share of a par value of \$1.00 each. All of the issued shares in the Company are held by Zeus 2 Aviation Limited ("Zeus 2") a 100% subsidiary of Tailwind ("the Parent Company").

Key performance indicators

The principal key performance indicators used by management to monitor performance are as follows:

- Lease income and deferrals;
- Net assets;
- Various measures in relation to capital expenditure, including acquisitions and disposals;
- Lease terminations; and
- Number of aircraft on the ground.

Athena3 Aviation Leasing Limited

Directors Report (Continued)

Principal risks and uncertainties

The Company is subject to the following risks and uncertainties:

- Credit risk;
- Concentration risk;
- Market risk;
- Currency risk;
- Interest rate risk;
- Liquidity risk;
- Operational risk;
- Asset risk;
- Technical, maintenance and environmental risk;
- Public liability risk; and
- Impact of Russia/Ukraine War

The board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The risk management policies employed by the Company are discussed in note 20.

Accounting records

In accordance with Section 281 to 285 of the Companies Act 2014, the Directors are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time, the assets, liabilities, financial position and profit or loss of the Company and enable them to ensure that the financial statements of the Company are prepared in accordance with applicable IFRS. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company. The books of account of the Company are maintained at Suite 315 Airport House, Shannon, Co. Clare, Ireland.

Political donations

The company did not make any political donations during the year (2024: \$Nil).

Employees

The company did not have any employees during the year (2024: Nil).

Events after the financial year

There have been no significant events subsequent to the financial year end that would require adjustment or disclosure in these financial statements.

Relevant audit information

In accordance with Section 330(1) of the Companies Act 2014, the Directors believe that they have taken all steps necessary to make themselves aware of any relevant audit information and have established that the Company's statutory auditors are aware of that information. In so far as they are aware, there is no relevant audit information of which the Company's statutory auditors are unaware.


Athena3 Aviation Leasing Limited

Directors Report (Continued)

Independent auditors

Pursuant to Section 382 (2) of the Companies Act 2014 , the auditor, KPMG, Chartered Accountants will continue in office.

On behalf of the board



Aisling Clarke
Director



Stephen Lyons
Director

30 March 2026

Athena3 Aviation Leasing Limited

Statement of Directors' responsibilities in respect of the Directors' report and the financial statements

The Directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and applicable law.

Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the assets, liabilities and financial position of the Company and of its profit or loss for that year.

In preparing the financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The Directors are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the assets, liabilities, financial position and profit or loss of the Company and enable them to ensure that the financial statements comply with the Companies Act 2014. They are responsible for such internal controls as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities. The Directors are also responsible for preparing a Directors' report that complies with the requirements of the Companies Act 2014.

On behalf of the board



Aisling Clarke
Director



Stephen Lyons
Director

30 March 2026



KPMG

Audit
85 South Mall
Cork
T12 A3XN
Ireland

Independent Auditor's Report to the Members of Athena3 Aviation Leasing Limited

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Athena3 Aviation Leasing Limited ('the Company') for the year ended 31 December 2025 set out on pages 10 to 44, which comprise the the statement of profit and loss and other comprehensive income, statement of financial position, statement of changes in equity, statement of cashflows and related notes, including the material accounting policies set out in note 2.

The financial reporting framework that has been applied in their preparation is Irish Law and International Financial Reporting Standards (IFRS) as adopted by the European Union. In our opinion:

- the financial statements give a true and fair view of the assets, liabilities and financial position of the Company as at 31 December 2025 and of its profit for the year then ended;
- the financial statements have been properly prepared in accordance with IFRS as adopted by the European Union; and
- the financial statements have been properly prepared in accordance with the requirements of the Companies Act 2014.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and applicable law. 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 ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), 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.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from the date when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.



Independent Auditor's Report to the Members of Athena3 Aviation Leasing Limited *(continued)*

Report on the audit of the financial statements

Other information

The directors are responsible for the other information presented in the Annual Report together with the financial statements. The other information comprises the information included in the directors' report. The financial statements and our auditor's report thereon do not comprise part of the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

Based solely on our work on the other information undertaken during the course of the audit, we report that:

- we have not identified material misstatements in the directors' report;
- in our opinion, the information given in the directors' report is consistent with the financial statements; and
- in our opinion, those parts of the directors' report specified for our review, which does not include sustainability reporting when required by Part 28 of the Companies Act 2014, have been prepared in accordance with the Companies Act 2014.

Our opinions on other matters prescribed by the Companies Act 2014 are unmodified

We have obtained all the information and explanations which we consider necessary for the purposes of our audit.

In our opinion the accounting records of the Company were sufficient to permit the financial statements to be readily and properly audited and the financial statements are in agreement with the accounting records.

Matters on which we are required to report by exception

The Companies Act 2014 requires us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions required by Sections 305 to 312 of the Act are not made. We have nothing to report in this regard.

Respective responsibilities and restrictions on use

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 6, the directors are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.



Independent Auditor's Report to the Members of Athena3 Aviation Leasing Limited *(continued)*

Respective responsibilities and restrictions on use *(continued)*

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 (Ireland) 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.

A fuller description of our responsibilities is provided on IAASA's website at <https://iaasa.ie/publications/description-of-the-auditors-responsibilities-for-the-audit-of-the-financial-statements/>.

The purpose of our audit work and to whom we owe our responsibilities

Our report is made solely to the Company's members, as a body, in accordance with Section 391 of the Companies Act 2014. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

John Arnold
for and on behalf of

KPMG

Chartered Accountants, Statutory Audit Firm

85 South Mall

Cork

T12 A3XN

31 March 2026

Athena3 Aviation Leasing Limited

Statement of profit or loss and other comprehensive income for the financial year ended 31 December 2025

| | <i>Note</i> | Year ended 31 December 2025 USD | Year ended 31 December 2024 USD |
|---|-------------|--|--|
| Revenue | | | |
| Lease income | 3 | 11,820,870 | 11,591,872 |
| | | <hr/> | <hr/> |
| | | 11,820,870 | 11,591,872 |
| Expenses | | | |
| Depreciation | 10 | (5,708,680) | (5,706,159) |
| Administrative expenses | 4 | (83,128) | (71,400) |
| Other expense | 7 | - | (547,041) |
| Expected credit (loss)/reversal | 5 | <u>(1,374,181)</u> | <u>46,035</u> |
| Results from operating activities | | 4,654,881 | 5,313,307 |
| Net finance expense | | | |
| Finance income | 6 | 314,916 | 314,497 |
| Finance expense | 6 | <u>(4,415,560)</u> | <u>(4,583,267)</u> |
| Net finance expense | | (4,100,644) | (4,268,770) |
| Profit/(loss) before tax for the financial year | | 554,237 | 1,044,537 |
| Tax for the financial year | 8 | (69,029) | (204,980) |
| | | <hr/> | <hr/> |
| Profit/(loss) for the financial year | | 485,208 | 839,557 |
| Other comprehensive income | | - | - |
| | | <hr/> | <hr/> |
| Total comprehensive income/(loss) for the financial year | | <u>485,208</u> | <u>839,557</u> |

The notes on pages 14 to 44 form part of these financial statements.

All profit/(loss) and total comprehensive income/(expense) for the financial year and the previous financial period are attributable to the owners of the Company.

Athena3 Aviation Leasing Limited

Statement of financial position

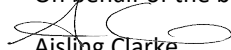
as at 31 December 2025

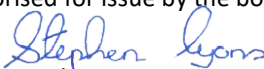
| | Note | 31 December 2025 USD | 31 December 2024 USD |
|--------------------------------------|------|----------------------------|----------------------------|
| Assets | | | |
| <i>Non-current assets</i> | | | |
| Investment in subsidiary | 9 | 2 | 2 |
| Aircraft and related components | 10 | 115,811,569 | 121,520,249 |
| Lease and other receivables | 12 | 9,296,549 | 10,356,681 |
| Total non-current assets | | 125,108,120 | 131,876,932 |
| <i>Current assets</i> | | | |
| Restricted cash | 11 | - | 955,389 |
| Lease and other receivables | 12 | 488,507 | 1,333 |
| Total current assets | | 488,507 | 956,722 |
| Total assets | | 125,596,627 | 132,833,654 |
| Equity | | | |
| Share capital | 13 | 1 | 1 |
| Capital contribution | 14 | 18,773,623 | 18,773,623 |
| Accumulated surplus | | 1,983,385 | 1,498,177 |
| Total equity | | 20,757,009 | 20,271,801 |
| Liabilities | | | |
| <i>Non-current liabilities</i> | | | |
| Maintenance provisions | 18 | 52,192,389 | 43,225,673 |
| Security deposits | 17 | 2,375,160 | 1,625,160 |
| Deferred tax liability | 8 | 274,009 | 204,980 |
| Total non-current liabilities | | 54,841,558 | 45,055,813 |
| <i>Current liabilities</i> | | | |
| Trade and other payables | 15 | 741,970 | 1,096,016 |
| Security deposits | 17 | - | 1,700,000 |
| Maintenance provisions | 18 | 5,003,027 | 17,742,298 |
| Loans and borrowings | 16 | 44,253,063 | 46,967,726 |
| Total current liabilities | | 49,998,060 | 67,506,040 |
| Total liabilities | | 104,839,618 | 112,561,853 |
| Total equity and liabilities | | 125,596,627 | 132,833,654 |

The notes on pages 14 to 44 form part of these financial statements.

