

President's Report

MERCER INTERNATIONAL INC.
ANNUAL REPORT 2024

2024



Transforming biomass into bioproducts for a more sustainable world.

OUR VISION



To the Shareholders of Mercer International Inc.



While our performance in 2024 was much better than in 2023, it is still short of the level of performance that we're capable of. In 2024, we placed increased focus on reducing our working capital, capital expenditures and overall costs across all our operations.

We made some good progress in these areas in 2024 and, in 2025, plan to place continued strong emphasis on improving the reliability of our operations, cutting costs more aggressively, and keeping our inventories as well as our capital expenditures at low levels.

Our ultimate goal is to be able to generate strong cash flows, enabling us to reduce balance sheet leverage.

This disciplined approach to our balance sheet is an important foundation for us moving forward, positioning us to execute opportunities that align with our long-term strategy and create lasting shareholder value.

Financial discipline, reliability and long-term positioning

In 2024, we focused on stabilizing our business through disciplined cost management, operational reliability, and a clear commitment to long-term value creation.

Market conditions were mixed throughout 2024. On one hand, demand for NBSK pulp remained relatively constant and NBSK prices improved significantly during the year, primarily as a result of tighter supply globally.

On the other hand, lumber markets remained weak as the construction industry continued to endure the effects of high interest rates. The slowdown in construction dynamics also impacted mass timber.

Despite these challenges, our mass timber business took an important step in 2024, achieving improved revenue and margins and completing two large-scale projects in the United States.

With approximately 30% of North American cross-laminated timber production installed capacity, we believe we are well-positioned to capture the growth that is expected for these high-value-added products once the construction industry rebounds.

A key highlight for our mass timber business was the successful completion of the Walmart project in Bentonville, Arkansas, the largest mass timber campus in the U.S.

Spanning over 2.4 million square feet of office space, we delivered our component of this project on time and on budget, highlighting our ability to execute large-scale, high-value mass timber projects.

We are proud to have partnered with Walmart on their flagship office campus. We consider this successful project to be an important step on the path of expanding our mass timber activities.



Walmart Home Campus - OF8
Photo credit: Watson Media House

The image shows a large, multi-level industrial facility, likely a mill, with a complex network of metal pipes, railings, and platforms. Two workers in blue and yellow safety suits are standing on a platform in the middle ground, looking towards each other. The structure is made of light-colored metal and has several levels. In the background, there are trees and a clear sky. A blue text box is overlaid on the lower left side of the image.

We also marked significant milestones in 2024, celebrating 20 years of operations at our Stendal mill and 30 years at our Rosenthal mill. These anniversaries highlight the longstanding contributions of both mills to Mercer's success.

Operational milestones, sustainability progress and our commitment to safety

In 2024, we made measurable progress on our climate goals and continued to prioritize the safety of our people. These efforts are central to how we operate—grounded in accountability, long-term thinking, and a commitment to doing our part in a changing world.

Sustainability remains a central component of our strategy. We believe that the global demand for sustainable products will continue to grow.

In 2024, we achieved a 7% reduction in Scope 1 greenhouse gas (GHG) emissions intensity across our pulp operations.



Safety is our highest value.

We believe that all injuries are avoidable, and we continue to invest in initiatives such as Safety Days, Advanced Field-Level Risk Assessments, and emergency response drills to reinforce this message and grow our safety culture across operations.

I am happy to note that we celebrated some safety milestones in 2024. Notably, our Peace River mill achieved a remarkable milestone of 12 consecutive months with a Total Recordable Incident Rate (TRIR) of zero. We also experienced reduced injury levels in our solid wood segment, which is in an industry with relatively high TRIRs.

We remain steadfast in our goal of zero injuries.



Building resilience through strategic focus and diversification

Our strategy centers on strengthening our financial foundation, reducing reliance on commodity cycles, and expanding into higher-value, lower-emission products. Guided by our values, we are positioning Mercer to support a more sustainable, circular economy while creating long-term shareholder value.

Our business strategy continues to be focused on diversifying our company, while strengthening our balance sheet.

Our product mix today is heavily weighted toward commodity products, primarily pulp and lumber. Our operating results have fluctuated over the last several years with the prices of these commodities.



