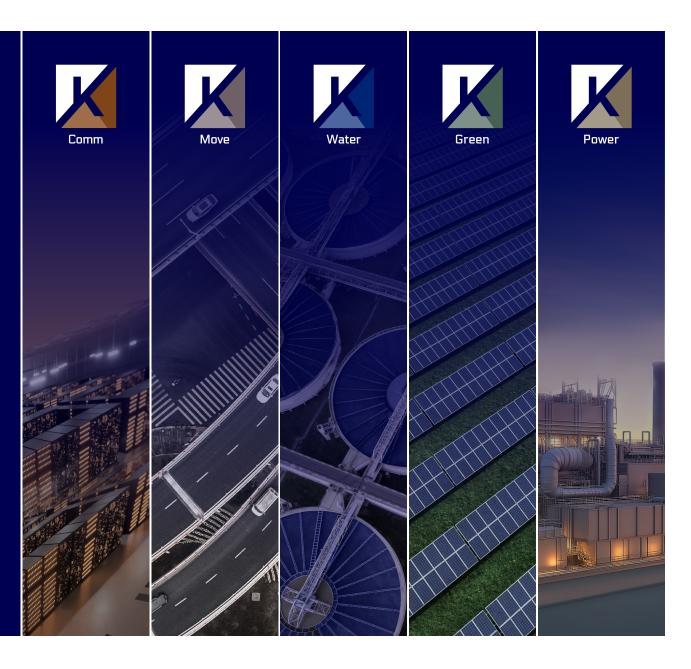
### Keystone Infra Ltd.

### 2024 Financial Reports





## Legal Disclaimer

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Furthermore, this presentation includes information based, among other things, on the Company's plans, objectives, estimates, and forecasts, which should be treated with caution. The information presented in the presentation is based on information included by the Company in its prospectus, annual report for 2024, and its immediate and periodic reports. However, additional data that is non-material, including data presented differently in characterization, editing, or segmentation relative to the data published to the public, may be included in the presentation. It should be noted that some of the data in this presentation is unaudited or reviewed.

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This presentation, including the information contained in slides 3, 6, 9 13, 17-19, 21, 24, 26, and 32-33, among others, contains forward-looking information as defined in the Securities Law, 1968 ("Securities Law"). Such information includes, among other things, forecasts, objectives, estimates, and various projections, including information presented through illustrations, graphs, or tables relating to future events or matters, the realization of which is uncertain and not within the control of the Company. Such information is based on the Company's subjective assessment or on public data that the Company has not independently verified and therefore is not responsible for their accuracy. Additionally, some of the information is based on economic models or valuations prepared by external consultants or internal models prepared by the Company and/or its portfolio companies, which include, among other things, assumptions regarding expected electricity rates, changes in the Consumer Price Index, exchange rates (USD/EUR), interest rates, gas prices, the volume of public transportation traffic, success in tenders, market shares, efficiency plans, and business development, debt refinancing, and distribution, among others.

Moreover, regarding cash inflows forecasts - it is possible that some of the expected cash inflows from certain investments will be retained to finance growth and business development, and it is further possible that the timing of cash distributions from portfolio companies may vary. Additionally, distributions from portfolio companies are subject to, among other things, distribution analysis under law and board decisions in each company. It should be clarified that the forecast does not include investments that may be required, to the extent required, in the Company's holdings. In light of the above, the Company cannot assess or guarantee that the expected cash inflows from the Company's investments will be as described in the forecast, and therefore the forecast does not constitute any commitment by the Company to meet it or any representation by the Company.

The realization or non-realization of the forward-looking information mentioned above will be influenced, among other things, by factors that cannot be assessed in advance and are not within the Company's control, and therefore there is no certainty that they will materialize, and they may materialize differently, even significantly, from how they are presented in this presentation.

Additionally, the Company's intentions regarding dividend distributions are based on facts and data known to the Company as of this date and on the Company's current expectations and assessments regarding future developments in the Company's investments and activities. The realization of the Company's assessments is not certain as they are subject to external influences that cannot be assessed in advance, including a case where any of the Company's investments lose value significantly, thereby reducing the distributable profits, or where the Company's investments yield cash flows significantly lower than the Company's estimates, among others.

Given the current uncertainty regarding the development of the war, its scope, duration, and impacts, the Company's management cannot assess the future impact of the war on the Company's operational results, financial condition, cash flows, and financial stability, or on the entities it holds.

Additionally, the presentation may include data and assessments based on external sources that were not independently verified by the Company, and therefore the Company is not responsible for their accuracy, even if it believes them to be reasonable.

### **Keystone by the Numbers**



Approx. NIS **3.7** billion Total Assets<sup>1</sup> Approx. NIS **3000** million Avg. Annual Cash Inflows Forecast from cash-generating assets until 2032<sup>2</sup>





Approx. **36% LTV**<sup>5</sup> A/A+ Rating; Company/Bonds Approx. NIS 260 million Entrepreneurs' Investment

1. Investment Assets amount is based on financial statements as of December 31, 2024, including additional investment in Egged Partnership in February 2025 of approximately NIS 585 million.