The financial statements were approved and authorised for issue by the board.

On behalf of the board


Aisling Clarke
Director


Stephen Lyons
Director

30 March 2026

Athena3 Aviation Leasing Limited

Statement of changes in equity for the financial year ended 31 December 2025

| | Share capital USD | Capital contribution USD | Accumulated surplus USD | Total USD |
|---|----------------------|--------------------------------|-------------------------------|-------------------|
| As at 1 January 2025 | 1 | 18,773,623 | 1,498,177 | 20,271,801 |
| Transactions with shareholders, recognised in equity | | | | |
| Issuance of share capital | - | - | - | - |
| Total transactions with shareholders | - | - | - | - |
| Total comprehensive income for the financial year | | | | |
| Profit/(Loss) for the financial year | - | - | 485,208 | 485,208 |
| Total comprehensive income for the financial year | - | - | 485,208 | 485,208 |
| As at 31 December 2025 | 1 | 18,773,623 | 1,983,385 | 20,757,009 |

In respect of the prior financial year:

| | Share capital USD | Capital contribution USD | Accumulated surplus USD | Total USD |
|---|----------------------|--------------------------------|-------------------------------|-------------------|
| As at 1 January 2024 | 1 | 18,773,623 | 658,620 | 19,432,244 |
| Transactions with shareholders, recognised in equity | | | | |
| Issuance of share capital | - | - | - | - |
| Total transactions with shareholders | - | - | - | - |
| Total comprehensive income for the financial year | | | | |
| Profit for the financial year | - | - | 839,557 | 839,557 |
| Total comprehensive income for the financial year | - | - | 839,557 | 839,557 |
| As at 31 December 2024 | 1 | 18,773,623 | 1,498,177 | 20,271,801 |

Athena3 Aviation Leasing Limited

Statement of cash flows

for the financial year end to 31 December 2025

| | Note | Year ended 31 December 2025 USD | Year ended 31 December 2024 USD |
|---|----------|--|--|
| Cash flows from operating activities | | | |
| Profit before Tax | | 554,237 | 1,044,537 |
| <i>Adjustments for:</i> | | | |
| Depreciation | 10 | 5,708,680 | 5,706,159 |
| Finance expense | 6 | 4,415,560 | 4,583,267 |
| Finance income | 6 | (314,916) | (314,497) |
| Loss on sale of Debt / Equity Instruments | 7 | - | 547,041 |
| Decrease/(increase) in Lease and other receivables | 12 | 572,958 | (175,947) |
| (Decrease)/increase in trade and other payables | 15/17/18 | <u>(5,076,601)</u> | <u>5,977,562</u> |
| Net cash flows from operating activities | | <u>5,859,918</u> | <u>17,368,122</u> |
| Cash flows from/(used in) investing activities | | | |
| Restricted cash movement | 11 | 955,389 | (955,389) |
| Proceeds from sale of Equity Instruments | 7 | <u>-</u> | <u>510,681</u> |
| Net cash from/(used in) investing activities | | <u>955,389</u> | <u>(444,708)</u> |
| Cash flows used in financing activities | | | |
| Repayment of loans and borrowings | | (2,703,484) | (12,643,885) |
| Payment of loan interest | | <u>(4,111,823)</u> | <u>(4,279,529)</u> |
| Net cash flows used in financing activities | | <u>(6,815,307)</u> | <u>(16,923,414)</u> |
| Net increase in cash and cash equivalents | | - | - |
| Cash and cash equivalents at beginning of year | | - | - |
| Cash and cash equivalents at end of year | | <u><u>-</u></u> | <u><u>-</u></u> |

The notes on pages 14 to 44 form part of these financial statements.

Athena3 Aviation Leasing Limited

Notes

forming part of the financial statements

1 Corporate information

Athena3 Aviation Leasing Limited (“the Company”) is an Irish resident Company incorporated with limited liability under the laws of the Companies Act 2014 on 5 September 2019, company registration number of 656526. The Company was established to purchase and own a number of aircraft that are subject to leases. The aircraft are funded by way of an intercompany loan from the parent, Tailwind. The Company is resident in Ireland for tax purposes, registered office at 5th Floor, The Exchange, George’s Dock IFSC, Dublin 1, D01 W3P9, Dublin, Ireland.

Company statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU) and in accordance with relevant requirements of the Companies Act 2014. In accordance with IFRS 10.4(a), the Company has elected not to prepare consolidated financial statements. These financial statements present information about the Company as an individual undertaking. The Company is included in the consolidated financial statements of its parent Tailwind 2019-1 Limited, with a registered address in the Cayman Islands with a branch in Ireland where these financial statements are publicly available.

Basis of measurement

The financial statements have been prepared on the historical cost basis. The financial statements are prepared on a going concern basis as the Company expects to be able to meet its obligations for the foreseeable future.

Going concern

The Directors continue to have a reasonable expectation that the Company has adequate resources to continue in operation for at least the next twelve months from the date of approval of the financial statements and that the going concern basis of preparation remains appropriate.

The receivable balance at year end was assessed for expected credit loss and a release of provision of \$1.4 million (2024: provision of \$0.1 million) was taken on the balances.

No lessees, who leased aircraft from the Company went bankrupt or entered into administration (or similar arrangements) during the period or since period end.

The Company has no aircraft on the ground (AOG) at period end. An aircraft is considered grounded if it is flown less than fifteen hours in any given month. There are no aircraft due to come “off-lease” during the next twelve months.

For the year end 31 December 2025, the Company recognised a net profit of \$0.5 million (2024: profit of \$0.8 million). The Company’s net assets as at 31 December 2025 were \$20.8 million (2024: \$20.3 million). The company has an intercompany loan payable at period end in the amount of \$44.3 million (2024: \$47.0 million). Tailwind, the parent will provide support for a period of at least twelve months for the date of signing these financial statements and a letter of support to this effect is in place. The terms of the loan are repayable on demand however the parent has confirmed that it will not request repayment of this loan in the next twelve months.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

1 Corporate information (continued)

Going concern (continued)

Based on these factors, the Directors have a reasonable expectation that the Company has adequate liquidity and financial resources to continue in operation for at least the next 12 months and that the going concern basis of preparation remains appropriate.

Functional and presentational currency

These financial statements are presented in United States Dollars (“USD”), which is the functional and presentation currency of the Company. All financial information presented in USD has been rounded to the nearest dollar. The Directors of the Company believe that USD most faithfully represents the economic effects of the underlying transactions, events and conditions.

Estimates and judgements

The preparation of the financial statements in conformity with IFRS requires Directors to make judgements, estimates and assumptions adjusted to take account of the current environment. The estimates and associated assumptions are based on various factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision only affects that period or in the period of the revision and future periods if the revision affects both current and future periods.

Information about assumptions, estimates and judgements at 31 December 2025 that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities in the next financial year is included in the following notes:

- Recoverable amount of aircraft and related components (note 10)
- Deferred tax asset (note 8)
- Expected credit losses (“ECL”) (note 5/20)

Recoverable amount of aircraft and related components

Estimates:

As discussed in the accounting policy below, the aircraft and related components are evaluated for impairment each reporting period or when there are indicators of impairment. This process involves the use of judgements and estimates. Estimates are utilised in determining the recoverable amount and fair value. Specifically, the company estimates future contractual lease rates, the maintenance cashflows estimated by the appraisers, estimated down time, discount rate, future base values, remarketing costs and current market values. The estimates and assumptions used are based on historical market trends as well as future expectations. For some of these estimates, the Group utilises the services of independent valuation firms to determine the appropriate values.

Judgements:

The Company has utilised judgement in evaluating whether there are indicators of impairment. In this regard, the Directors rely on market conditions and the operational performance of the leased assets. The estimated residual values are based on estimates received from independent appraisers or management’s view when supporting transaction data exists. Changes in global and regional economic and political conditions, government regulations, technological changes and other factors could cause the Company to revise the residual value assumptions. The Company evaluates the appropriateness of these judgements and assessments each reporting period.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

1 Corporate information *(continued)*

Estimates and judgements *(continued)*

Deferred tax assets

Judgements:

The Company's accounting policy is to recognise deferred tax assets to the extent that they are recoverable in future periods under IAS 12. The company considers future profits which are based on the same estimates as EIR and VIU in assessing the recoverability of deferred tax assets but exercise judgement in determining whether to recognise such assets given that the long-lived nature of its assets increases the estimation uncertainty in the assessment of recoverability. The Company has not recognised deferred tax assets at 31 December 2025.