However, we continue to believe that the value proposition of our pulp and lumber products will only grow as the world demands lower-emission products. In addition, we believe we can enhance shareholder value by seeking to maximize the benefits we derive from our raw materials and expanding our product mix into products that include bio-chemicals such as lignin that are more bespoke.

We are also continuing to grow our mass timber business. This will allow us to have an increasing role in the circular economy.

Putting our strategy into action through clear priorities and shared values

Rooted in our values, our strategic priorities guide how we create long-term value, address global challenges, and operate with discipline across all areas of our business.

Our strategy is summarized below and contemplates our objective to help the world address challenges, such as climate change, urbanization and population growth by providing products that drive the circular economy. I have also highlighted the corporate values that provide guidance to us every day, which I trust resonate with you, our shareholders.



Guided by our values, grounded in our operations



Be Safe & Healthy.

- We believe that nothing is more important than the health and safety of our people and all stakeholders.
- We are dedicated to continuously improving our processes, being individually accountable, and promoting comprehensive safety awareness.



Be Respectful.

- We believe that a culture of diversity and inclusion is critical in making the best decisions for our people and achieving sustainable business success.
- We strive to provide an inclusive culture by fostering an environment of mutual respect, fairness, and by providing opportunities to contribute and grow.



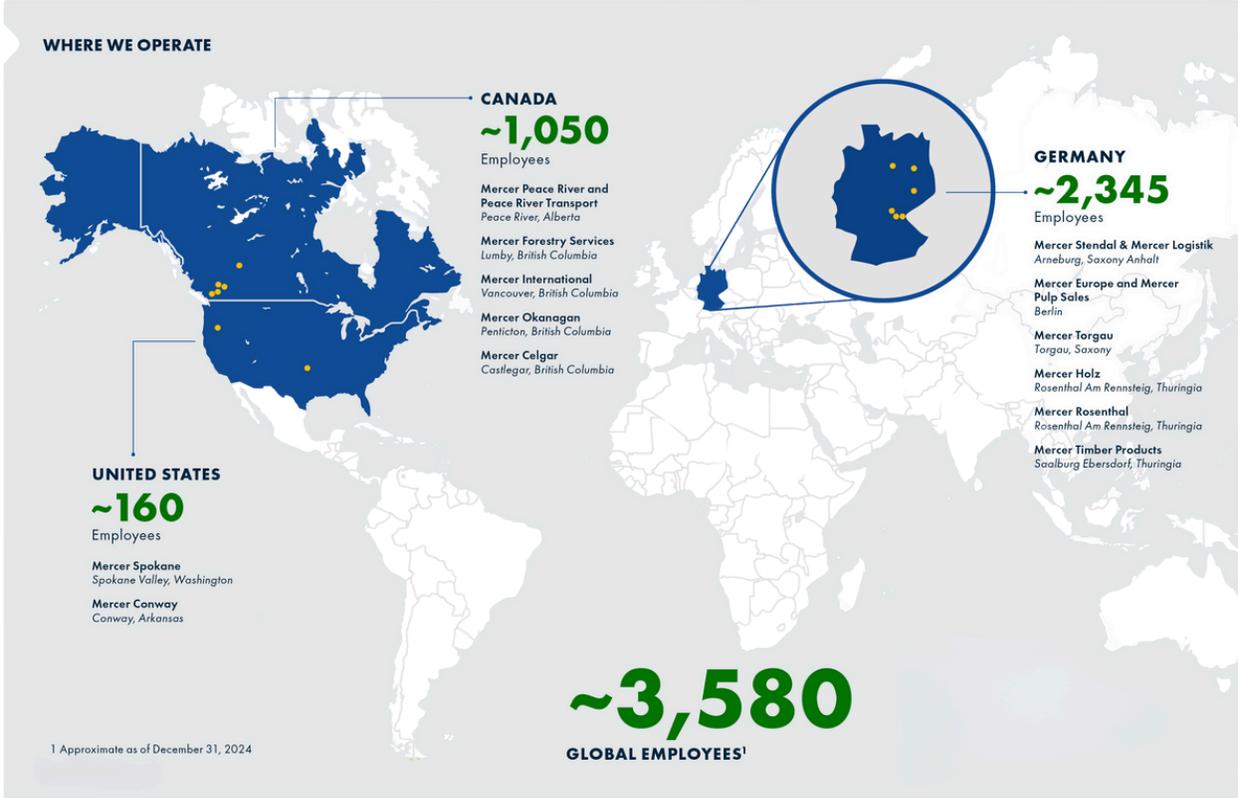
Be Sustainable.

