

Earnings Release | Q1 2025 May 12, 2025





Who we are

Leading company in oil and gas asset integrity, ensuring long-term environmental sustainability

For 47 years, we have been a Brazilian company developing subsea solutions for the oil and gas market, ensuring long-term environmental sustainability.

We operate in prevention, contingency, and engineering to mitigate environmental risks of our clients' activities and to extend the lifespan of their assets.

Our services include inspection, intervention, and monitoring of subsea structures through comprehensive solutions for the oil and gas and renewable energy industries, serving maritime construction and supporting major projects in ports and hydroelectric power plants.

We also provide services to companies in other sectors, such as telecommunications and mining.

To meet diverse subsea engineering needs, we offer 17 vessels and 55 ROVs, including 13 Work Class ROVs capable of reaching depths of up to 3,000 meters.

We are Oceânica, a company that combines environmental and social responsibility with excellence in offshore services.



Q1 2025 Highlights



R\$ 420.5 million

Net revenue

83% higher than in Q1 2024



1 new project

New contracts signed with Petrobras: Pull-in and Winches rental



55 ROVs

42 Observation ROVs and 13 Work Class ROVs



R\$ 191.8 million

Adjusted EBITDA

310% higher than in Q1 2024



R\$ 9.2 billion

Backlog



Commencement of operations

SDSV SUB XII and SUB XVIII (Hull Inspection) contracts have begun operations



R\$ 36.7 million

Net income

Overcoming a R\$ 49.3 million net loss in Q1 2024



40 contracts

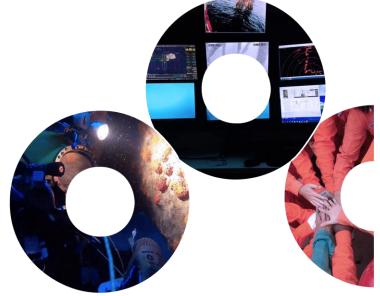
Number of active contracts with Petrobras



17 vessels

Operational fleet









Message from Management

In accordance with regulatory requirements, the Management of Oceânica Engenharia e Consultoria S.A., a leading company in maintaining the integrity of oil and gas assets in the Brazilian market, is pleased to present the Management Report and the Quarterly Information for the period ended March 31, 2025, prepared in accordance with accounting practices adopted in Brazil and international financial reporting standards (IFRS) issued by the International Accounting Standards Board (IASB).

Our results have continued to recover since September 2024, with strong numbers in the first quarter of 2025. Net revenue reached R\$ 420.5 million, an 83% increase compared to 1Q24, and adjusted EBITDA was R\$ 191.8 million, with a 46% margin, 310% higher than in 1Q24 and 49% higher compared to 4Q24. Annualizing our 1Q25 EBITDA would result in R\$ 767.2 million, with a 3.2 financial leverage, further confirming the recovery trajectory we initiated last year.

The positive performance in 1Q25 was primarily driven by the engineering contracts results, with the commencement of SUB XVIII in Hull Inspection in February and the return of operations of Pression Equalization with SUB VI in March; the return of SUB XI operations after an unscheduled maintenance during 4Q24; SUB X continued to operate at high standards; and operational performance improved across other contracts.

Although we reported strong results in 1Q25, they do not yet fully reflect the potential of our entire backlog. Notably, three vessels (Oceanicasub XIV, Oceanicasub XV, and Oceanicasub XVII, the last one acquired in January 2025) are currently being mobilized for their respective contracts, while a fourth vessel (Oceanicasub XVI) is scheduled to be chartered by the end of 2025 to fulfill its contract.

In the commercial sphere, we signed a new project with Petrobras in 1Q25, adding two new contracts to our backlog: Pull-in and Winches rental in the total amount of R\$ 167 million. Our total backlog now stands at R\$ 9.2 billion, with 40 active contracts with Petrobras.

Our fleet currently comprises 17 operational vessels, 55 remotely operated vehicles (ROVs), including 13 Work Class ROVs, as well as diving systems and specialized tools, which enable us to deliver our services.

As of 1Q25, our workforce comprised 2,287 employees, our most valuable assets. To enhance and empower our team members, we provided ongoing training and workshops across various departments; implemented a critical operational procedure review program to ensure safety and quality; resumed our employee engagement survey to identify areas of strength and improvement in the work environment; and introduced a comprehensive onboarding program for new hires, focusing on our core values and promoting a strong Oceânica culture.