Expected credit losses (ECL)

Judgements:

ECL is detailed under the financial instruments heading below. The Company exercises judgement in applying credit risk ratings to the various lessees and estimates percentage recoverability of the receivables at year end based on these risk ratings, security deposits available and whether any receivables have been recovered post year end. Based on these factors, the Company will determine the ECL amount to be provided for.

Estimates:

As discussed in the accounting policy, the Company measures loss allowances for lease receivables at an amount equal to lifetime ECLs ("Expected Credit Loss"). Lifetime ECLs are ECLs that result from all possible default events over the expected life of a financial instrument.

Some of the factors considered in estimating the recoverability of lease receivables, both qualitative and quantitative are but not limited to: EBITDAR margin of lessees, liquidity to revenues, security deposits held, debt to capital ratios, market position of the airline, level of support available to the airline, market competition. These factors as well as others are reviewed in determining a weighting to be applied to set the credit risk rating for lessee which is used to determine the level of ECL to be applied. Forward looking information has also been considered in determining the level of ECL to be applied.

Foreign currency transactions

Transactions in foreign currencies are translated to USD at exchange rates ruling at the dates of the transactions. Assets and liabilities denominated in foreign currencies are translated into USD at the exchange rate ruling at the reporting date, with differences arising recognised as profit or loss in the statement of profit or loss and other comprehensive income. Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Foreign currency differences are generally recognised in profit or loss and presented within administrative expenses.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

2 Material accounting policies

Aircraft and related components

Aircraft

All aircraft owned by the Company are accounted for at cost less accumulated depreciation and provisions for impairment, if any. Cost includes expenditure that is directly attributable to the acquisition of the asset, including any cost attributable to bringing the asset to a working condition for intended use. The aircraft are depreciated on a straight-line basis over their estimated useful lives of 25 years from the date of manufacture of the aircraft. Residual values are determined based on historical trends, independent current and future forecast valuations and management's own experience and judgement. The residual value at the end of the aircraft's life has been estimated at 10% of cost at acquisition. The depreciation method, useful life and residual value are reviewed annually at the reporting date.

Lease components

Lease components are recognised to the extent that it is probable that future economic benefits that are attributable to the asset will flow to the entity; and the cost of the asset can be measured reliably. Any aircraft carrying a lease rate which is judged to be above current market is said to contain a lease premium and conversely if below market rate is said to have a deficit. Any premium or deficit recognised is taken to the statement of financial position and depreciated over the life of the current lease. In the event of early termination of a lease, the remaining lease component at that is impaired in full to the statement of profit or loss and other comprehensive income. The lease components of continuing leases are also assessed annually for indications of impairment and these impairment charges are recognised in the statement of profit or loss and other comprehensive income if a deficit exists.

Maintenance return components

The maintenance return component represents the fair value of the Company's contractual right under a lease to receive an aircraft in an improved maintenance condition at lease expiry as compared to the maintenance condition on the acquisition date. The maintenance component represents the difference between the current condition (maintenance adjusted value at the date of purchase) and the current market value of the aircraft in the contracted return condition at lease end.

The Company's lease arrangements generally provide for the lessee to be responsible for maintenance, which is accomplished through one of two types of provisions in its leases: (i) end of lease return conditions (EOL leases) or (ii) periodic maintenance payment (cash paying lessees).

Under EOL leases, the lessee is obligated to comply with certain return conditions which require the lessee to perform lease end maintenance work or make cash compensation payments at the end of the lease to bring the aircraft into a specified maintenance condition.

When the Company recognises maintenance return components with respect to EOL leases, no depreciation is recorded during the remaining term of the lease and one (or combination) of the following possibilities occur at lease-end: (i) the aircraft is returned at lease expiry in the contractually specified maintenance condition without any cash payment to the Company by the lessee, the maintenance right asset is released and reclassified as an aircraft improvement; (ii) the lessee pays the Company cash compensation at lease expiry in excess of the value of the maintenance return component, the maintenance return component is released and any excess is recognised as end of lease income; or (iii) the lessee pays the Company cash compensation at the end of the lease expiry that is less than the value of the maintenance return component, the cash is applied in the first instance to the maintenance return component.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

2 Material accounting policies (continued)

Aircraft and related components (continued)

Maintenance return components (continued)

The balance of such asset is re-classified as an aircraft improvement. Any aircraft improvements recognised are depreciated over the remaining useful economic life of the aircraft.

Under cash paying leases, the lessee is required to make periodic payments for maintenance based upon usage of the aircraft. When qualifying major maintenance is performed during the lease term, the Company is obligated to under the lease to reimburse the lessee for the costs associated with such maintenance to the extent of cash contributions received. At the end of the lease, the Company is generally entitled to retain any cash receipts in excess of the required reimbursements to the lessee.

When the Company has recorded maintenance return components with respect to cash paying lessees, no depreciation is recorded during the remaining term of the lease and one (or combination) of the following possibilities occur at lease end: (i) the aircraft is returned at lease expiry and no qualified major maintenance has been performed by the lessee since the acquisition date, the maintenance right asset is offset by the amount of the associated maintenance payment liability and any excess liability is recorded as end of lease income; or (ii) the Company has already reimbursed the lessee for the performance of certain qualified major maintenance. Maintenance liabilities that have not been reimbursed to the lessee are applied in the first instance to the maintenance return component and the balance of such asset is reclassified as an aircraft improvement. Any aircraft improvements recognised are depreciated over the remaining useful economic life of the aircraft.

When aircraft are sold, maintenance return component are derecognised from the Statement of Financial Position and are included as part of the gain or loss on disposal recognised in the Statement of Profit or Loss and Other Comprehensive Income.

Maintenance return component assets are assessed at the end of the underlying lease for reclassification to aircraft to write off through the profit or loss depending on the form of the economic benefits received from such assets. The revised aircraft balance is depreciated over the remaining estimated useful economic life of the aircraft. Any end of lease payments are recognised in the Statement of Profit or Loss and Other Comprehensive Income.

Impairment

In accordance with IAS 16-Property Plant and Equipment, the Company's owned aircraft are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of the aircraft may not be recoverable. An impairment review involves consideration as to whether the carrying value of an aircraft is not recoverable. In such circumstances, an impairment charge is recognized as a write-down of the carrying amount of the aircraft to the higher of value in use or its fair value less cost to disposal.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (each aircraft and its related components). An impairment review is carried out when there has been an indication of impairment, usually on the basis of independent market appraisals and indications of significant changes in market demand. Where the recoverable amount of the Aircraft is greater than the carrying value, no impairment is required.

Recoverable amount is the higher of the fair value less costs to sell and value in use. Fair value less costs to sell is the price that would be received to sell an asset in an orderly transaction between market participants less any directly attributable selling costs.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

2 Material accounting policies *(continued)*

Aircraft and related components *(continued)*

Impairment *(continued)*

The fair value of the Aircraft and related components is estimated using average maintenance adjusted current market value ("MACMV") per two independent appraisers which represent the "as is, where is" value of the aircraft. The data received from the two independent appraisers is compared against the online market data of two further appraisers in order to assess whether these valuations, are consistent with market data.

Value in use is the present value of future cash flows discounted using the risk adjusted market rate, applied to contracted lease rentals, assumed future leases (not yet contracted) and estimated ultimate disposal proceeds. The factors considered in estimating the future cash flows are impacted by changes in contracted lease rates, maintenance cashflows as estimated by the appraisers, estimated downtime, discount rate, estimated future base values, remarketing costs, and current market values.

Lease classification

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

To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Company considers certain indicators such as whether the lease is for the major part of the remaining economic life of the asset.

Maintenance provisions

In many aircraft operating lease contracts that the Company holds, the lessee has the obligation to make periodic payments which are calculated with reference to the utilisation of airframes, engines and other major life-limited components during the lease ("supplemental amounts"). In such contracts, upon lessee presentation of invoices evidencing the completion of qualifying work on the aircraft, the Company reimburses the lessee for the work, up to a maximum of the supplemental amounts received with respect to such work.

Amounts not reimbursed are released to Profit or Loss in the Statement of Profit or Loss and Other Comprehensive Income on lease expiry or early lease termination if there are no further amounts to be reimbursed to the lessee. When aircraft are sold the portion of the accrued liability not specifically assigned to the buyer is derecognised from the statement of financial position as part of the gain or loss on disposal of the aircraft.

The maintenance provisions are split between current and non-current liabilities based on the timing of projected future expenditure.

Maintenance costs incurred when an aircraft is off lease, at end of lease or in excess of maintenance deposits received are recognised as an expense in the period incurred.