- We believe in the balance of social, environmental, and economic values that support our sustainable enterprise and our drive to make sustainable products.
- We are accountable to our stakeholders and strive to improve our performance over time.



Be Bold.

- We encourage an entrepreneurial spirit that courageously and tenaciously pursues opportunity and change.
- We value innovation and unique approaches to problem-solving. In our pursuit of excellence, we strive to develop novel ideas, solutions, and opportunities.



Operating world-class assets with discipline and purpose

In 2024, we focused our capital investments on operational reliability and cost efficiency, while realigning our asset base to support long-term strategic priorities.

With our focus on our balance sheet in 2024, we set a reduced capital expenditure target and focused most of our investments on maintenance capital. We also continued to progress on key strategic projects, which we believe will enhance shareholder value over the long term. This included projects designed to reduce costs at our Mercer Spokane facility and expand lumber production capacity at our Torgau facility.

Our capital expenditures at the Mercer Spokane facility in 2024 are expected to lower our wood input costs by reducing waste and allowing for a broader range of lumber grades to be used at the facility. We expect this project to be commissioned towards the end of the second quarter of 2025.

In 2024, we also continued our investment in our Torgau facility, which will expand its lumber production capabilities. We are making upgrades to the log infeed system, installing advanced scanning technology, and a new planer, which are designed to increase capacity. We currently expect this project to be commissioned in the second quarter of 2025.



Mercer Spokane



Mercer Torgau

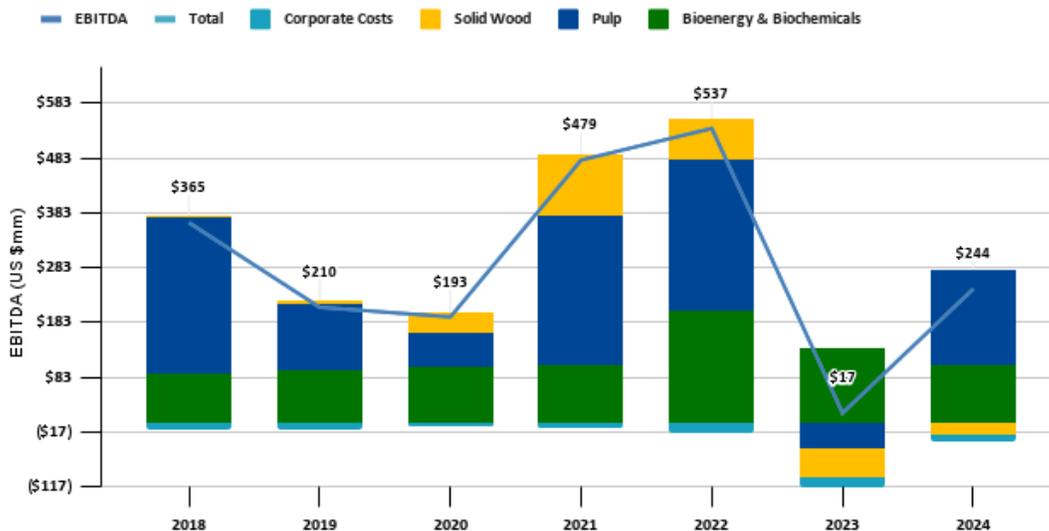
Overall, we invested approximately \$84 million in our operations in 2024

These investments support our strategy to prioritize reliable, cost-effective operations that drive long-term value.

In 2024, we divested our Cariboo Pulp and Paper joint venture interest. After reviewing its cost profile and its location in a weakening fiber basket, we chose to focus our resources on our core assets that better align with our long-term strategic priorities.