2. Forward-looking information; see slide 2.

- 3. Yield calculation based on distributions made in 2024 relative to average share price in 2024.
- 4. Cash yield on weighted invested assets over the last 12 months cash flow income divided by weighted invested assets over the period according to financial statements.

5. LTV calculated based on assets and financial debt as of December 31, 2024, plus debt raises of approximately NIS 339 million (Series B bonds expansion and credit facility utilization) and investment in Egged Partnership of approximately NIS 585 million completed in February 2025. LTV as of December 31, 2024 - 24%.



### 2024: Creating a Strong Foundation for Accelerated Growth

#### **Developed Strategic Plan**

Established Leadership Team for Specialized Platform Strategy

#### **Strategic Growth Initiatives**

**Transportation Sector:** Exercised option in Egged Launched specialized real estate subsidiary

**Energy:** Provided funding for "Sorek" tender for future development<sup>1</sup>

**Communication:** Expanded business development

#### Strengthened Financial Structure

Raised NIS 450 million in bonds in 2024 and in Feb. 2025

**Optimized debt structure** 

**Reduced interest expenses by 23%** 

#### Leveraging Business Strength in a Challenging Landscape

Cash Inflows exceeded 2024's forecast

**Asset value growth** despite market challenges

> **Improved IRR** over previous year

Revenue and EBITDA growth in most assets (compared to previous year)



### A Momentous Start to 2025

#### Strategy in Action: Growth, Value Enhancement, and Global Expansion



#### Strategic development and initiation

**K Power** Development of existing assets, initiation and M&A **K Comm** in the data center sector and **K Move** Egged in the real estate sector



#### Continued expansion in the railway sector

**K Move** Egged: Winning the tender to operate the Green and Purple Lines



#### **Expanding local operations**

**K Move** Egged: Winning the Golan Heights tender and launching Phase 2 of Derech Egged



#### **Expanding operations abroad**

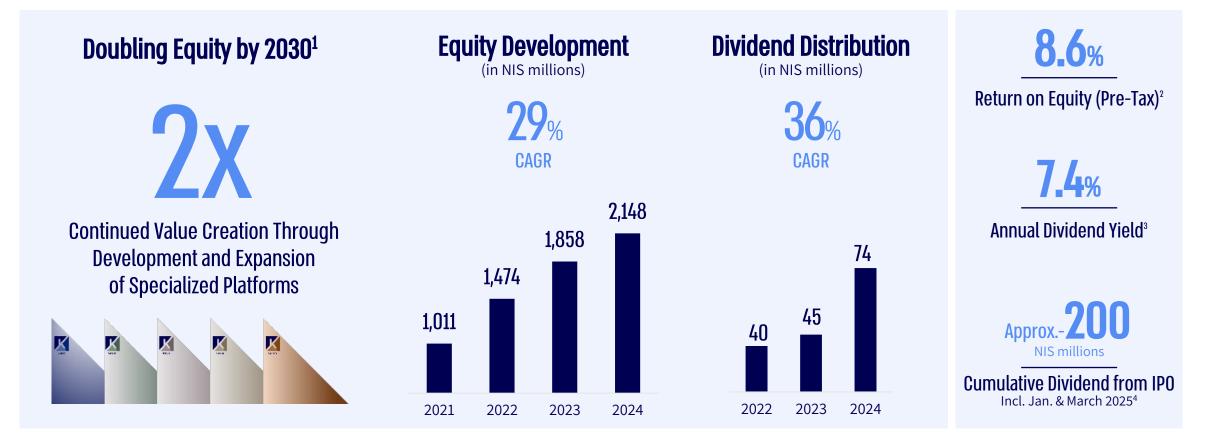
**K Move** Egged: Winning an additional tender in the Netherlands **K Green** Sunflower: Acquisition agreement for solar portfolio in Poland





# **Double-Digit Growth in Equity and Dividends**

Additional Dividend of NIS ~20 Million Declared in March 2025



1. This slide contains forward-looking information. See slide 2.

2. Pre-tax weighted return on equity calculated as pre-tax profit divided by weighted equity (equity net of deferred taxes, weighted over the period based on the financial report as of December 31, 2024).

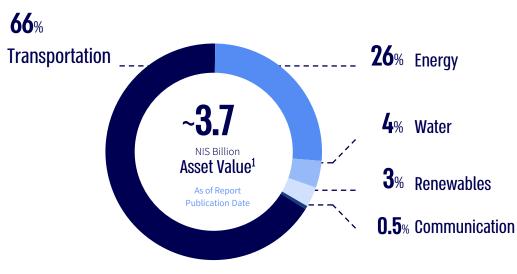
3. Return calculation is based on the 2024 dividend distributions presented above and relative to the average share price in 2024.