In other lease contracts that the Company holds, the lessee is required to re-deliver the aircraft in a similar maintenance condition (normal wear and tear accepted) as when accepted under the lease, with reference to major life limited components of the aircraft. To the extent that such components are re delivered in a different condition than at acceptance, there is normally an end-of-lease compensation adjustment for the difference at re-delivery, the Company records end-of-lease compensation adjustments received as part of other income when these are received in cash.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

2 Material accounting policies (continued)

Revenue (lease income)

The Company leases out aircraft under operating leases and records rental income on a straight-line basis over the term of the lease. Rentals received but unearned under the lease agreement are recorded as deferred income within trade and other payables on the Company's Statement of Financial Position until earned.

Leasing revenue consists of rental payments received in exchange for the lease of an aircraft. Operating lease income under fixed and floating rent leases are recorded as revenue on an accrual and straight-line basis, assuming no future change in interest rates after commencement date, over the term of the lease. Differences in revenue on floating rate leases due to changes in interest rates are recognised through an increase or decrease in leasing revenue in the period when the change occurs. The floating rent leases are subject to SOFR rates.

The Company also has head lease agreements in place whereby it sub leases aircraft to its wholly owned subsidiaries, Athena France SAS and Athena Aviation Leasing UK Limited, which lease the aircraft to the lessee in a lease-in-lease-out lease arrangement. A percentage of the revenue billed to the lessee is recharged from the Company to the Subsidiaries.

Lease modifications on an operating lease are accounted for as a new lease from the effective date of the modification. As part of the lease payments for the new lease, it considers any prepaid or accrued lease payments relating to the original lease. Lease income is recognised on a systematic basis that is representative of the pattern in which the benefit of the underlying asset is diminished. A rental deferral which does not result in overall change in the consideration for the lease, is not accounted for as a lease modification. The Company continues to recognise operating lease income on a straight-line basis, which is representative of the pattern in which the Company benefit from use of the underlying asset is diminished.

Security deposits

Security deposits on leased aircraft are generally paid by the lessee on the execution of the lease and are non-refundable during the term of the lease. The amounts are held as a security for the timely and faithful performance by the lessee of its obligations during the lease and are included on the Statement of Financial Position. Security deposits are refundable to the lessees, based on the terms of the various aircraft lease agreements. The deposit may be applied as a financial liability against amounts owing from the lessee for rent or returned to the lessee on the termination of the lease.

Lease and other receivables

Lease and other receivables are recognised initially at transaction price and are subsequently measured at amortised cost using an effective interest rate less any provision for impairment. Lease and other receivables are discounted when the time value of money is considered material.

Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the lease receivable is impaired.

The Company measures loss allowances for lease receivables at an amount equal to lifetime ECLs ("Expected Credit Loss").

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

2 Material accounting policies (continued)

Lessor contributions

At the beginning of each new lease, subsequent to the first lease on a new aircraft, lessor contributions representing contractual obligations on the part of the Company to contribute to the lessee's cost of the next planned major maintenance event, expected to occur during the lease, are established. The Company regularly reviews the level of lessor contributions under current lease contracts and makes adjustments as necessary. When aircraft are sold the portion of the accrued liability not specifically assigned to the buyer is derecognised from the statement of financial position as part of the gain or loss on disposal of the aircraft. Lessor contributions represent a lease incentive and are recorded as a charge against lease rental income over the life of the associated lease.

Financial instruments

Recognition and initial measurement

Lease receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a lease receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A lease receivable without a significant financing component is initially measured at the transaction price.

Classification and subsequent measurement of financial assets

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Financial assets at amortised cost are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Loans and receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition loans and receivables are measured at amortised cost using the effective interest method, less any impairment losses.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

2 Material accounting policies (continued)

Cash and cash equivalents

Cash and cash equivalents are held for the purpose of meeting short-term cash commitments rather than investments which are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. Cash and cash equivalents comprise cash balances and call deposits. Cash and cash equivalents are measured and carried at amortised cost.

Restricted cash

Restricted cash comprises cash held by the company which is ring-fenced or used as security for specific financing arrangements, and to which the company does not have unfettered access. Restricted cash is measured at amortized cost.

Financial Investments

Under IFRS 9 all financial assets not classified as measured at amortised cost or Fair Value through Other Comprehensive Income (“FVOCI”) as described above are measured at Fair Value through Profit or Loss (“FVTPL”). On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Debt and Equity investments issued to Athena 3 as part of settlement agreements with lessors have been recognised at FVTPL.

Classification and subsequent measurement of financial liabilities

Issued financial instruments or their components will be classified as liabilities where the substance of the contractual arrangement results in the Company having a present obligation to either deliver cash or another financial asset to the holder, to exchange financial instruments on terms that are potentially unfavourable or to satisfy the obligation otherwise than by the exchange of a fixed amount of cash for a fixed number of equity shares.

Financial liabilities are initially recognised at fair value, being their issue proceeds (fair value of consideration received) net of transaction costs incurred.

Financial liabilities are subsequently measured at amortised cost, with any difference between the proceeds net of transaction costs and the redemption value recognised in the statement of profit or loss and other comprehensive income using the effective interest method.

The Company derecognises a financial liability when its contractual obligations are discharged, cancelled or expired, or subject to a substantial modification of terms.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

2 Material accounting policies (continued)

Expected credit losses

The Company recognises loss allowances for expected credit losses (ECLs) on financial assets measured at amortised cost after considering security deposits and letters of credit in place. The Company measures loss allowances at an amount equal to lifetime ECL, except for other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition which are measured as 12-month ECL.

Loss allowances for lease receivables and contract assets are always measured at an amount equal to lifetime ECL.

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive).

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery.

Finance income and finance expenses

Finance income comprises interest income on funds invested. Interest income accrues through the statement of profit or loss and other comprehensive income, using the effective interest method.

Finance expenses comprise interest expense on borrowings. All borrowing costs accrue through the statement of profit or loss and other comprehensive income on an effective interest rate basis. The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating the interest expense over the relevant period. The effective interest rate is the rate that exactly discounts the estimated future cash payments or receipts through the expected life of the financial liability to the net carrying amount of the financial liability. The application of the method has the effect of recognising expenses payable on the liability evenly in proportion to the amount outstanding over the period to maturity or repayment.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

2 Material accounting policies (continued)

Taxation

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in Other Comprehensive Income ("OCI").

The Company has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under IAS 37 Provisions, Contingent Liabilities and Contingent Assets.

i. Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends.

Current tax assets and liabilities are offset only if certain criteria are met.

ii. Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Temporary differences in relation to a right-of-use asset and a lease liability for a specific lease are regarded as a net package (the lease) for the purpose of recognising deferred tax.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for the Company. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset only if certain criteria are met.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

2 Material accounting policies (continued)

Trade and other Payables

Trade and other payables are measured initially at Fair value and subsequently at amortised cost.

Loans and borrowings

Loans and borrowings are initially measured at fair value with interest charged on effective interest rate basis over the life of the loan.

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognized as a deduction from retained earnings, net of any tax effects.

Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Fair value hierarchy

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- *Level 1*: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- *Level 2*: 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*: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

2 Material accounting policies (continued)

Adoption of new and revised accounting standards

A brief outline of the IFRSs which were issued by the IASB effective for financial periods beginning on or after 1 January 2025 and which were adopted by the Company in the financial statements is as follows:

- Lack of Exchangeability (Amendments to IAS 21) specify how to assess whether a currency is exchangeable and how to determine a spot exchange rate if it is not – effective 1 January 2025.

The Company has reviewed the initial impact of amendments to the standard and determined that there is no impact on the financial statements as a result of the amendments.

Standards and interpretations issued but not yet adopted

A brief outline of the likely impact on future financial statements of IFRSs which is issued by the IASB but not yet effective and have not been adopted in the financial statements is as follows:

- Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28) – The effective date for this amendment was deferred indefinitely. Early adoption continues to be permitted.
- Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7) – effective 1 January 2026.
- Contracts Referencing Nature-dependent Electricity (Amendments to IFRS 9 and IFRS 7) – effective 1 January 2026.
- Annual improvements to IFRS Accounting Standards (Volume 11) – effective 1 January 2026.
- IFRS 18 Presentation and Disclosure in Financial Statements – effective 1 January 2027.
- IFRS 19 Subsidiaries without Public Accountability: Disclosures – effective 1 January 2027.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

3 Revenue

Revenue represents the following during the year:

| | Year to 31 December 2025 USD | Year to 31 December 2024 USD |
|--------------|---------------------------------------|---------------------------------------|
| Lease income | 11,820,870 | 11,591,872 |

Lease rental is derived mainly from leasing commercial aircraft to various operators around the world. The Company also has two lease-in-lease-out ("LILLO") rental agreements in place whereby the aircraft owned by the Company are subleased through 100% subsidiaries. 99% of the rentals earned by the subsidiaries are returned to the Company. The Company has one floating sub lease where the lease rate is adjusted semi-annually based on six month's SOFR. The distribution of lease rental income by country, based on airline location, is as follows:

| | % | Year to 31 December 2025 USD |
|-----------|------------|---------------------------------------|
| Indonesia | 74 | 8,750,616 |
| Japan | 26 | 3,070,254 |
| | 100 | 11,820,870 |
| | % | Year to 31 December 2024 USD |
| Indonesia | 75 | 8,750,616 |
| Japan | 25 | 2,841,256 |
| | 100 | 11,591,872 |

Three of the Company's lessees contribute 100% of total lease revenue, which are located in Indonesia, 74%, (2024: 75%) and Japan 26% (2024: 25%).