We remain committed to good governance and transparency, and are elaborating our third annual Sustainability Report, expected to be published in the second half of this year.

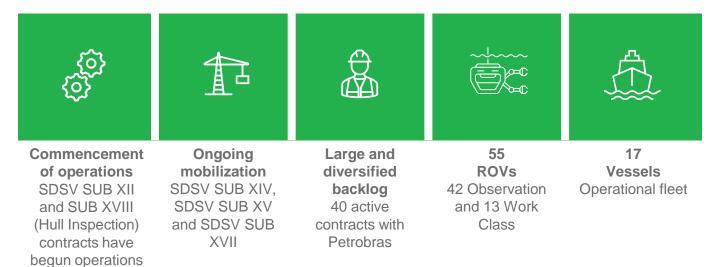
These initiatives are aligned with our strategic growth and social impact plan, which is grounded in our vision to maintain our position as Brazil's leading subsea services provider and forefront developer of innovative subsea solutions in the energy sector.



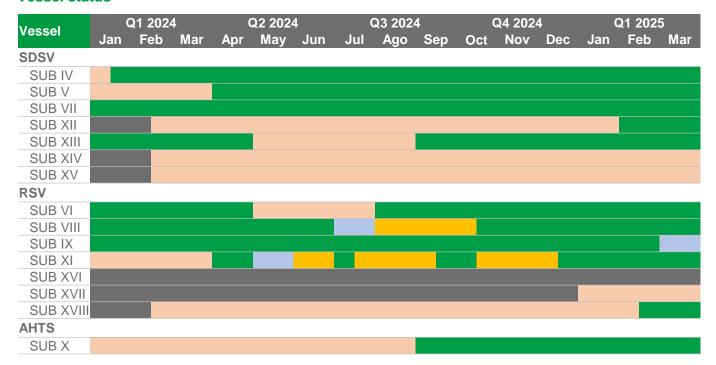


Operational information

Q1 2025 Highlights



Vessel status*



Operational performance

Our operational recovery, which started in September, continued to improve in 1Q25, with net revenue reaching R\$ 420.5 million, 83% higher than 1Q24. The success of engineering contracts results, the return of SUB XI and the high performance of SUB X drove this growth. Following the successful completion of most mobilizations, including Oceanicasub XII and Oceanicasub XVIII in February 2025, we have only three remaining mobilizations (Oceanicasub XIV, XV, and XVII). We anticipate the recovery started in September 2024 to continue and strengthen throughout 2025.

Regarding the ongoing mobilizations, Oceanicasub XIV and XV are scheduled to commence operations in 2Q25, and Oceanicasub XVII in 4Q25.