We will continue to invest in our mills, albeit at lower than historical levels, to facilitate our debt reduction strategy. We expect our investments to target maintenance projects and select strategic investments that add substantial shareholder value.

Annual Consolidated Operating EBITDA*



*Operating EBITDA is not a measure of financial performance under accounting principles generally accepted in the United States and should not be considered in isolation or as a substitute for analysis of our results as reported under GAAP. For further information, please refer to Page 13 of this document for reconciliation of Operating EBITDA to net income (loss).

Financial Results: A continued focus on discipline

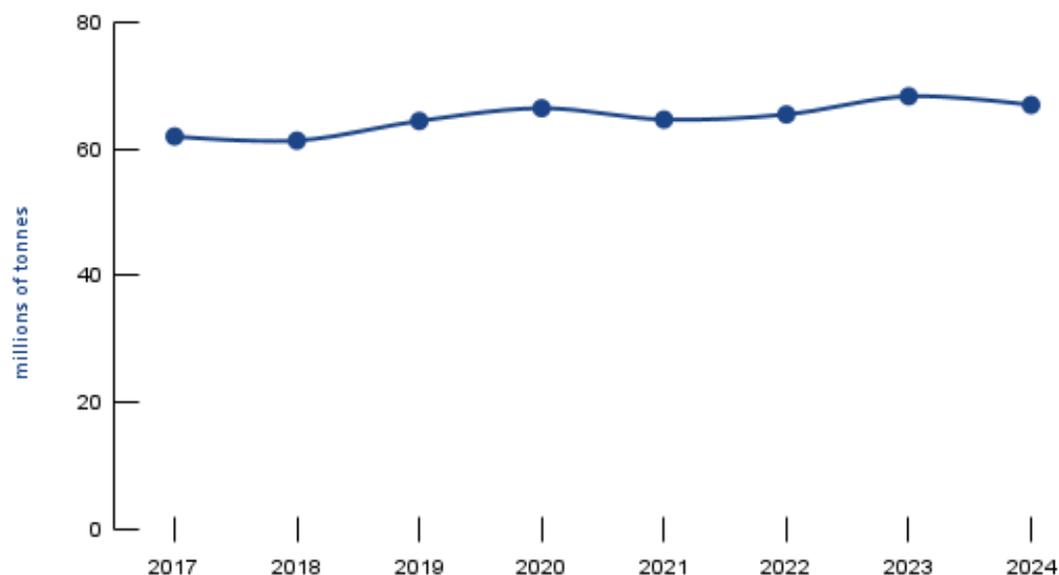
We remain committed to improving margins, reducing debt and maintaining strong liquidity.

In early 2024, we experienced pricing pressures in all our markets. However, pulp market conditions went on to improve through most of the year. The strengthening of pulp markets, combined with disciplined cost management, contributed to significant financial improvement over 2023. However, our operating results continue to be impacted by the prolonged weakness in lumber and pallet markets. We are expecting modest improvements in these markets in 2025.

In late, 2024, we successfully refinanced the \$300 million principal amount of our 2026 Senior Notes and, in the process, repaid \$100 million using cash on hand. This was a relatively small first step in our debt reduction initiative. However, it was an important one nonetheless, and extended the maturity of our earliest senior notes to 2028. As we move forward, we continue to look for opportunities to achieve meaningful reductions in our long-term debt.

We ended the year with liquidity of approximately \$489 million, including cash and available credit. Our strong liquidity position gives us significant operational efficiencies.

Estimated Global Chemical Market Pulp Demand



Data Source: Pulp and Paper Products Council World Demand Report, November 2024



KEY FINANCIAL HIGHLIGHTS

As stated earlier, our operating results improved significantly in 2024. But we believe we are far from where we believe our operating potential rests. Operational efficiency, cost reductions and working capital management are key areas of focus for us in 2025 on the operations side, while at the same time we will be continuing to manage our balance sheet prudently.

Total Revenue: \$2.0 billion, flat from 2023, as higher pulp prices were offset by lower sales volumes.

Operating EBITDA: \$243.7 million, reflecting a significant improvement over the prior year as a result of improved pulp pricing, lower production costs and positive foreign exchange impacts.

