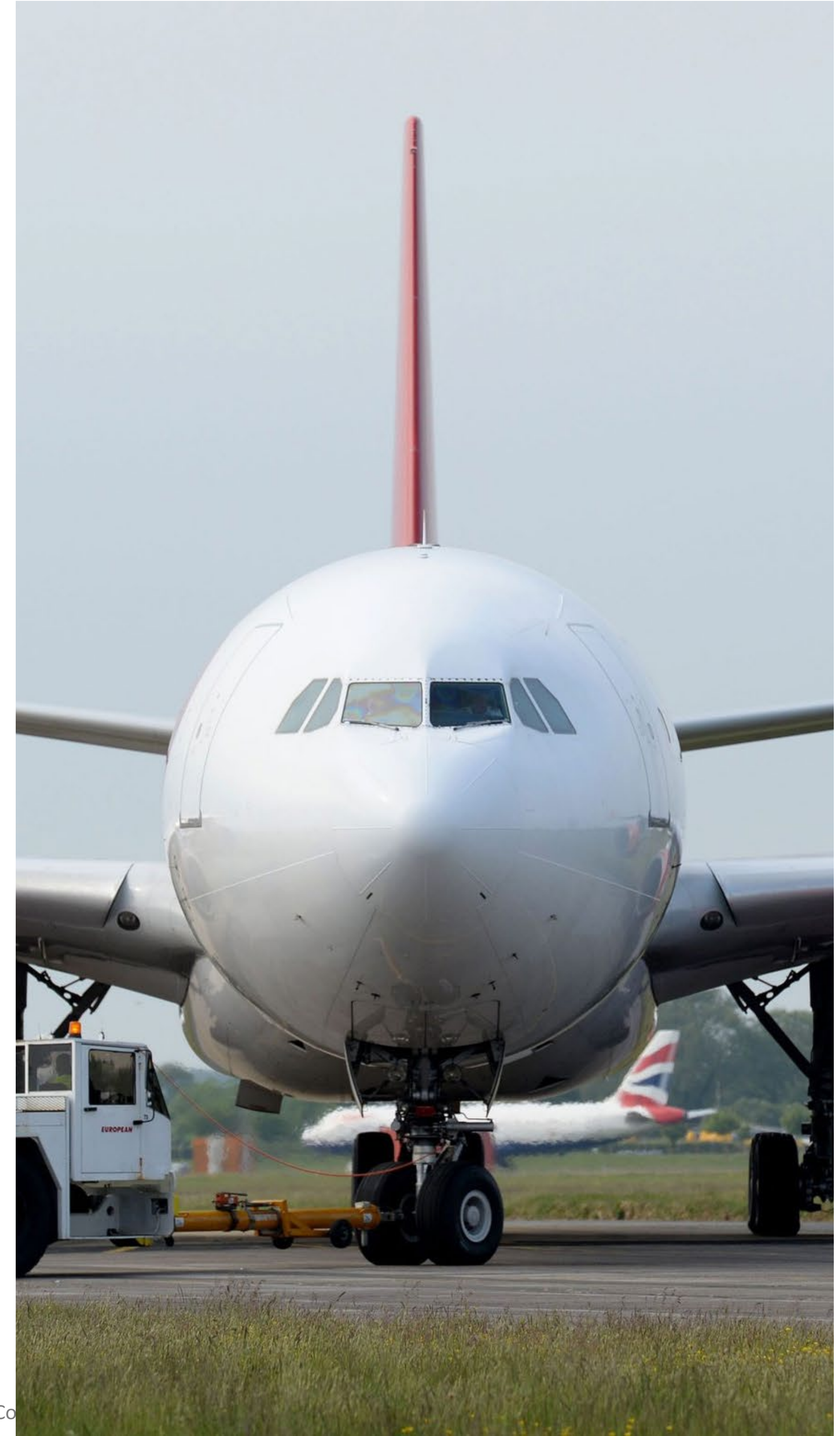
PRIORITY | 1



Q1 2025 Investor Update

Priority 1 Issuer Logistics DAC

30th May 2025

PRIORITY | 1

Key Milestones

Enhanced Aircraft Leasing Team

P1 hired a premier aircraft leasing team led by Dermot Manifold bringing deep OEM & MRO relationships. They will focus initially on standing up and converting the existing fleet.

Tier 1 Maintenance Slots for 8 Aircraft

The group has scheduled all aircraft with top tier MROs, embedded on-sight quality control managers and improved supply chains to support bringing aircraft to service.

Focus on Eastbound Load Factors

Eastbound trading within the Priority 1 group has commenced with multiple flights containing perishable products. The group has signed a Heads of Terms with a key supplier and looks to build throughput in Q2

Stronger ECL Governance

David Martin assumed Board Chair of ECL. Other developments include new CFO for ECL, sale of engines at substantially higher values and integration of sales across businesses.