^{*} Table of vessels with long-term contracts with Petrobras



Mobilization
Docking
Unscheduled maintenance

Financial information

Q1 2025 Highlights



Net revenue of R\$ 420.5 million, 83% higher than in 1Q 2024



Gross income of R\$ 155.2 million, 559% higher than in 1Q 2024



Adjusted EBITDA of R\$ 191.8 million, 310% higher than in 1Q 2024



Net income of R\$ 36.7 million, against net loss of R\$ 49.3 in 1Q 2024



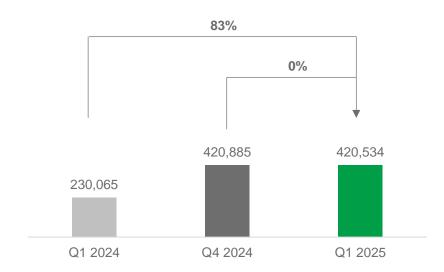
Backlog of R\$ 9.2 billion

In R\$ thousands	Q1 2025 (A)	Q1 2024 (B)	(A)/(B)
Gross revenue	472,170	259,043	82%
Deductions from revenue	(51,637)	(28,979)	78%
Net revenue	420,533	230,065	83%
Cost of services and sales	(265,319)	(206,523)	28%
Gross income	155,214	23,542	559%
Gross margin	37%	10%	
Operating / revenue (expenses)			
Administrative expenses	(28,131)	(19,211)	46%
Other operating expenses	(13,037)	(12,126)	8%
EBIT	114,046	(7,795)	
Depreciation	37,687	33,601	21%
Prepaid expenses amortization	27,913	10,326	170%
EBITDA	179,646	36,132	397%
Adjustments	12,144	10,639	14%
Adjusted EBITDA	191,790	46,771	310%
EBITDA Margin	46%	20%	
Financial income (costs)			
Financial income	217,248	4,418	4817%
Financial expenses	(295,286)	(71,590)	312%
Earnings before taxes	36,008	(74,967)	
Income tax and social contribution	644	25,669	-97%
Net income	36,651	(49,298)	
Net margin	9%	-21%	



In R\$ thousands

Net revenue



The R\$ 190.5 million increase in Q1 2025 net revenue compared to Q1 2024 was driven by the engineering contracts results, with the commencement of SUB XVIII in Hull Inspection in February and the return of operations of Pression Equalization with SUB VI in March; the return of SUB XI operations after an unscheduled maintenance during 4Q24; SUB X continued to operate at high standards; and operational performance improved across other contracts. The net revenue reported in Q1 2025, 94% of it derived from Petrobras contracts.

Costs and Expenses



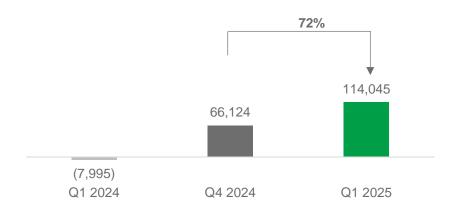
The R\$ 68.6 million increase in Q1 2025 costs and expenses compared to Q1 2024 is primarily due to the commencement of operations of new contracts throughout 2024 and in Q1 2025, notably the Hull Inspection and SDSV SUB V contracts in 2024, and SDSV SUB XII contract and SUB XVIII in Hull Inspection in 2025. As new vessels become operational, their costs cease being capitalized to prepaid expenses and transition to expense recognition.

The R\$ 48.3 million decrease Q1 2025 costs and expenses compared to Q4 2024 is primarily due to the ramping in operations of the vessels that began their contracts in Q3 2024 and Q4 2024. As vessels achieve their run-rate performance, the costs associated with their maintenance and other operational adjustments tend to decrease.



In R\$ thousands

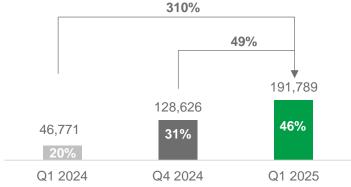
EBIT



EBIT reached R\$ 114.0 million in Q1 2025 with an 27% margin, R\$ 121.8 million higher than Q1 2024 and R\$ 47.9 million higher compared to Q4 2024.

	Q1 2025 (A)	Q1 2024 (B)	(A)/(B)
EBIT	114,046	(7,795)	-1563%
Depreciation	37,687	33,601	12%
Prepaid expenses amortization	27,913	10,326	170%
EBITDA	179,646	36,132	397%
Adjustments	12,144	10,639	14%
Adjusted EBITDA	191,790	46,771	310%

Adjusted EBITDA



The R\$ 145.0 million increase in adjusted EBITDA in Q1 2025 compared to Q1 2024 is primarily attributed to the commencement of operations of five vessels in 2024 that continued operating in 2025: Oceanicasub V, Oceanicasub VI, Oceanicasub XI, Oceanicasub X, and Oceanicasub XIII. Specifically, Oceanicasub V began operating in April, Oceanicasub VI and Oceanicasub XIII began working on the Hull Inspection contract in July and August, respectively, while Oceanicasub X started operations in August, due to the IBAMA server strike, and Oceanicasub XI commenced in March. These new contracts offset the conclusion of two lump sum contracts in 2024 (Hibernation and Plug and Abandonment) that contributed to Q1 2024 results.

Compared to Q4 2024, adjusted EBITDA increased by R\$ 63.2 million in Q1 2025, due to operational optimization and engineering contracts results.

To provide clarity on our adjusted EBITDA, we have excluded the amortization of prepaid expenses, which represents a non-cash charge in our profit and loss statement, as these expenses were previously recognized in our balance sheet during contracts mobilization phase and now are being amortized after operation phase begins. This adjustment, following a thorough review with independent auditors in accordance with CVM Resolution 156, aims to present a clearer view of our cash generation capabilities.