Net Loss: Narrowed to \$85.1 million, or \$1.27 per share, compared to \$242.1 million, or \$3.65 per share in 2023.

	2024	2023	2022
		(in thousands)	
Net income (loss)	(\$85,141)	(\$242,056)	\$247,039
Income tax provision (recovery)	(1,774)	(27,767)	98,264
Interest expense	109,150	88,246	71,499
Loss on early extinguishment of debt	—	—	—
Other income	(7,228)	(7,197)	(24,434)
Operating income (loss)	(15,007)	(188,774)	392,368
Add: Depreciation and amortization	170,793	172,502	144,153
Add: Impairment of sandalwood business held for sale	—	33,734	—
Add: Loss on disposal of investment in joint venture	23,645	—	—
Add: Goodwill impairment	34,277	—	—
Operating EBITDA	\$243,722	\$17,462	\$536,521

Sustainability: for Future

We embed sustainability into our business through global alignment, stronger disclosures and clear goals—keeping Mercer resilient and fit for future.



Sustainability and our mantra of being “fit for future” remained a core focus for Mercer in 2024. We commenced developing a Climate Transition Plan to align our business strategy and model to reduce greenhouse gas emissions in line with a 1.5°C pathway, and expanded our Environmental, Social, and Governance (ESG) disclosures.

Key accomplishments included completing our first Biodiversity Risk Assessment and disclosure aligned with the Taskforce on Nature-related Financial Disclosures. We also commenced a double materiality assessment in line with the European Corporate Sustainability Reporting Directive to better understand both the topics that are important for our stakeholders as well as those material to our business.

We raised our 2030 scope 1 GHG emissions intensity reduction target from 35% to 50%. On June 27, 2024, following our full annual ESG assessment, Mercer received a Sustainalytics score of 17.6, placing us in the “low risk” category.

We also joined the United Nations Global Compact Accelerated Program to further align with the United Nations Sustainable Development Goals.



In 2024, we continued to deepen our global safety culture, reinforcing the belief that all workplace injuries are preventable. Through our company-wide Road to Zero program, we focused on leadership engagement, risk assessment, and collaborative prevention management.

At the Peace River mill, these efforts led to a significant milestone—achieving a 12-month rolling Total Recordable Incident Rate (TRIR) of zero. Meanwhile, our Friesau facility was recognized for its commitment to safety, earning a nomination for the 2025 German Occupational Safety Award. These achievements highlight our dedication to ensuring every team member goes home safely. Safety Days across operations engaged leadership and employees in workshops to further integrate safety into business practices.

Community partnerships remained a priority. The Celgar mill partnership with the Osoyoos Indian Band via Skemxist Solutions and the Peace River Logging agreement with Woodland Cree First Nation reinforced our commitment to First Nation collaboration. The Celgar mill also financially supported the new Chamber of Commerce and Visitors Centre in Castlegar, British Columbia.



Community Partnerships

The Celgar mill's partnership with the Osoyoos Indian Band through Skemxist Solutions reflects a shared commitment to economic development and meaningful collaboration.



Global Safety Days

Safety Days across operations engaged leadership and employees in workshops to further integrate safety into business practices.



We remain committed to embedding environmental, social, and governance principles across our operations to drive long-term sustainability.



E-mobility solutions expanded in 2024 with the introduction of electric trucks and forklifts at North American & German mills.

86% of our energy now comes from renewable sources.

86%

Mercer Torgau implemented an Energy Management System to reduce energy use and CO₂ emissions.



Mercer Holz sponsored 190,000 seedlings in Germany through the Growing Forests and the Growing a Future projects.

These efforts support our role in providing sustainable, low-carbon solutions to the market.

Our leadership in sustainable forestry was recognized with the Sustainable Forestry Initiative (SFI) President's Award for responsible wood sourcing of mass timber.





We believe we are well-positioned to capitalize on market opportunities in 2025, while maintaining our focus on operational excellence, cost management and balance sheet discipline.