As at 31 December 2025 four aircraft are on lease to three lessees in two countries.

The average remaining period of leases is 7.2 years (2024: 5.8 years.)

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

3 Revenue (continued)

The following is a schedule of contracted future rentals receivable, by year, on operating leases as of 31 December 2025 as amended for changes in the underlying lease agreements up to and including 31 December 2025.

| | 31 December 2025 USD | 31 December 2024 USD |
|------------------------------|----------------------------|----------------------------|
| Due within one year | 11,720,616 | 9,938,616 |
| Between one and two years | 11,720,616 | 8,750,616 |
| Between two and three years | 11,720,616 | 8,750,616 |
| Between three and four years | 11,720,616 | 8,750,616 |
| Between four and five years | 11,601,816 | 8,750,616 |
| Due after five years | <u>19,160,230</u> | <u>23,812,246</u> |
| | <u>77,644,510</u> | <u>68,753,326</u> |

4 Administration expenses

| | Year to to 31 December 2025 USD | Year to to 31 December 2024 USD |
|-----------------------------|--|--|
| Legal and professional fees | 83,132 | 69,470 |
| Other | (4) | - |
| Tax fees | - | <u>1,930</u> |
| | <u>83,128</u> | <u>71,400</u> |

The Company had no employees during the year (2024: \$Nil). The Directors' remuneration is borne by the parent company, Tailwind, for all subsidiaries. Director's fees of \$6,250 (2024: \$6,250) is an estimated allocation of the fee paid by the Company for the qualifying services the Directors provided to the Company during the financial year ended 31 December 2025 and is not included within administration expenses. Certain Directors are paid separately by external third-party providers and do not receive remuneration directly from the Company or Group companies. The portion of this payment that relates to Directorship services is \$4,500 (2024: \$4,500). The parent company bears all cost relating to the audit of the company.

5 Expected credit loss

| | Year to 31 December 2025 USD | Year to 31 December 2024 USD |
|---|---------------------------------------|---------------------------------------|
| Expected credit loss/(reversal) (note 12) | <u>1,374,181</u> | <u>(46,035)</u> |

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

6 Finance expenses

| | Year to 31 December 2025 USD | Year to 31 December 2024 USD |
|----------------------------|---------------------------------------|---------------------------------------|
| Finance income | | |
| Lease interest income | 314,916 | 314,497 |
| Finance expenses | | |
| Amortization of debt costs | 303,737 | 303,737 |
| Intercompany loan interest | <u>4,111,823</u> | <u>4,279,530</u> |
| | <u>4,415,560</u> | <u>4,583,267</u> |

7 Other Expense

| | 31 December 2025 USD | 31 December 2024 USD |
|---|----------------------------|----------------------------|
| Loss on sale of Debt / Equity Instruments | - | <u>(547,041)</u> |
| Total Other Expense | <u>-</u> | <u>(547,041)</u> |

In the prior year the Loss on sale of Debt/Equity instruments came as a result of selling \$1.1 million worth of equity instruments during the year for \$0.5 million.

8 Tax on Profit for the financial year

| | Year to 31 December 2025 USD | Year to 31 December 2024 USD |
|--|---------------------------------------|---------------------------------------|
| (a) Analysis of tax for the year | | |
| <i>Current tax:</i> | | |
| Corporation tax on net profit for the year | - | - |
| Total current tax | - | - |
| <i>Deferred tax:</i> | | |
| Origination and reversal of timing differences | <u>69,029</u> | <u>204,980</u> |
| Total taxation for the year | <u>69,029</u> | <u>204,980</u> |

(b) Factors affecting tax charge for the year

The reconciliation of tax on profit for the financial year at the standard rate of Irish corporation tax to the Company's actual tax charge is analysed as follows:

| | | |
|---|----------------|----------------|
| Profit before tax for the financial year | 554,237 | 1,044,537 |
| Expected tax at 12.5% | 69,279 | 130,567 |
| <i>Effects of:</i> | | |
| Capital allowances | (713,585) | (713,270) |
| Movement in unrecognised deferred tax asset ("DTA") | (250) | 74,413 |
| Non-deductible expenses | <u>713,585</u> | <u>713,270</u> |
| Total tax expense | <u>69,029</u> | <u>204,980</u> |

Athena3 Aviation Leasing Limited

Notes (continued)

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8 Tax on Profit for the financial year (continued)

(c) Circumstances affecting current and future tax charges

Tax is chargeable in future periods unless Company relief is available. To the extent losses are included in the future, these can be carried forward. The corporation tax rate is expected to remain at its current rate of 12.5%.

(d) Current tax

A current tax charge of \$Nil has been recognised in the current financial year and the previous financial year.

(e) Deferred tax

Deferred tax represents the amount of tax recoverable in respect of tax losses available in the current year which are available for carry forward against future taxable profits, temporary timing differences and an excess of capital allowances over accounting depreciation. The Company has recognised a deferred tax liability of \$0.3 million. In the prior year the company recognised a deferred tax liability of \$0.2 million.

The components of the deferred tax assets and liabilities as at 31 December are as follows:

| | 2025 USD | 2024 USD |
|--|--------------------|--------------------|
| Tax adjusted Case I losses | 9,630,714 | 8,009,059 |
| Capital allowances in excess of depreciation | <u>(9,904,723)</u> | <u>(8,214,039)</u> |
| | <u>(274,009)</u> | <u>(204,980)</u> |

(f) BEPS 2.0

Pillar Two tax legislation applicable to the Group became effective for reporting periods beginning on 1 January 2024. Given this, the Group has completed a base erosion and profit shifting (BEPS) assessment and determined that a Pillar Two 'top-up' tax liability does not need to be recognised.

| 9 Investment in subsidiary | 31 December 2025 USD | 31 December 2024 USD |
|----------------------------|----------------------------|----------------------------|
| | Investment in subsidiary | <u>2</u> |

The Company owns 100% of the share capital of Athena France SAS, registered address at 3-5 Rue Saint-Georges, 75009 Paris, France and Athena UK Leasing Limited, registered address at Suite 11 3rd Floor, 11-12 St. James' Square, London, SW1Y4LB, United Kingdom.

Athena3 Aviation Leasing Limited

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| 10 Aircraft and related components | Aircraft USD | Maintenance component USD | Lease component USD | Aircraft USD |
|---|-------------------------|--|------------------------------------|-------------------------|
| Cost | | | | |
| At 1 January 2025 | 115,612,492 | 30,017,454 | 8,243,335 | 153,873,281 |
| Additions | - | - | - | - |
| At 31 December 2025 | 115,612,492 | 30,017,454 | 8,243,335 | 153,873,281 |
| Depreciation/impairment | | | | |
| At 1 January 2025 | 27,923,882 | - | 4,429,150 | 32,353,032 |
| Depreciation charge for the financial year | 5,243,511 | - | 465,169 | 5,708,680 |
| Impairment charge for the financial year | - | - | - | - |
| At 31 December 2025 | 33,167,393 | - | 4,894,319 | 38,061,712 |
| Net book value | 82,445,099 | 30,017,454 | 3,349,016 | 115,811,569 |
| At 31 December 2025 | 82,445,099 | 30,017,454 | 3,349,016 | 115,811,569 |
| In respect of the prior financial period | | | | |
| | Aircraft USD | Maintenance component USD | Lease component USD | Aircraft USD |
| Cost | | | | |
| At 1 January 2024 | 115,612,492 | 30,017,454 | 8,243,335 | 153,873,281 |
| Additions | - | - | - | - |
| At 31 December 2024 | 115,612,492 | 30,017,454 | 8,243,335 | 153,873,281 |
| Depreciation/impairment | | | | |
| At 1 January 2024 | 22,682,892 | - | 3,963,981 | 26,646,873 |
| Depreciation charge for the financial year | 5,240,990 | - | 465,169 | 5,706,159 |
| Impairment charge for the financial year | - | - | - | - |
| At 31 December 2024 | 27,923,882 | - | 4,429,150 | 32,353,032 |
| Net book value | 87,688,610 | 30,017,454 | 3,814,185 | 121,520,249 |
| At 31 December 2024 | 87,688,610 | 30,017,454 | 3,814,185 | 121,520,249 |

Aircraft and related components are assessed for recoverability at each reporting date or whenever events or changes in circumstances indicates that their carrying value may not be recoverable. For the purposes of measuring an impairment loss, the aircraft and related components are tested in line with the policy set out in Note 2.