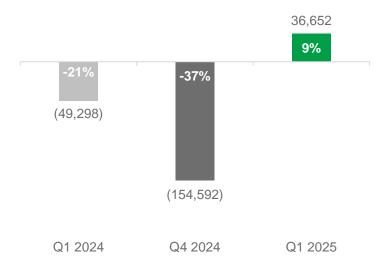
In R\$ thousands

Financial result

	Q1 2025 (A)	Q1 2024 (B)	(A)/(B)
Financial income	217,248	4,418	4817%
Income from investments	91,042	101	90374%
Interest income	703	138	409%
Foreign exchange gain	113,893	4,179	2625%
Derivatives income	11,610	-	
Financial expenses	(295,285)	(71,590)	-312%
Interest expenses	(181,744)	(59,089)	-208%
Banking fees	(6,275)	(2,235)	-181%
Lease financing expenses	(588)	(1,694)	65%
Foreign exchange loss	(106,297)	(6,577)	-1516%
Derivatives expenses	(195)	(721)	73%
Other financial expenses	(187)	(1,274)	85%
Net financial result	(78,038)	(67,172)	16%

The Q1 2025 financial result was negative at R\$ 78.0 million, compared to a negative result of R\$ 67.2 million in Q1 2024. The Q1 2025 result was primarily impacted by the Company's senior secured notes issued in October 2024, whose proceeds were primarily used to prepay a significant portion of our outstanding debt, including four debenture issuances.

Net income (loss)



A net income of R\$ 36.7 million was reported in Q1 2025, R\$ 85.9 million higher than the value recorded in Q1 2024 (net loss of R\$ 49.3 million). Compared to Q4 2024, net income was higher in R\$ 191.2 million.



Indebtedness and Leverage

In R\$ thousands	Annualized Q1 2025	LTM Q1 2025	2024	(B)/(C)
	(A)	(B)	(C)	
Gross bank debt	5,022,507	5,022,507	5,135,088	-2%
Lease payables	18,825	18,825	22,227	-15%
Total gross debt	5,041,332	5,041,332	5,157,315	-2%
Cash	270,423	270,423	203,778	33%
Financial investments	2,293,505	2,293,505	2,381,099	-4%
Derivatives	(13,991)	(13,991)	67,356	
Net debt	2,491,395	2,491,395	2,505,082	-1%
Adjusted EBITDA	767,157	453,057	308,038	
Net debt / EBTIDA	3.2	5.5	8.1	

The internalization of the bond issued by our subsidiary Oceanica LUX was structured through the issuance of an exchange debenture. This transaction allowed us to receive the cash proceeds from the bond, while the debt associated with the bond remained recorded on the subsidiary's books. As a result, the company's gross debt appears to be doubled, reflecting both the subsidiary's debt and the parent company's debt. However, it is important to note that this doubling does not impact the company's net debt.



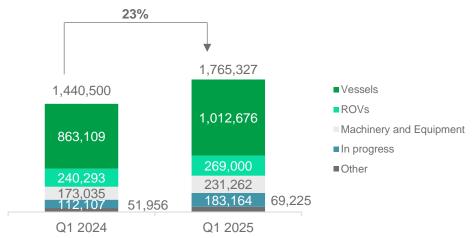
	Number of contracts	Average daily rate*	Backlog	Term
SDSV (charter + service)	12	379	2,821,354	until 2028
RSV (charter + service)	12	396	3,091,627	until 2028
AHTS (charter + service)	4	442	1,182,717	until 2029
Contingency	2	177	521,714	until 2028
Lump Sum Contracts	4	395	1,326,599	until 2027
Other	6	64	249,409	until 2028
Total	40		9,193,420	

^{*} Average daily rate in Mar 25 (with contractual adjustment when applicable) – R\$ thousands



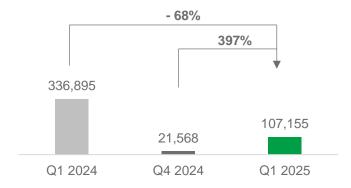
In R\$ thousands

Property, plant and equipment



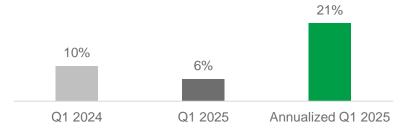
The R\$ 324.8 million increase in the fixed assets balance in Q1 2025 compared to Q1 2024 is primarily due to the acquisition of vessels, ROVs, and other equipment for new projects.