The pulp market outlook for 2025 remains positive, with low global inventory levels and expected capacity reductions supporting pricing stability. While demand for softwood is not expected to change, the mill closures over the last couple of years have set the tone for a tight market, which we expect will help sustain strong prices into 2025. This is in contrast with hardwood, where the latest capacity additions, particularly in South America and China, exceed expected demand growth, which puts negative pressure on prices and widens the gap with softwood.

We currently expect lumber prices to modestly increase in the first part of 2025, driven by stronger demand from certain European countries, where economic conditions have improved, and expect U.S. lumber prices to increase slightly due to limited North American supply. We continue to believe that we are well-positioned in our solid wood segment to capitalize on more opportunities as cyclical conditions start to improve.

Demand and pricing for our products may be further impacted by ongoing developments regarding U.S. trade policies involving Canada, the European Union and China, including potential tariffs and countermeasures. The impacts of these developments on our business, including demand for our products and our raw material costs is difficult to predict. However, we have worked diligently to position ourselves as they develop.

As we move into 2025, all of us at Mercer are fully committed to our goal to deleverage our balance sheet and improve cash flow generation. We believe this will allow us to invest in the growth of new and exciting products to extract much more value from our existing assets. Mercer's strength lies in our people, our commitment to operational efficiency, innovation and sustainability. We believe that by leveraging these strengths we are well-positioned to create long-term shareholder value.

I am deeply grateful for the dedication of our employees, the guidance of our Board of Directors and the trust of our shareholders and other stakeholders.

Sincerely,

A handwritten signature in blue ink, appearing to read 'Juan'.

Juan Carlos Bueno
President and CEO

Message from the Chairman



Dear Fellow Shareholders,

The Company continued to face challenges in 2024, including but not limited to, an extended down cycle in solid wood pricing, input cost inflation, volatile currency markets, increased cost of capital and a changing global political landscape. Notwithstanding these challenges, we were able to improve upon our 2023 results, pay down \$100 million in Senior Notes and refinance \$200 million in Senior Notes.

These challenges did, however, require we pivot, but not abandon, our overall strategic approach and make a more determined commitment towards improving balance sheet fundamentals. To that end, we initiated a comprehensive review of all operating assets, planned capital expenditures and operating expenses in order to maximize cash flows over the next few years with the goal of deleveraging our balance sheet.

In many ways, 2024 reminds me of other years when the Company faced equally challenging circumstances. It was the Board's resolve and management's vigilance that allowed the Company to successfully overcome such circumstances and grow the business.

Today, the Board is equally resolved and aligned with management's plan to create long-term sustainable value for shareholders.

Message from the Chairman (continued)



We recognize going forward, the Company could be impacted by political change, economic uncertainties and the potential for increased international trade restrictions. However, we believe in the resilience of our product offerings. Softwood pulp is necessary for the global manufacture of tissue and hygiene products, softwood lumber is necessary for the construction of new homes in Europe and North America and the projected demand for sustainable building materials, such as mass timber, is significant. Consequently, we also believe shareholders will be rewarded as we better position to take full advantage of a world where the demand for softwood products is increasing and the supply is adversely impacted by mill closures, the cost of new capital and the availability of new source material.

In 2024, we reached a couple of significant milestones: the 20th and 30th anniversaries of our Stendal and Rosenthal mills, respectively. The very existence of these mills is a testament to Mercer's entrepreneurial spirit and ability to operate under adverse conditions.

Mercer's Board continues to believe in management's long-term vision for the Company and their underlying strategy to achieve it. The expansion of our mass timber business, progress on our climate transition plan and advancements in biomaterials and renewable energy reinforce Mercer's role in providing low-carbon solutions. These milestones are critical to Mercer's ability to adapt and compete in a world increasingly focused on sustainability and innovation.

I am proud of Mercer's governance structure and processes, and especially the dedication of its employees. The creativity, commitment and hardworking nature of our employees allows us to adapt quickly to regulatory and political change, economic turmoil and unplanned operational disturbances as they occur.

On behalf of the Board of Directors, I wish to thank you for your support.

Sincerely,

Handwritten signature of William D. McCartney.

William D. McCartney
Chairman

Shareholder Information

MARKET INFORMATION

Our shares are listed and quoted for trading on the NASDAQ Global Select Market under the symbol "MERC." The adjoining table shows the high and low sale prices of our shares on the NASDAQ for each quarter in 2023 and 2024 and for the first quarter of 2025.