The following table details the technique used to determine whether an impairment provision is required, as well as the significant inputs used:

Athena3 Aviation Leasing Limited

Notes (continued)

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10 Aircraft and related components (continued)

| Assessment techniques | Significant inputs | Relationship between significant inputs and potential impairment charge |
|---|---|---|
| In considering whether impairment exists the Directors used inputs for current market values from two external independent appraisers to assess current market value and to assess value in use and have estimated future cash flows from the aircraft discounted at a risk adjusted market rate expected to be obtainable as a result of an asset's continued use. | <ul style="list-style-type: none"> -Future lease rates are based on the average of two appraisers as adjusted by the Servicer where necessary. Future base values are based on the average of two external independent appraisers' estimates for these amounts. -Down time between leases and transition costs are based on historical experience observed by the Managing Agent (with input from the Servicer as appropriate). -With respect to AOG, the inputs used reflect the Servicer's best estimate of when the aircraft will be back on lease and their best estimate of the re-lease rate and term. -The timing and the expected cost of maintenance events has been estimated based on the forecasts provided by the independent external maintenance evaluator (with input from the Servicer as appropriate). -Discount rate applied to the portfolio 7% (2024: 7%) | <p>In certain instances, the carrying amount of the aircraft asset would increase/(decrease) if:</p> <ul style="list-style-type: none"> -Lease rates collected were higher/(lower) than currently contracted. -Future lease rates and/or future base values grow more/(less) than expected. -Down time between leases and transition costs are less/(more) than expected. -Maintenance claims were higher/(lower) than expected. -Discount rate was lower/(higher) than applied. |

The average remaining period of leases is 7.2 years (2024: 5.8 years).

Based on this review, an impairment charge of \$Nil (2024: \$Nil) has been recognised within the Statement of Profit or Loss and Other Comprehensive Income.

The recoverable amount of the aircraft assets for which an impairment assessment was carried out was \$88.5 million (2024: \$86.8 million). This consisted of assets whose recoverable amount comprised of the higher of net realisable value of \$88.5 million (2024: \$86.8 million) or value of use of \$81.8 million (2024: \$73.3 million). Value in use was estimated using a discount rate of 7% (2024: 7%) which is also in line with the market rate and deemed appropriate upon portfolio risk assessment. Net realisable value (fair value less cost of disposal) was determined using two external, independent aircraft appraisal firms having appropriate qualifications and experience. The appraisers' estimates were also used in the value in use calculation in determining future base values of the aircraft.

Significant judgement is required when evaluating the inputs into the recoverable amount of the Company's aircraft. Reasonable possible changes at the reporting date to one of the significant inputs, while holding others constant, was considered for the following variables:

- Discount rate applied to rentals +/- 2% or +\$Nil/-\$Nil respectively (2024: +/- 2% or +\$Nil/-\$Nil)
- Discount rate applied to future base values +/- 2% or +\$Nil/-\$Nil respectively (2024: +/- 2% or +\$Nil/-\$Nil)
- Uncontracted future lease rental rates +/- 10% or +\$Nil/-\$Nil respectively (2024: +/- 10% or +\$Nil/-\$Nil)
- Down time +/- 3 month or +\$Nil/-\$Nil respectively (2024: +/- 3 month or +\$Nil/-\$Nil)

The Directors are satisfied that the net book value of the aircraft and related components is appropriate.

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Notes (continued)

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10 Aircraft and related components (continued)

The distribution of aircraft and related components by country is as follows:

| At 31 December 2025 | Aircraft and related components USD | Total % |
|----------------------------|--|--------------------|
| Indonesia | 87,297,322 | 75 |
| Japan | <u>28,514,247</u> | <u>25</u> |
| | <u>115,811,569</u> | <u>100</u> |
| | | |
| At 31 December 2024 | Aircraft and related components USD | Total % |
| Indonesia | 91,505,465 | 75 |
| Japan | <u>30,014,784</u> | <u>25</u> |
| | <u>121,520,249</u> | <u>100</u> |

The remaining life of the aircraft is between 13 and 16 years (2023: 14 and 17 years).

At 31 December 2025 the Company owned four aircraft, all of which were on lease. There were no aircraft held for sale at 31 December 2025 or 31 December 2024.

11 Cash and cash equivalents and restricted cash

| | 31 December 2025 USD | 31 December 2024 USD |
|---------------------------|-------------------------------------|-------------------------------------|
| Cash and cash equivalents | - | - |
| Restricted cash | <u>-</u> | <u>955,389</u> |
| | <u>-</u> | <u>955,389</u> |

The total of \$Nil (2024: \$955,389) cash and cash equivalents at 31 December 2025 were held as restricted cash for specific purposes (i.e. to transfer to the Parent Company's bank account to fund payments per the waterfall) under the terms of the Trust Indenture. The term restricted above represents the obligation of the Company to retain certain cash balances or transfer to the Parent Company to be used to pay through the priority of payments outlined in the Trust Indenture of the Parent Company.

Athena3 Aviation Leasing Limited

Notes (continued)

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12 Lease and other receivables

| Non- Current lease and other receivables | 31 December 2025 USD | 31 December 2024 USD |
|---|-------------------------------------|-------------------------------------|
| Non-current lease receivables | <u>9,296,549</u> | <u>10,356,681</u> |
| Non-current lease receivables | <u>9,296,549</u> | <u>10,356,681</u> |
| | | |
| Current lease and other receivables | 31 December 2025 USD | 31 December 2024 USD |
| Lease receivables | 488,507 | - |
| Prepayments | <u>-</u> | <u>1,333</u> |
| | <u>488,507</u> | <u>1,333</u> |

The Company's Non-current Lease receivables arose as a result of a restructuring agreement with a lessee leasing three aircraft and are due to be paid down from 2026 to 2033. An expected credit loss/reversal of \$1.4 million (2024: \$0.1 million) has been made against the \$12.5 million deferred receivable for a lessee leasing three aircraft.

The Company's lease receivables and other receivables are secured by security deposits of \$2.4 million (2024: \$3.3 million).

The impact of IFRS 9 and the impairment of lease receivables using ECL is outlined in Note 20. An expected credit loss in the amount of \$1.4 million (2024: reversal of \$0.1 million) has been made against lease receivables. The total expected credit loss recognised at year end in the amount of \$4.1 million (2024: \$2.7 million).

Athena3 Aviation Leasing Limited

Notes (continued)

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| | | |
|--|--------------------------|--------------------------|
| 13 Equity | 31 December | 31 December |
| | 2025 | 2024 |
| Share capital | USD | USD |
| <i>Authorised</i> | | |
| 25,000,000 Ordinary shares of USD 1 each | 25,000,000 | 25,000,000 |
| | ===== | ===== |
| <i>Allotted, called up and fully paid</i> | | |
| 1 Ordinary share of USD 1 each | 1 | 1 |
| | ===== | ===== |
| 1 \$1 share of the Company issued and held by Zeus 2 Aviation Limited a 100% subsidiary of Tailwind. | | |
| 14 Capital contribution | 31 December | 31 December |
| | 2025 | 2024 |
| | USD | USD |
| Capital contributions | <u>18,773,623</u> | <u>18,773,623</u> |
| <p>\$6.7 million was a cash contribution and \$12.1 million was a non-cash contribution.</p> | | |
| 15 Trade and other payables | 31 December | 31 December |
| | 2025 | 2024 |
| | USD | USD |
| Deferred income | 741,970 | 1,089,728 |
| Other payables | - | 6,288 |
| Trade and other payables | <u>741,970</u> | <u>1,096,016</u> |
| 16 Loans and borrowings | | |
| Current Loans and borrowings | 31 December | 31 December |
| | 2025 | 2024 |
| | USD | USD |
| Intercompany loan payable | <u>44,253,063</u> | <u>46,967,726</u> |

The Company's Non-current loan payable relates to the Garuda debt/equity notes received from Athena France. The current intercompany loan is repayable on demand. Included within the loan is funding received from Tailwind for the purchase of the aircraft. The loan is split into the following debt classes, Series A, Series B, Series C and Series E with interest charged at the following rates; 4.067%, 5.293%, 7.10% and 9.50% respectively.