Management Overview

The first quarter of 2025 has been the first full operational quarter of Priority 1 Issuer Logistics DAC ("P1"). Since completing the $230mm financing on 19th November 2024, P1 has successfully integrated the existing standalone operations, and implemented changes to deliver growth and operational efficiency throughout the group. European Cargo Limited (ECL) drove most of the revenues ($37.4m) and costs for the business. In a year-on-year comparison ECL grew rotations 134% along with Block hours of 114% compared to the same period of 2024.

Q1 flying remained lighter than Q4 2024 in line with the market. We took advantage of seasonal lulls to push through maintenance on operating aircraft maximizing later availability. Maintenance delays effecting aircraft 4 and 5 remain as previously briefed but will return to service during peak season. Q1 Revenues increased 119% year-over-year, representing a year-over-year capacity growth of 67%.

P1 Leasing (P1L) has initiated multiple discussions with lessors, OEMs and aircraft financing organizations to support ECL's fleet renewal plan as well as win third-party lease management mandates for large portfolios of aircraft, currently no reflected in financial models.

During the period, P1 has continued to transit a small number of perishables on unoccupied eastbound flying as we build out network capabilities in this vertical. We anticipate that this effort will accelerate as we return aircraft to our operating fleet and, in anticipation of that, we have signed an LOI with a large UK-Based food and perishable processing company whereby we anticipate having exclusive rights to brand, market and sell their products to buyers throughout China. In addition to this, management has been exploring incorporating other perishable destinations, such as the Gulf Region and North America into our current route planning.

*Interim results based off period of 19 November to 31 December 2024 unless otherwise stated

PRIORITY | 1

Financial Performance

UNAUDITED

Interim Financial Results –Period ending 31 Mar 2025

Revenue

Total revenue for the group for Quarter 1 totaled $37.4m which was right on budget and represented an 80% increase from the prior period albeit that was a shortened reporting period. The majority of this was the increase in block hours and rotations compared to the previous period, reflecting an increased demand with block hours increasing to 2,936 (+80%). Further growth was curtailed because of the seasonality impact in the period due to the Chinese New Year and consumer demand within Europe.

The revenue contribution of Perishable Center Nord (PCN) although minimal, declined as expected and will not look to grow until fuel pricing at Evenes Airport comes in line with the other airports in Norway which is now expected by 1 July.

Explained in part by, ECL's full Q1 revenue increased 119% YOY, generating $20.3m more revenue for the quarter. Aircraft availability, aircraft utilization, and increased rotations drove top line revenue and in line with management's quarterly expectations.

Gross Profit

Gross profit amounted to $10.3m for the period, an increase of $3.6m from the previous period. This increase is driven from the increased rotations although offset somewhat by a higher-than-expected net fuel price.

For ECL there was an increase of $6.8m in the year-on-year gross profit quarter performance, representing a 201% increase from Quarter 1 2024 (+750 basis points).

EBITDA

Q1 EBITDA came in at ($2.4m) due to the organizational costs, storage of aircraft and increased line maintenance capital expenditure.

P1L has already contributed significantly driving improvement in overall operations and is expected to be a surplus in the next reporting period.

ECL vs Prior Year

ECL's EBITDA for Quarter 1 was negative at ($1.7m) which is an improvement of $2.6m vs. the prior year period .

The stronger Gross Profit Performance is offset by additional operating costs, predominately flight crew and other flight operations resources required to deliver the additional block hours and rotations, as well as additional insurance costs for additional operational aircraft.

Fig 1. ECL Year on Year comparison

$000's	Q1 -25	Q1 -24	$ Delta	% Delta
Revenue	37,303	17,033	20,270	119%
Cost of Sales	(27,059)	(13,635)	(13,425)	(98%)
Gross Profit	10,243	3,398	6,846	**201%**
Gross Profit %	27.5%	19.9%	7.5%	
Operating Costs	(11,950)	(7,688)	(4,262)	(55%)
EBITDA	(1,706)	(4,290)	2,584	**60%**

***Quarter 4 results based off period of 19 November to 31 December 2024 unless otherwise stated**

Financial Performance

PRIORITY | 1

UNAUDITED

Interim Financial Results –Period ending 31 Mar 25

Extraordinary Items

There were no extraordinary items to report in this period.

Financial Items

During the period financial items amounted to net expenses of $8.3m. The majority of which is related to the accrued interest on the bond which was paid on 19 May 2025. Foreign exchange losses of $0.5m also contributed in the period.

Taxation

At this time there is no expectation to pay any material tax due to the carried forward losses at both ECL and PCN.

Fixed Assets

The increase in fixed assets is related to the capital expenditure spent on aircraft assets going through heavy maintenance checks which totaled more than $5m in the period.

Depreciation

Accounting policy in relation to depreciation may be updated pending any market value adjustments and expected life of the assets are clearly identified given availability of engines and spares.

Goodwill

Goodwill has been revalued to $96.2m, however as the FY24 audit is still progressing this is subject to change, as aircraft valuations are confirmed.