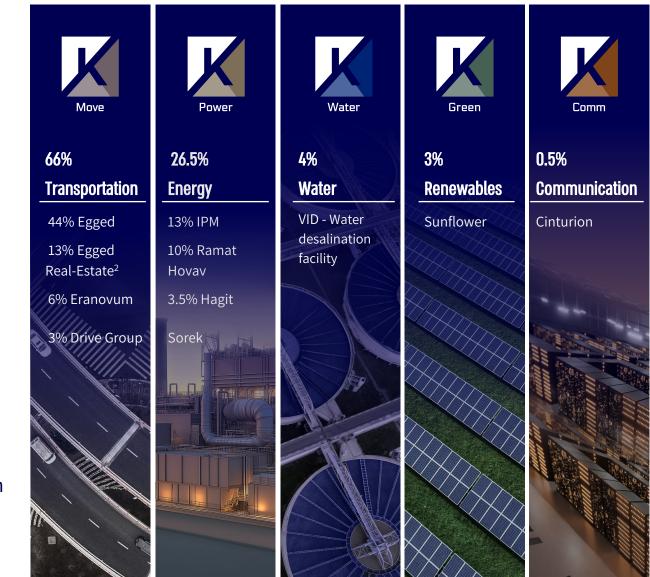
4. Cumulative dividend includes distribution of approximately NIS 19.7 million in January 2025 and, a dividend declared in the amount of approximately NIS 20 million on March 26, 2024, concurrent with the report approval.



### **Business Segments**

Management of Specialized Infrastructure Platforms in Core Demand Areas



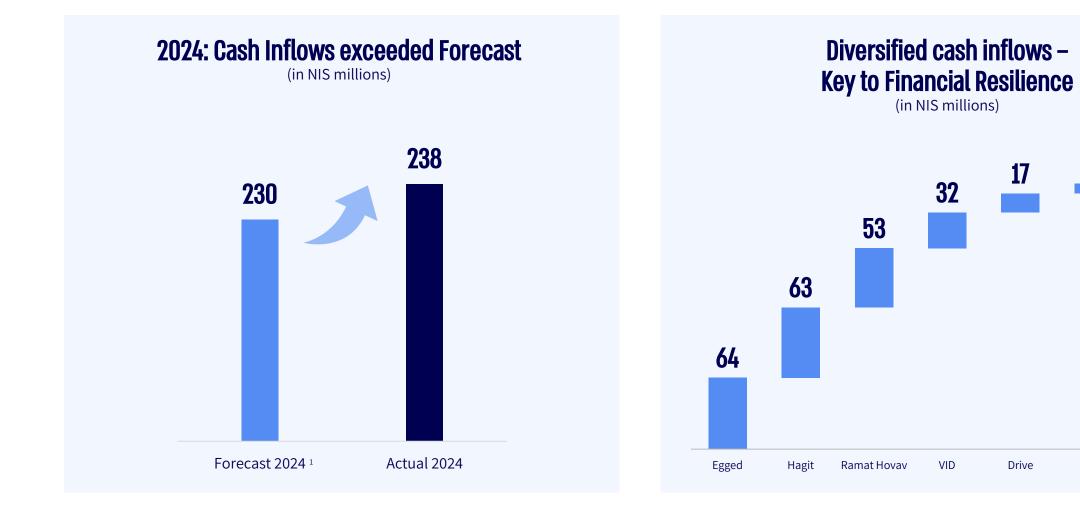


1. Based on financial statements as of December 31, 2024, including additional investment in Egged partnership in February 2025 of approximately NIS 585 million.

2. Estimated portion of real estate value owned by Egged, according to the value of real estate owned by Egged (gross) relative to Egged's total value.



### **Cash Inflows**



2024

238

9

IPM

# **90**% of assets Provide Predictable Cash Inflows<sup>1</sup>

Approx. NIS

Forecast <sup>2,3</sup>

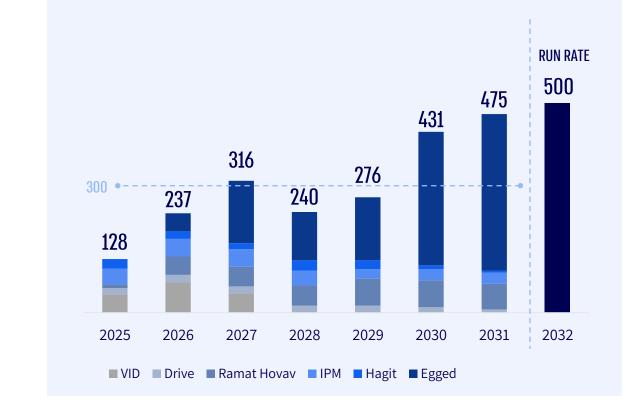
14%

Weighted IRR<sup>5</sup>

Avg. Annual Cash Inflows

#### Expected Annual Cash Inflows from Income-Generating Assets<sup>23</sup>

(Including Investment in Egged, in NIS Millions)



1. The data in this slide does not include Sunflower, ERANOVUM, and Centurion, which are not producing cash inflows, unless stated otherwise.

2. The forecast described in this graph regarding expected cash flow from company investments and expected returns ("the Forecast") is forward-looking information as detailed in slide 2.

34%

Total ROI<sup>4</sup>

Total return<sup>4</sup>

3. Expected cash flow includes anticipated cash flow from the acquisition of approximately 18% additional Egged shares by the Egged partnership (company's share approximately 81%) in February 2025 after the report date (see also slide 15 below).

4. ROI calculation based on total cash inflows since the acquisition date relative to total acquisition cost, as of December 31, 2024; total return - sum of cash inflows plus fair value relative to total acquisition cost as of December 31, 2024 (for Income-Generating assets).