Athena3 Aviation Leasing Limited

Notes (continued)

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| 17 Security deposits | 31 December 2025 USD | 31 December 2024 USD |
|--------------------------------------|-------------------------------------|-------------------------------------|
| Opening balance | 3,325,160 | 3,325,160 |
| On acquisition of aircraft | - | - |
| Deposit offset | <u>(950,000)</u> | <u>-</u> |
| At 31 December | <u>2,375,160</u> | <u>3,325,160</u> |
| Non-current security deposits | 2,375,160 | 1,625,160 |
| Current Security Deposits | - | 1,700,000 |
| Total security deposits | <u>2,375,160</u> | <u>3,325,160</u> |

Security deposits of \$2.4 million at 31 December 2025 (2024: \$3.3 million) are held by the Company as security obligations in accordance with the terms of certain leases. Security deposits are classified based on the maturity of the underlying lease.

| 18 Maintenance provisions | 31 December 2025 USD | 31 December 2024 USD |
|--|-------------------------------------|-------------------------------------|
| Opening balance | 60,967,971 | 54,523,454 |
| Maintenance payments received | 8,352,865 | 7,809,982 |
| Maintenance claims paid | <u>(12,125,420)</u> | <u>(1,365,465)</u> |
| At 31 December | <u>57,195,416</u> | <u>60,967,971</u> |
| Current maintenance provisions liabilities | 5,003,027 | 17,742,298 |
| Non-current maintenance provisions liabilities | <u>52,192,389</u> | <u>43,225,673</u> |
| Total maintenance provisions liabilities | <u>57,195,416</u> | <u>60,967,971</u> |

Maintenance Provisions represent the maintenance amounts paid by the lessees as per the individual lease agreements. The lessor reimburses the lessee for all maintenance payments made by way of reducing the liability. At the end of the lease, any excess maintenance is released to income. The Company also holds Maintenance letters of credit in the amount of \$Nil.

19 Related party transactions

The Company considers the Board of Directors and Airborne as related parties.

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any Director of that entity. Key management personnel for the Company are the Board of Directors. The Directors did not receive compensation for acting as Directors to the Company during the period. Director's fees of \$6,250 (2024: \$6,250) is an estimated allocation of the fee paid by the Company for the qualifying services the Directors provided to the Company during the financial year ended 31 December 2025 and is not included within administration expenses. Certain Directors are paid separately by external third party providers and do not receive remuneration directly from the Company or Group companies. The portion of this payment that relates to Directorship services is \$4,500 (2024: \$4,500).

Airborne act as Servicer to the Companies within the Group and also holds investment in the Group.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

19 Related party transactions (continued)

The Company also considers the other Companies which are owned by Tailwind as related parties. The following are the Companies within the Tailwind Group:

| | | |
|------------------------------------|----------------|-----------------------------|
| Tailwind 2019-1 Limited | Cayman Islands | Aircraft Leasing |
| Zeus 2 Aviation Limited | Ireland | Aircraft Leasing |
| Tailwind 2019-1 USA LLC | USA | Aircraft Leasing |
| Rosette Aviation DAC | Ireland | Letter of credit management |
| Athena1 Aviation Leasing Limited | Ireland | Aircraft Leasing |
| Athena2 Aviation Leasing Limited | Ireland | Aircraft Leasing |
| Athena3 Aviation Leasing Limited | Ireland | Aircraft Leasing |
| Athena5 Aviation Leasing Limited | Ireland | Aircraft Leasing |
| Athena France SAS | France | Aircraft Leasing |
| Athena Aviation Leasing UK Limited | UK | Aircraft Leasing |

Tailwind issued an E-Note and considers the following as a related party:

| | | |
|-------------------------|----------------|-----------------|
| Helios Aviation Limited | Cayman Islands | Ultimate parent |
|-------------------------|----------------|-----------------|

20 Financial instruments and risk management

The Directors have overall responsibility for the establishment and oversight of the Company's risk management framework.

Risk management processes incorporate the regular and continuing analysis of trading operations and performance and the monitoring of capital adequacy and asset valuations. This note seeks to further describe the key business and financial instrument risks faced by the Company and the policies and procedures used to mitigate these risks.

The Company's activities expose it to various types of risk that are associated with the financial instruments and markets in which it invests. The most significant types of financial risk to which the Company is exposed are credit risk, interest rate, currency risk and liquidity risk.

The nature and extent of the financial instruments outstanding at the reporting date and the risk management policies employed by the Company are discussed below.

The Company has exposure to the following risks:

- Credit risk
- Concentration risk
- Market risk
- Currency risk
- Interest rate risk
- Liquidity risk
- Operational risk
- Asset risk
- Technical, maintenance and environmental risk
- Public liability risk
- Russia/Ukraine war

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

20 Financial instruments and risk management (continued)

(a) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's receivables from customers. The carrying amounts of financial assets and contract assets represent the maximum credit exposure.

The Company operates as a lessor to airline companies. The airline industry is cyclical, economically sensitive and highly competitive. A key determinant of the Company's success and its ability to manage its exposure to credit risk is the ability of its airline-lessee customers to react to and to cope with the competitive environments in which they operate. If a customer experiences financial difficulty this may result in defaults or the early termination of leases. The Directors mitigate this risk by putting in place appropriate settlement conditions in the event of default or early termination of a lease by the lessee, and/or collecting cash security from the lessee.

The Company's exposure to credit risk arising from its leasing arrangements with its airline customers is influenced by the strategic, financing and operating characteristics of each airline-lessee customer. The Board, with input from the Servicer, considers these characteristics and other factors that may affect the credit risk of its airline-lessee customer base including risk associated with the country, countries and/or geographic regions in which they operate.

The Company leases two aircraft to two subsidiary companies which operate as a lessor to airline companies. The airline industry is cyclical, economically sensitive and highly competitive. A key determinant of the Company's success and its ability to manage its exposure to credit risk is the ability of its airline-lessee customers to react to and to cope with the competitive environments in which they operate. If a customer experiences financial difficulty this may result in defaults or the early termination of leases. 99% of the rents are returned to the Company and 100% of the supplemental rents therefore the Company bears the credit risk of the lease. The Directors mitigate this risk by putting in place appropriate settlement conditions in the event of default or early termination of a lease by the lessee, and/or collecting cash security from the lessee. The servicer analyses and assess the creditworthiness of existing and new airline-lessee customers of the Company. This analysis includes consideration of external ratings (where available), financial statements, industry and other information. The Company manages the creditworthiness of its airline-lessee customers by collecting security deposits and letters of credit of varying amounts as appropriate.

None of the lessees who leased aircraft from the Company went bankrupt or entered into administration (or similar arrangements) during the year or since period end.

The Group manages its exposure to credit risk by placing cash with recognised financial institution. The Standard and Poor credit ratings of the counterparties are as follows:

| | 31 December 2025 | 31 December 2024 |
|--------------|---------------------|---------------------|
| CITIBANK N.A | | |
| Short term | A-2 | A-1 |
| Long term | A+ | A+ |

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

20 Financial instruments and risk management (continued)

(a) Credit risk (continued)

The carrying amount of financial assets represents the Company's maximum credit exposure as follows:

| | 31 December 2025 USD | 31 December 2024 USD |
|-----------------------------|----------------------------|----------------------------|
| Financial assets | | |
| Lease and other receivables | 9,785,056 | 10,356,681 |
| Restricted cash | <u>-</u> | <u>955,389</u> |
| At 31 December | <u>9,785,056</u> | <u>11,312,070</u> |

The lease receivables at 31 December 2025 were due from airline-lessee customers of the Company. The Company's lease receivables are secured by cash security deposits in the amount of \$2.3 million (2024: \$3.3m). The table below shows the exposure to credit risk for lease receivables, net of security deposits, by country (prior to and after the application of expected credit loss provisions).

| | Lease receivables prior to ECL 31 Dec 25 USD | % | Lease receivables after ECL 31-Dec-25 USD | % |
|-----------|--|------------|---|------------|
| Indonesia | <u>12,424,607</u> | <u>100</u> | <u>8,302,064</u> | <u>100</u> |
| | Lease receivables prior to ECL 31 Dec 24 USD | % | Lease receivables after ECL 31-Dec-24 USD | % |
| Indonesia | <u>12,424,607</u> | <u>100</u> | <u>9,676,245</u> | <u>100</u> |

Expected Credit Losses for airline-lessee customers:

The Company with input from the servicer and managing agent assigns a credit rating to each airline-lessee customer that it has determined to be predictive of the risk of loss (having considered collateral arrangements (security deposits & letter of credit), external ratings (where available), financial result & position of the airline-lessee customer (based on audited and/or managed accounts where available) and the experienced credit judgment of the servicer. Credit ratings are determined using both qualitative and quantitative factors including but not limited to EBITDAR margin of lessees, liquidity to revenues, debt to capital ratios, market position of the airline, level of support available to the airline, market competition, that are indicative of the risk of default. The table below shows the exposure to credit loss as at 31 December 2025. No material credit loss has been provided for lessees which have deferral agreements in place and are paying in line with those agreements.

Athena3 Aviation Leasing Limited

Notes (continued)

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20 Financial instruments and risk management (continued)

(a) Credit risk (continued)

One lessee was deemed to be a high risk with a high credit rating risk attached. The prior year ECL also remains in place.