Cash Flow

During the period, the net cash flows from operating activities totaled ($6.4m) primarily driven by the overall loss in the period from operations and the purchase of inventory in advance of additional operational aircraft entering service.

Negative cash flow from investing activities of ($5.5m) is directly related to the capital expenditure for the aircraft assets

Working Capital

Working capital is highly influenced by the timing of payments from customers and invoicing and payments to our suppliers. Movements in the period are in line with expectations with the biggest impact being the addition of inventory for future maintenance events.

*Interim results based off period of 19 November to 31 December 2024 unless otherwise stated

Income Statement

PRIORITY 1 ISSUER LOGISTICS DAC AND SUBSIDIARIES

PRIORITY | 1

UNAUDITED

Interim Financial Results – Period ending 31 Mar 25

	From 01-Jan-25 to 31-Mar-25 USD '000
Revenue	37,389
Cost of sales	(27,059)
Gross profit	**10,330**
Operating expenses	(16,306)
Loss from operating activities	**(5,976)**
Finance income	(231)
Finance expense	(8,324)
	(8,555)
Loss before taxation	**(14,531)**
Taxation	-
Loss during the financial period	**(14,531)**

*Interim results based off period of 01 January to 31 March 2025 unless otherwise stated

PRIORITY | 1

UNAUDITED

Interim Financial Results – Period ending 31 Mar 25

Balance Sheet

PRIORITY 1 ISSUER LOGISTICS DAC AND SUBSIDIARIES

Non-current assets	USD '000
Intangible assets	
Development costs	2,606
Goodwill	93,552
	96,158
Tangible assets	
Aircraft and engines	78,022
Right of use assets	3,418
Other tangible assets	1,461
	82,901
Total non-current assets	**179,059**
Current assets	
Cash and cash equivalents	
Cash at bank	37,744
	37,744
Trade and other receivables	
Trade receivables	1,662
Amounts owed by group undertakings	1,704
Other receivables	969
	4,335
Inventories	
Spares and components	8,482
	8,482
Prepayments and other assets	
Prepayments	2,936
Other assets	-
	2,936
Total current assets	**53,497**
TOTAL ASSETS	232,556

Non-current liabilities	USD '000
Loans and borrowings	
Secured bonds	230,000
Capitalised issue costs	(11,872)
	218,128
Trade and other creditors	
Lease liabilities	3,625
	3,625
Current liabilities	
Trade and other creditors	
Amounts owed to group undertakings	80
Interest payable on secured bonds	10,647
Other creditors	1,286
Tax payables	(12)
Trade creditors and accruals	16,418
Unearned revenue	7,000
	35,419
TOTAL LIABILITIES	**257,172**
Equity attributable to equity holders	
Capital contributions	8
Foreign exchange reserves	47
Retained earnings	(24,671)
TOTAL EQUITY	**(24,616)**
TOTAL LIABILITIES AND EQUITY	232,556

*Interim results based off period of 01 January to 31 March 2025 unless otherwise stated

Cash Flow

PRIORITY 1

UNAUDITED

Interim Financial Results – Period ending 31 Mar 25

PRIORITY 1 ISSUER LOGISTICS DAC AND SUBSIDIARIES

	31-Mar-25 USD '000
Loss before taxation	**(14,531)**
Adjustments for:	
Depreciation	3,161
Amortisation	441
Interest expense on bonds	7,259
Interest expense on lease liabilities	114
Issue cost amortisation	891
Other interest	58
Operating profit before working capital changes	**(2,607)**
Increase in trade and other receivables	(585)
Increase in inventories	(2,398)
Decrease in trade and other payables	(772)
Cash generated from operations	(3,755)
Net cash flows from operating activities	**(6,362)**

Cash flows from investing activities	
Acquisition of tangible assets	(5,426)
Acquisition of other intangible assets	(127)
Net cash flows from investing activities	**(5,553)**
Cash flows from financing activities	
Transaction costs paid	3
Net cash flows from financing activities	3
Net decrease in cash and cash equivalents	(11,912)
Foreign exchange	80
Cash and cash equivalents at the beginning of the period	49,576
Cash and cash equivalents at 31 December	37,744

*Interim results based off period of 01 January to 31 March 2025 unless otherwise stated

Reporting Calendar

PRIORITY | 1

2025

May 2025

Delivery of Bi-Annual Appraisals

Q1 Update & Investor Call

Investor call set for:
10:00AM EST Wednesday, June 4th, 2025
Details on our investor website:
investors.priority1holdings.com

Jun 2025

Audited 2024 Accounts available

Aug 2025

Q2 Update & Investor Call

Nov 2025

Delivery of Bi-Annual Appraisals
Q3 Update & Investor Call

Apr 2026

2025 Update & Investor call

Audited 2025 Accounts available

May 2026

Delivery of Bi-Annual Appraisals
Q126 Update & Investor Call

2026

PRIORITY | 1

Thank you

E-mail

ir@priority1.group

Website

investors.priority1holdings.com