CAPEX



In Q1 2024, our R\$ 336.9 million CAPEX investment was primarily allocated to expand our fleet, with the purchase of four new vessels (Oceanicasub XII, Oceanicasub XIV, Oceanicasub XV, and Oceanicasub XVIII). In Q1 2025, the main investment was the purchase of Oceanicasub XVII.

ROIC



The Company achieved a ROIC of 6% in Q1 2025, compared to 10% in Q1 2024. This decrease is primarily due to the increase in invested capital, resulting from the funding rounds completed in 2023 and 2024, notably the third and fourth debentures issuances, totaling R\$ 445 million and R\$ 500 million, respectively. These funding rounds enabled the Company to invest in vessels and ROVs for new contracts which began operations in the second half of 2023, throughout 2024 and continue in 2025. The decrease in ROIC is because a significant portion of these assets acquired over the past few years did not generate a full year of NOPAT in the LTM Q1 2025.



Reconciliation of adjusted EBITDAIn R\$ thousands

	Q1 2025	Q1 2024	(A)/(B)	
	(A)	(B)	(^)/(0)	
Net income	36,652	(49,298)	-174%	
Income Tax and Social Contribution	(644)	(25,669)	-97%	
Profit before tax	36,008	(74,967)	-148%	
Financial result	78,038	67,172	16%	
Depreciation	37,687	33,601	12%	
Prepaid expenses amortization	27,913	10,326	170%	
EBITDA	179,646	36,132	397%	
Adjustments				
Contractual fines	12,144	16,491	-26%	
Gain/Loss on asset disposal	-	(5,852)		
Provision of allowance for bad debts	-	-		
Insurance recoveries	-	-		
Adjusted EBITDA	191,790	46,771	310%	

Calculation of ROIC

In R\$ thousands

	Annualized Q1 2025	LTM Q1 2025	Q1 2024	(B)/(C)
	(A)	(B)	(C)	
EBIT	826,670	206,667	197,176	5%
Adjustments	40,761	40,761	52,183	-22%
Adjusted NOPAT	572,504	163,303	164,577	-1%
Gross debt	2,747,827	2,747,827	1,652,605	66%
Equity	(45,006)	(45,006)	79,127	
Invested capital	2,702,821	2,702,821	1,731,732	56%
ROIC	21%	6%	10%	



Consolidated Statement of Financial Position

In R\$ thousands

In R\$ thousands				
	03/31/2025	12/31/2024		
Asset				
Current				
Cash and Cash Equivalents	270,423	203,778		
Restricted Financial Investments	11	11		
Net Accounts Receivable	268,145	122,539		
Inventory	43,072	39,403		
Advances to Suppliers	3,153	5,788		
Taxes Recoverable	135,124	124,643		
Contractual Retention	13,489	19,145		
Derivatives	-	92,957		
Prepaid Expenses	138,004	134,790		
Other Current Assets	4,810	5,057		
Total Current Assets	876,231	748,111		
Noncurrent				
Restricted Financial Investments	2,293,494	2,381,088		
Prepaid Expenses	238,883	224,643		
Judicial Deposits	353	319		
Deferred Income Tax and Social Contribution	143,979	194,706		
Contractual Retention	24,490	21,001		
Right of use	15,415	17,397		
Property, Plant and Equipment (PPE)	1,765,327	1,694,690		
Intangible Assets	1,804	2,263		
Total Noncurrent Assets	4,483,745	4,536,107		
Total assets	5,359,976	5,284,218		
Liability				
Current				
Suppliers	133,270	125,439		
Lease Payable	8,848	10,523		
Loans and Financing	535,392	343,629		
Payroll and related charges	101,513	66,838		
Taxes and Contributions Payable	44,873	24,963		
Contractual Penalties	58,247	52,566		
Tax Installments	2,063	2,063		
Derivatives	13,991	25,601		
Total Current Liabilities	898,197	651,622		
Noncurrent				
Suppliers	3,744	4,306		
Provision for Contingencies	965	1,005		
Lease Payable	9,977	11,704		
Loans and Financing	4,487,115	4,791,459		
Tax Installments	4,984	5,499		
Total Noncurrent Liabilities	4,506,785	4,813,973		
Equity				
Share Capital	57,671	57,671		
Other comprehensive results	99,719	-		
Net Income	(239,048)	(239,048)		
Total Equity	36,652	-		
Total Equity	(45,006)	(181,377)		
Total Liabilities and Equity	5,359,976	5,284,218		