### Disciplined Financial Management

Maintaining a Stable Capital Structure as a Foundation for Continuous Value Creation

Debt (in NIS millions)	31.12.2024	As of Report Publication Date
Series A Bonds Fixed weighted interest rate of approximately 1.3% ,CPI-linked, Duration 3.9 years	645	645
<b>Series B Bonds</b> Fixed weighted interest rate of approximately 6.1% (non-linked), Duration 5.2 years	297	448
Commercial Securities	187	187
Utilized Credit Facilities	-	187





# **Key Financial Results**

#### Cash Inflows exceeded 2024 forecast

(in NIS millions)

238				
230				
Forecast	2024 <sup>1</sup>	Actua	2024	

### Highlights:

**Growth in business volume** led to higher management and operating expenses

#### 23% decrease in financing expenses

- Diversification of funding sources
- Improved financing terms
- Effective reduction in total debt

#### **Over 15% Growth in Equity**

Income Statement Highlights (in NIS thousands)	2024	2023
Cash inflows <sup>2</sup>	238,261	252,597
Changes in Fair Value	43,933	406,767
Total Revenues	282,194	659,364
Management and operating expenses <sup>3</sup>	(51,924)	(38,992)
Operating Profit	230,270	620,372
Financing Expenses, Net	(42,170)	(54,897)
Profit Before Tax	188,100	565,475
Deferred Taxes	(5,259)	121,594
Net Profit	193,359	443,881
EPS (NIS)	1.1	2.9
NAV per share Before Tax <sup>4</sup> (NIS)	12.47	13.43

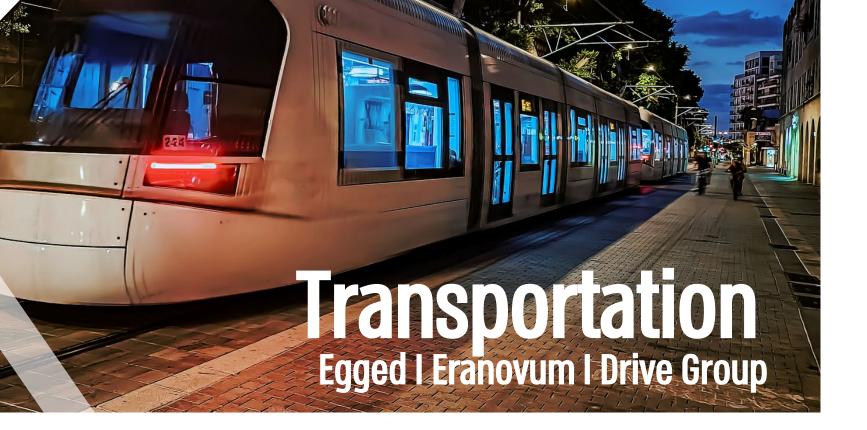
Balance Sheet & CF Highlights (in NIS millions)	31.12.2024	31.12.2023
Investment Value	3,082	3,007
Equity	2,148	1,858
Net Financial Debt	753	918
Operating Cash Flows	169,634	210,054



2. Income from dividends, interest, loan repayments, and other income.

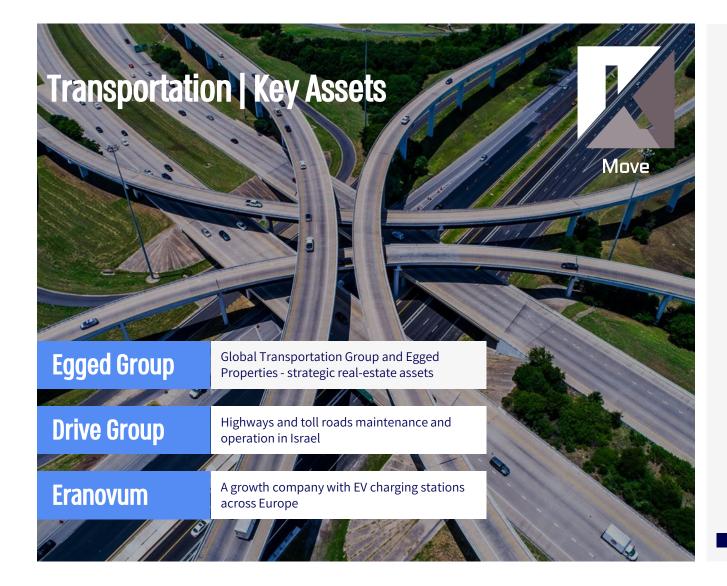
3. Data includes expenses for share-based payments, transaction costs, other operational expenses, and management fees.