Credits are rated between one and ten, one being low risk, ten being highest risk with credit ratings assigned between 10% and 100% respectively. An expected credit loss has been assigned as follows:

31 December 2025

| Credit Rating | Weighted Average loss rate | Gross Carrying Amount | Security Deposit | Expected Credit Loss |
|---------------|----------------------------|-----------------------|------------------|----------------------|
| 10 | 37.5% | 12,424,607 | 1,431,160 | 4,122,543 |

The table below sets out the movement in the allowance for impairment of amounts due from airline-lessee customers.

| | 31-Dec-25 USD | 31-Dec-24 USD |
|----------------------------------|------------------|------------------|
| Opening balance | 2,748,362 | 2,794,397 |
| Amounts provided for | - | - |
| Re-measurement of loss allowance | <u>1,374,181</u> | <u>(46,035)</u> |
| Balance at 31-Dec | <u>4,122,543</u> | <u>2,748,362</u> |

(b) Concentration risk

Concentration risk is the risk that a high percentage of aircraft are on lease to a single lessee or region resulting in the returns on aircraft being less diverse and more correlated. The Group mitigates its exposure to this risk by adhering to the concentration limits under the terms of the Trust Indenture.

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Company's income or the value of its holding of financial instruments.

The Company is highly dependent upon the continuing financial strength of the commercial airline industry. A significant deterioration in this sector could adversely affect the Company through a reduced demand for aircraft and/or reduced market rates, higher incidences of lessee default and aircraft on the ground all of which may require that the carrying value of the aircraft to be materially reduced. Interest rate risk and foreign exchange risk are managed through matching lease and debt payment profiles where possible.

(d) Interest rate risk

The Company manages its exposure to interest rate risk by fixing the rate of interest on its financial liabilities (Intercompany loan interest).

The Company's exposure to interest rate risk as at 31 December 2025 not significant given the interest rates are fixed.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

20 Financial instruments and risk management (continued)

(e) Currency risk

The principal assets and liabilities of the Company are denominated in USD, which is the functional currency of the Companies within the Company. Therefore, the Company has limited currency risk exposure.

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company manages its exposure to currency risk by effectively matching its foreign currency assets and liabilities.

The Company's exposure to currency risk as at 31 December 2025 is not significant.

(f) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations that are settled by delivering cash or another financial asset. The Company's objective when managing liquidity risk is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or damaging the Company's reputation.

The Company expects to have sufficient liquidity available for a period of at least 12 months from the date of approval of these financial statements to enable it to meet all of its financial obligations that if not met would give rise to significant operational difficulties for the Company (e.g. payment of maintenance claims to airline-lessee customers).

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted.

| 31 December 2025 | Carrying amount USD | Contractual Cash flows USD | Less than one year USD | One to five years USD | Over five years USD |
|--------------------------|--------------------------------|---|---------------------------------------|--------------------------------------|------------------------------------|
| Trade and other payables | 741,970 | 741,970 | 741,970 | - | - |
| Loans and borrowings* | 51,962,546 | 51,962,546 | 47,790,109 | 4,172,437 | - |
| Security deposit** | 2,375,160 | 2,375,160 | - | - | 2,375,160 |
| | <u>55,079,676</u> | <u>55,079,676</u> | <u>48,532,079</u> | <u>4,172,437</u> | <u>2,375,160</u> |
| | ===== | ===== | ===== | ===== | ===== |
| 31 December 2024 | | | | | |
| | Carrying amount USD | Contractual Cash flows USD | Less than one year USD | One to five years USD | Over five years USD |
| Trade and other payables | 1,096,016 | 1,096,016 | 1,096,016 | - | - |
| Loans and borrowings* | 59,626,662 | 59,626,662 | 49,442,452 | 10,184,210 | - |
| Security deposit** | 3,325,160 | 3,325,160 | 1,700,000 | - | 1,625,160 |
| | <u>64,047,838</u> | <u>64,047,838</u> | <u>52,238,468</u> | <u>10,184,210</u> | <u>1,625,160</u> |
| | ===== | ===== | ===== | ===== | ===== |

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

20 Financial instruments and risk management (continued)

(f) Liquidity risk (continued)

* Whilst the loans and borrowings are repayable on demand, there is a letter of support in place with the Parent Company to the effect that this will not be called upon until there are insufficient resources available to make payments.

** Security deposits are classified based on the maturity of the underlying lease.

(g) Operational risk

Operational risk is the risk of indirect or direct loss arising from a wide variety of causes associated with the Company's operations. The Company's objective is to manage operational risk and does so primarily by outsourcing all servicing and administration functions to the servicer and the corporate service provider.

The Company was incorporated with the purpose of engaging in those activities outlined in the Directors' Report. All servicer and administrative functions are outsourced to Airborne and Fexco, respectively.

(h) Asset risk

Asset risk is the risk of deterioration in the underlying value of the aircraft. The Directors mitigate the risk by collecting maintenance provisions from the lessees. The Directors have employed personnel with appropriate experience of the industry to manage fleet and remarket or sell aircraft as required in order to reduce this risk.

During the year the Company recognised an impairment loss in the amount of \$Nil (2024: \$Nil).

Significant judgement is required when evaluating the inputs into the recoverable amount of the Company's aircraft.

(i) Technical, maintenance and environmental risk

Technical, maintenance and environmental risk is the risk that a lessee undertakes responsibility for ensuring that the aircraft complies with current environmental, technical and maintenance regulations and statutory obligations as applicable. The Directors monitor these risks in conjunction with Airborne under a servicing agreement.

(j) Public liability risk

Public liability risk is the risk that a lessee is responsible for ensuring that the aircraft has adequate insurance cover, and the Directors have put appropriate monitoring systems in place, through the servicing agreement, to ensure that the lessee remains compliant.

(k) Impact of Russia/Ukraine War

The current situation in Ukraine continues to have a detrimental impact on the industry and the world economy. The Directors continue to review the profile of their assets and have noted that there are no aircraft leased to airlines operating in Russia or Belarus. They are also not aware of any of their aircraft operating in routes which would in-volve them entering the airspace of Russia or Belarus. The Directors continue to actively monitor the situation.

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

21 Fair value estimation

Under IFRS 13 Fair Value Measurement, the fair value of a financial asset and liability is the amount at which it could be exchanged in an arm's length transaction between informed and willing parties, other than in a forced sale or liquidation. The carrying value of cash and cash equivalents, restricted cash balances, lease receivables and trade payables are assumed to approximate their fair values. The Company measures fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements:

- *Level 1*: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- *Level 2*: 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*: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The financial instruments not measured at fair value through profit or loss are financial assets and financial liabilities whose carrying amounts approximate fair value.

The Financial Instruments that were not measured at fair value as at 31 December 2025 are as follows:

| | Level 1 USD | Level 2 USD | Level 3 USD | Total USD | Carrying value USD |
|------------------------------|----------------|-------------------|----------------|-------------------|-----------------------|
| Financial assets | | | | | |
| Lease and other receivable | - | <u>9,785,056</u> | - | <u>9,785,056</u> | <u>9,785,056</u> |
| | - | <u>9,785,056</u> | - | <u>9,785,056</u> | <u>9,785,056</u> |
| Financial liabilities | | | | | |
| Trade and other payables | - | 741,970 | - | 741,970 | 741,970 |
| Loans and borrowings | - | 44,253,063 | - | 44,253,063 | 44,253,063 |
| Security deposit | - | <u>2,375,160</u> | - | <u>2,375,160</u> | <u>2,375,160</u> |
| | - | <u>47,370,193</u> | - | <u>47,370,193</u> | <u>47,370,193</u> |

The Financial Instruments that were not measured at fair value as at 31 December 2024 are as follows:

| | Level 1 USD | Level 2 USD | Level 3 USD | Total USD | Carrying value USD |
|------------------------------|----------------|-------------------|----------------|-------------------|-----------------------|
| Financial assets | | | | | |
| Restricted cash | - | 955,389 | - | 955,389 | 955,389 |
| Lease and other receivable | - | <u>10,358,014</u> | - | <u>10,358,014</u> | <u>10,358,014</u> |
| | - | <u>11,313,403</u> | - | <u>11,313,403</u> | <u>11,313,403</u> |
| Financial liabilities | | | | | |
| Trade and other payables | - | 1,096,016 | - | 1,096,016 | 1,096,016 |
| Loans and borrowings | - | 46,967,726 | - | 46,967,726 | 46,967,726 |
| Security deposit | - | <u>3,325,160</u> | - | <u>3,325,160</u> | <u>3,325,160</u> |
| | - | <u>51,388,902</u> | - | <u>51,388,902</u> | <u>51,388,902</u> |

Athena3 Aviation Leasing Limited

Notes (continued)

forming part of the financial statements

22 Subsequent events

There have been no significant events subsequent to the financial year end that would require adjustment or disclosure in these financial statements.

23 Commitments and contingencies

The Company has no long-term contracts other than those with their service providers and lessees. The Company has no capital commitments or contingent liabilities.

Foreign taxation

The international character of the Company's operations may expose the Company to taxation in certain countries. The position is kept under continuous review and provision would be made for known liabilities where it is probable that such liabilities will crystallise.

24 Approval of financial statements

The financial statements were approved and authorised for issue by the Board of Directors on 30 March 2026.