Cash Flow

In R\$ thousands

36,008 27,913	(74,967)
27,913	(74,967)
	10,326
7,838	-
35,704	28,737
1,983	4,864
941	-
· · · · · · · · · · · · · · · · · · ·	59,089
588	1,694
(7,596)	2,398
	721
(40)	102
-	(5,851)
273,473	27,113
(145,606)	(11,362)
(3,669)	(2,751)
	(3,379)
· · · · · · · · · · · · · · · · · · ·	(11,507)
2,166	(3,644)
	(22)
. ,	(36,304)
246	(2,260)
-	15,978
(4.244)	(49,806)
	(9,595)
	(6,360)
	11,429
	(282)
` '	(538)
	(52,996)
	(1,694)
110,436	(137,980)
97.504	200
	380
	(336,747)
` '	(148)
(19,561)	(336,515)
	611,993
(2,511)	(2,591)
(193,677)	(330,632)
87,517	-
150,458	278,770
241,333	(195,725)
203,778	212,929
(174,688)	-
270,423	17,204
241,333	(195,725)
	1 1 71 1 1 / 11
	181,744 588 (7,596) (11,610) (40) 273,473 (145,606) (3,669) 2,635 (10,149) 2,166 (35) (45,367) 246 (4,244) 34,675 19,910 5,681 (516) 195 (18,371) (588) 110,436 87,594 (107,133) (22) (19,561) 259,129 (2,511) (193,677) 87,517 150,458 203,778 (174,688)





ESG information

Q1 2025 Highlights





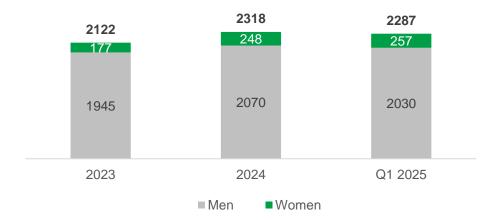


ROV Trainee Beginning of class 6

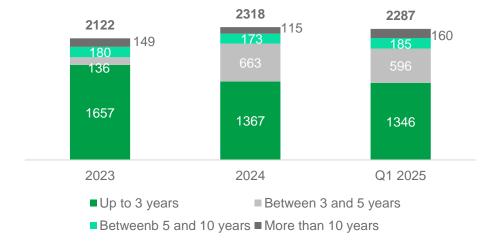
Science
Days
Participating with
a booth

Performance Management
Cycle
New employee
cycle started

Employees profile



Time of service







Executive Board Statement

Pursuant to article 25 (VI) of CVM Directive 480/09, the officers hereby represent they have reviewed, discussed and accepted the opinions expressed in the Independent 'Report and the Quarterly Information for the period ended March 31, 2025.

Relations with the Independent Auditors

Pursuant to CVM Directive 381/03, we inform that Ernst & Young Auditores Independentes S.S. was engaged to provide independent auditing services for our Financial Statement in accordance with the accounting practices adopted in Brazil and International Financial Reporting Standards (IFRS).

We represent that in the period ended March 31, 2025, Ernst & Young did not provide us with any other services that could impair their professional independence.

Glossary of terms

AHTS: Anchor Handling and Tug Supply (a vessel that can act as a tugboat, handle anchors and transport supplies)

DP2: Dynamic Positioning 2

NDT: Non-Destructive Testing

FPSO: Floating Production Storage and Offloading

LPG: Liquefied Petroleum Gas

IMR: Inspection, Maintenance and Repairs

ROV: Remotely Operated Vehicle

RSV: Remotely Support Vessel

SDSV: Shallow Dive Support Vessel

TO: Ocean Terminals