4. Equity net of deferred taxes divided by number of shares. After-tax NAV per share as of December 31, 2024 and December 31, 2023 is approximately NIS 11.49 and NIS 12.18, respectively



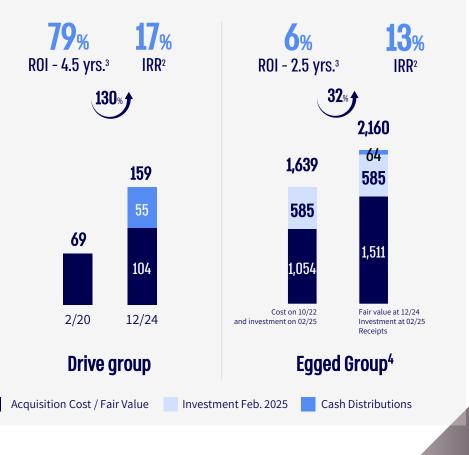
Move





### Value and returns of yielding assets

(in NIS millions and % respectively)



- 1. All presented data are approximate values, rounded up or down. This slide contains forward-looking information; see slide 2 above.
- 2. Return calculation based on investment cost, actual cash flows received until the report data and projected future cash flows. Forward-looking information; see slide 2 above.
- 3. ROI calculation based on total cash inflows since the acquisition date relative to total acquisition cost, as of December 31, 2024; total return sum of cash inflows plus fair value relative to total acquisition cost as of December 31, 2024 (for Income-Generating assets).
- 4. The Egged value graph is presented based on cost at acquisition date and includes additional investment in Egged Partnership made in February 2025 of approximately NIS 585 million. The fair value is based on valuation as of December 31, 2024, plus the investment mentioned above and receipts from Egged since acquisition.

Move

Кеузтоне 13

# **Egged Group**

#### **Global Transportation Group**



### 5 Synergetic and Growing Business Segments



- 55% Public transportation in Israel
  23% Egged Properties (Real Estate)
  12% Public transportation in Europe
- **9**% Egged Travel & Tour in Israel
- **1**% Light rail in Israel

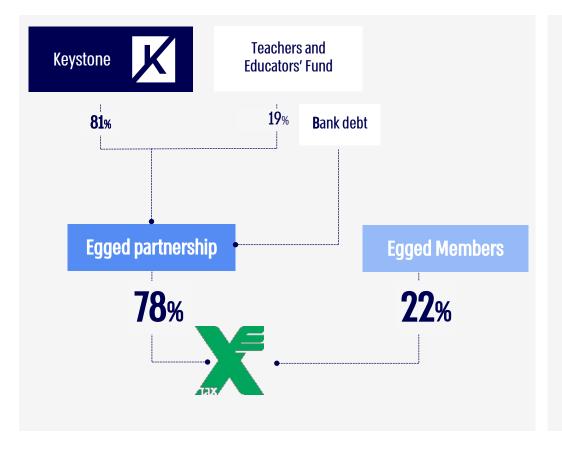
Valuation Summary 31.12.2024	(in NIS millions)
Egged Enterprise Value	8,864
Real Estate Value, Gross	1,204
Operating Real Estate Value	(356)
Net Financial Debt	(2,841)
Net Employee Liabilities	(846)
Total Equity Value	5,177
Keystone-Egged partnership's 60% share in Egged	3,106
Financial Instruments Value	93
Net Loans	(1,335)
Partnership Value	1,864
Keystone's Share (81.08%) 31.12.2024	1,511
Additional Investment 02/2025	585
Total Investment 02/2025	2,096
Discount Rates	
Egged Standalone	8.5%-10.5%
Other Activities	7%-14.75%
Distributions from Egged to Share holders since the Acquisition (100%)	881

1. All presented data are approximate values, rounded up or down. Data according to external valuation as of December 31, 2024, attached to the company's financial statements.

Move

# **Keystone Egged Partnership**

#### Post Option Exercise<sup>1</sup>





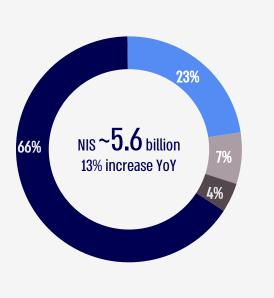
Capital Invested in Option Exercise and Indemnity Account Settlement Keystone share (Post-Report Date)

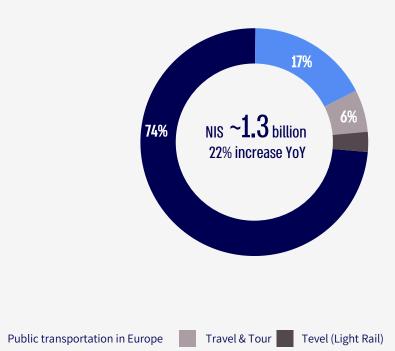




### **Consistent, Profitable Growth**

2024 Revenue Breakdown





2024 EBITDA<sup>1</sup> Breakdown



1. EBITDA: Operating Profit Before Depreciation and Amortization

Public transportation in Israel and Derech Egged<sup>2</sup>

2. Derech Egged: fully-owned subsidiary (through chain of ownership) operating the Jerusalem Periphery Cluster

кеузтоле 16

### Public Transportation in Israel (Including Derech Egged)

**28**% Market share Twice the size of the second-largest

800 Service lines Nationwide coverage

**Financial Results** (in

NIS millions)

Derech Egged

over **3,100** vehicle fleet 16% electric

~215 million km Annual licensing

3,886

3.801

2024

Revenues

3,752

3.752

2023

~5,300 drivers ~400 of them in Derech Egged

Service and maintenance centers Nationwide coverage

**First Place in Ministry of Transportation** Service Quality Index<sup>2</sup>

**Growth Drivers** 

~125 buses in Derech Egged began operating in early 2025

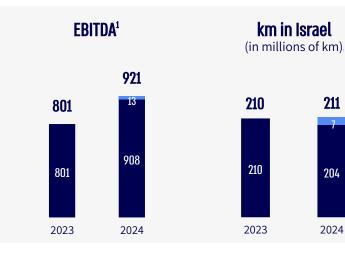
~40 buses to begin operations

in the Golan Heights in September 2025 following a tender win<sup>3</sup>

EBITDA refers to operating profit before depreciation and amortization.

Market Share Leaders for First Half of 2024

Forward-looking information - see Slide 2.









### expected revenues of NIS 1.4 billion over the next decade<sup>5</sup>

**Expanding activity** competing in additional tenders

Growth

**Drivers** 

### Move **Egged Europe Growth Drivers** Strategic Expansion into New **Markets & Segments Entering additional European** countries and the light rail sector

MOBILIS Poland

Growth Drivers

1. Figures are rounded and based on the average annual EUR and PLN exchange rates.

~100 additional electric buses

Expected revenue of NIS 1.2 billion for 12 years<sup>5</sup>

- 2. Includes 44 buses leased by EBS. Forward-looking information see Slide 2.
- 3. ~10% of the public transport market in Poland is privatized.

Electric buses

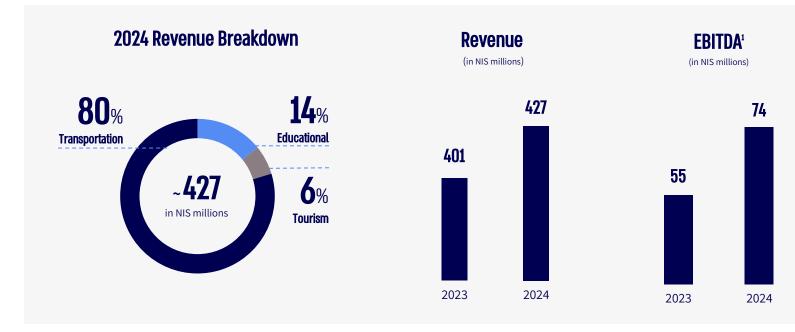
- 4. EBITDA refers to operating profit before depreciation and amortization.
- 5. Forward-looking information see Slide 2.



Move

# **Egged Travel & Tour**

The Largest Transportation Company in Israel with ~300 Buses



**Growth Drivers** 

• Strategic Acquisitions

• Implementation of Business Plan to Drive Efficiency, Optimize Subcontractor Utilization, and Expand into Additional Market Segments





# Additional Activities: Light Rail

**Tevel – An Egged Subsidiary (51%) Operates the Red Line in the Tel Aviv Metropolitan Area**<sup>1</sup> For a ten-year period, starting August 2023, with an extension period option

Move

NIS ~159 million 2024 Revenue





**90** Carriages: 45 trains in total

**34 Stations** including 10 underground

### **24**km Total track length

**110,00** Daily passenger volume

Highway 5 Expressways (Joint Partnership)

Passed PQ phase for planning, construction and operation of Highway 5 expressway system

#### Mass Transit Consortium Future Tenders Additional Light Rail Lines Tel Aviv and Jerusalem Metro

Move



### **Won Two Additional Light Rail Lines Tenders**

To Operate the Tel Aviv Metropolitan Green and Purple Lines<sup>1</sup>



Move

Кеузтоне 21

1. Forward-looking information – see Slide 2.

3. Operational Timeline and Scope A trial period of 30 months for the Purple Line and 45 months for the Green Line will precede full operations. Egged Holdings will also manage public service centers, 4 underground stations, control centers, and additional facilities during the operational period.

<sup>2.</sup> Revenue Throughout Contract Duration (Trial Period and Operational Period, Excluding Option Extension) according to tender terms and subject to required guarantees, an operating agreement will be signed for a 10-year period starting from Purple Line launch, with NTA option to extend up to 10 additional years for both lines or individually.

### **Real Estate Platform**

#### Significant potential for value appreciation

NIS ~1.2 billion

Including 2 properties purchased and realization of 50% in an additional property in Q4 2024 ~390 dunams of land area

24 Prime location properties

Real Estate Separation from Transportation into a Dedicated Specialized Company

Growth

Drivers

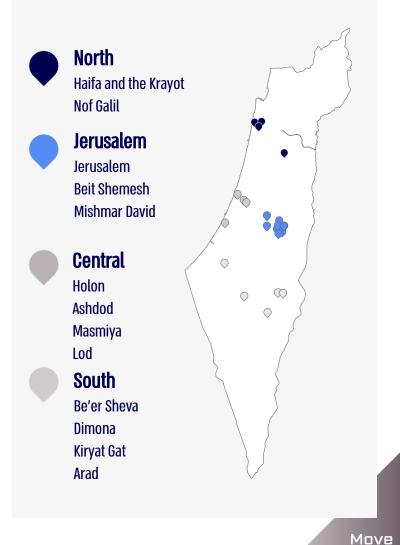
<u>||11¢</u>



Improving existing assets and leveraging them as a source of financing for growth



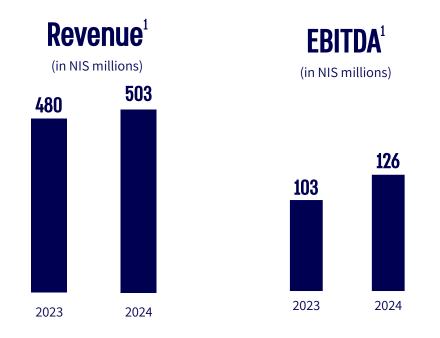
Expanding the asset portfolio and strategic collaborations



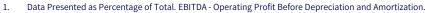
# **Drive Group**

#### **Operation and Maintenance of Roads,**

including Highway 6 and the Carmel Tunnels Keystone Holdings: 21.3%



#### Increased Profitability Due to Revenue Mix Optimization



2. In March 2025, Keystone and Egged signed a Memorandum of Understanding to sell all the company's shares in Drive to Egged, based on Drive's valuation, according to Keystone's financial report as of December 31, 2024, subject to adjustments.

Valuation Summary: 31.12.24	In NIS millions
Company value	489.1
Keystone share (21.3%)	104.3
Discount rate (WACC)	<b>10.1</b> %



Competing in BOT Tenders as Operator or Franchisee

Winning Bids for Operation, Maintenance, and Mobile Patrol Services

Innovative Transportation Solutions and Electromechanical Capabilities Development (Acquisition of A.A.K.I. and Barak 555)







### **Eranovum**<sup>1</sup>

### Strategic deployment of charging stations in key locations in Europe

Keystone Holdings: 49%



#### Active charging points ~ 875 in Spain and the rest in Belgium and France

**Growth Drivers** 

Focus on revenue growth in electric vehicle demand areas

1,400

Charging points under signed agreements in Spain and Belgium



Additional charging points in France upon winning a significant tender

Valuation Summary: 31.12.2024	In NIS millions
Company value:	452
Keystone share <sup>2</sup> (49%)	224
Discount rate (WACC)	17.75%



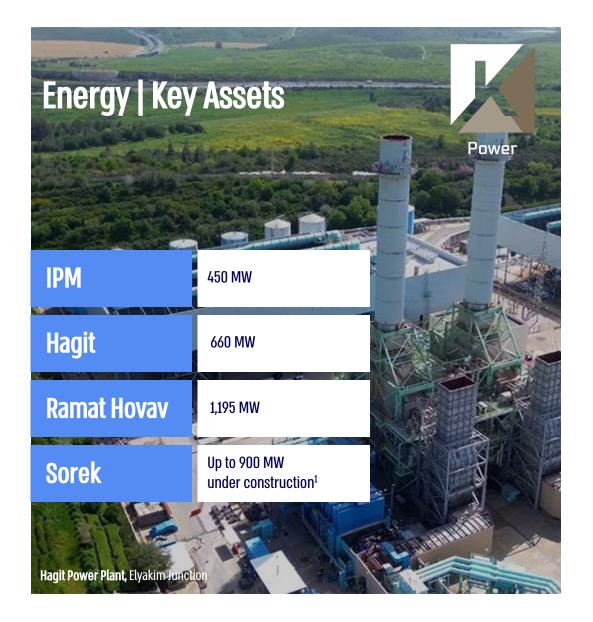


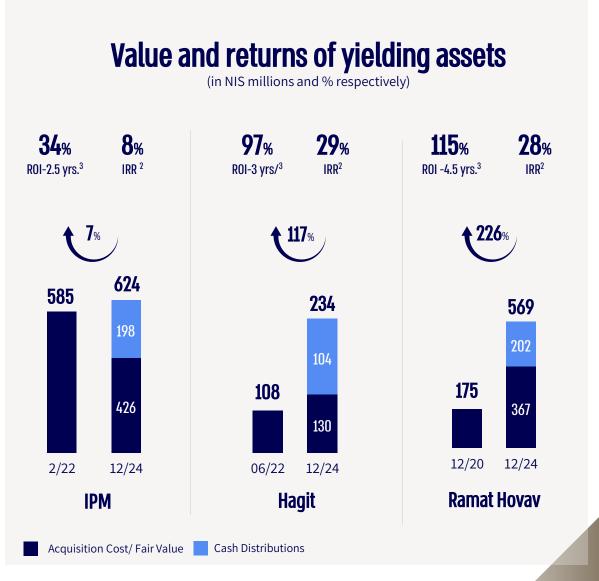
1. Data rounded and current as of December 31, 2024. This slide contains forward-looking statements; see slide 2.

2. The official Euro exchange rate as of December 31, 2024 was 3.796.









1. Keystone will provide loans to finance 40% of the equity and guarantees required in connection with the award of the tender winning the power plant construction tender. After the plant begins operations, the company may convert a portion of the loans to group ownership rights, representing 40% of equity rights and 49% of voting rights, subject to required regulatory approvals.

- 2. Return calculation based on investment cost, actual cash flows received through December 31, 2024, and projected future cash flows. Forward-looking information; see slide 2 above.
- 3. ROI calculation based on total cash inflows since the acquisition date relative to total acquisition cost, as of December 31, 2024; total return sum of cash inflows plus fair value relative to total acquisition cost as of December 31, 2024 (for Income-Generating assets).



Power

### **IPM Power Plant**

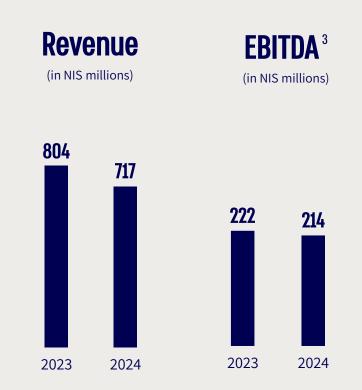
Keystone Holdings: 34.3%<sup>1</sup>

450 MW Combined cycle

**85**% From the supplier License for electricity generation

and sales to System Administrator for 20 years

Keystone Valuation Components (in NIS millions)	
31.12.24	
Triple-M (approx. 38.19%)	373
Loan value to G.P. Global and A.Y.H. Paris	53
Market value of G.P. Global (approx. 10.6%)	35
Total:	461
Power Plant Discount rate (Re)	9.6%



The decrease in revenue and EBITDA is mainly due to planned major maintenance in period<sup>4</sup>.



1. Keystone's Indirect Holdings

2. The plant's production license allows increasing bilateral sales at the expense of the availability component, under specific conditions defined in the production license

**15**% From the supplier

**Bilateral sales to private** 

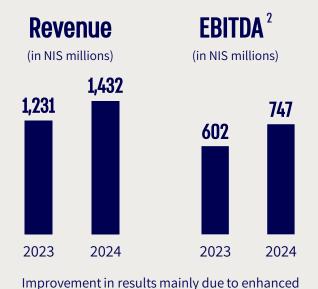
customers<sup>2</sup>

3. EBITDA - Operating Profit Before Depreciation and Amortization

4. Major maintenance began on February 15, 2024 and concluded on May 5, 2024, 37 days later than originally planned

### **Ramat Hovav** Power Plant

1,195 MW of Generation Capacity Operates Under the SMP Regulation Keystone Holdings: 16.3%<sup>1</sup>



Improvement in results mainly due to enhanced operational regime

### **Hagit** Power Plant

660 MW of Generation Capacity Operates Under the SMP Regulation Keystone Holdings: 16.3% <sup>1</sup>



The increase in revenue is due to increase in generation

<b>Valuation Summary</b> (in NIS millions) 31.12.24	Ramat Hovav	Hagit
Equity Holdings Value	341	104
Loan Value	26	26
Total	367	130
Discount Rates - Equity	10.5%	12%
Discount Rates - Loan	7.3%	6.8%-8.4%



К кеузтоле 28

2. EBITDA - Operating Profit Before Depreciation and Amortization





### Sunflower - Renewables

A Publicly Traded Company Operating in the Renewable Energy Sector in Poland, Israel, and the U.S.

Keystone Holdings: 53.24%

### Poland

5 operational wind farms, with a total capacity of approximately 50 MW

187 MW of wind and solar PV under development

Signing of a binding agreement for the acquisition of approximately 20 MW of solar PV systems, which constitutes the first stage in the acquisition of a 107 MW solar portfolio in Poland



### **ISTAEL** 193 rooftop solar systems with a

capacity of approximately 30 MW

9 MW in construction and development stages



#### 604 MW / 1.3 GWh

USA

Backlog of solar PV projects with integrated storage and standalone storage in initial initiation and development stages



The decrease in revenue stems from reduced income in Israel due to the sale of solar facilities, which generated Sunflower a profit of 21.5 million NIS, partially offset by revenue growth from Poland

The increase in EBITDA is primarily due to higher gross profit in Poland resulting from the elimination of the black electricity price cap

Green



Water

# Water & Communication

Comm

Water desalination VID I Cinturion



VID

### Water Desalination Plant in Ashkelon

**Keystone Holdings: 50%** 

### 120

#### Million cubic meters of water production capacity per year Sold to the state since 2005

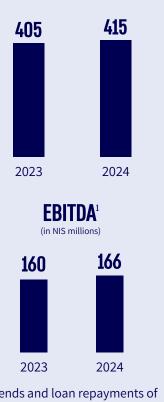
### 2027

#### End of the Concession,

with an option for the State to extend in 4.5-month increments at an agreed price

Valuation Summary	(in NIS millions)
Company value:	146
Keystone share (50%)	73
Discount rate (WACC)	8%





Dividends and loan repayments of approximately NIS 32 million during the year (company's share)

- Data presented at 100% per management reports. EBITDA Operating profit before depreciation and amortization. In 2023, EBITDA included a proportional share of the settlement 1. agreement with the government relating to the first half of the year only.
- Return calculation based on investment cost, actual cash flows received until the report data and projected future cash flows. Forward-looking information; see slide 2 above. 2.
- ROI calculation based on total cash inflows since the acquisition date relative to total acquisition cost, as of December 31, 2024; total return sum of cash inflows plus fair value 3. relative to total acquisition cost as of December 31, 2024

Water

Кеузтоне 32

# Cinturion

Communication Keystone Holdings: 30%

### Optic Fiber System Installation Project Spanning 20,000 km, in initiation stage<sup>1</sup>

A 20,000 km optical fiber venture to connect India to Europe via the Middle East, offering an alternative to the congested existing network. Designed to link data centers of major telecom and cloud companies.







### **Comprehensive Value Strategy**

#### Balancing growth, stability and Shareholder Returns



### **Thank You!**