FORM 10-K

Our Annual Report on Form 10-K for the year ended December 31, 2024, was filed with the Securities and Exchange Commission and is posted on the Company's website.

The Form 10-K provides important information about Mercer, including business, financial and other information, and should be read in conjunction with this Report.

SHARES OUTSTANDING

As of March 31, 2025, there are a total of 66,870,774 shares outstanding.

FORWARD-LOOKING STATEMENTS

This report includes forward-looking statements that involve known and unknown risks and uncertainties, which may cause the Company's actual results in future periods to differ materially from forecasted results.

Those factors include market conditions, competition and other risk factors listed from time to time in the Company's SEC reports.

ANNUAL MEETING

The annual shareholders' meeting will be held on May 30, 2025.

FISCAL QUARTER ENDED		
2023		
	High	Low
March 31	\$13.25	\$9.34
June 30	\$9.98	\$7.37
September 30	\$9.64	\$7.51
December 31	\$10.12	\$7.64
2024		
	High	Low
March 31	\$10.42	\$7.01
June 30	\$11.20	\$8.17
September 30	\$8.58	\$5.33
December 31	\$7.40	\$5.95
2025		
	High	Low
March 31	\$8.28	\$5.86

Unless otherwise indicated, all references to dollar amounts herein are in U.S. dollars. Information in this Annual Report is presented as of April 11, 2025.

Corporate Information

BOARD OF DIRECTORS

William D. McCartney

Chairman of the Board
President & CEO, Pemcorp
Management Corp.

James Shepherd

Retired Businessperson

Alan C. Wallace

Director, Swiss Water Decaffeinated
Coffee Inc.; CEO, Peloton Advisors Inc.

Linda J. Welty

President & CEO, Welty Strategic
Consulting, LLC

Juan Carlos Bueno

President & CEO

Rainer Rettig

Retired Businessperson

Alice Laberge

Director, Russel Metals Inc.

Janine North

Director, Conifex Timber Inc.,
Imperial Metals Corporation

Thomas K. Corrick

Retired Businessperson

Torbjörn Lööf

Director, Essity AB, Husqvarna
Group and AB Blåkläder and
Chair of Electrolux AB

-  Member of the Audit Committee
-  Member of the Governance and Nominating Committee
-  Member of the Human Resources Committee
-  Member of the Environmental, Health and Safety Committee

Jimmy S.H. Lee

Chairman Emeritus

EXECUTIVE OFFICERS AND SENIOR MANAGEMENT

Juan Carlos Bueno

President, CEO and Director

Richard Short

Chief Financial Officer and Secretary

Guy Arguin

Chief Human Resources Officer

Adolf Koppensteiner

Chief Operating Officer, Pulp Products

Dr. Carsten Merforth

Chief Operating Officer, Wood Products

Alistair Skey

Chief Information Officer

William Adams

Chief Sustainability Officer

Nick Milestone

*Sr. VP, Mass Timber

Wolfgang Beck

Sr. VP, Global Wood Sourcing

Wolfram Ridder

Sr. VP Innovation &
Government Relations

Shahed Tootoonian

VP, Corporate Development

Genevieve Stannus

VP, Treasurer

Cynthia Alekson

VP, Controller

Mark Goebel

VP, Health and Safety

Stefan Duda

VP, Procurement

Martin Stöhr

MD Mercer Holz

Cal Dakin

*MD Mercer Peace River

Dr. Christian Sörgel

MD Mercer Rosenthal

André Listemann

MD Mercer Stendal

Torsten Kröger

MD Mercer Timber Products

Frank Badeda

MD Mercer Torgau

John McKay

MD Mercer Celgar

VP - Vice President

* Interim

MD - Managing Director

Corporate Information

SALES

Pulp

Eric Heine

Vice President, Sales, Marketing and Logistics, North America and Asia

Uwe Bentlage

Vice President, Pulp Sales and Marketing, Europe

Nils Hegerding

Vice President, Pulp Sales and Marketing, Europe

Lumber

Frank Turnbull

Director, Sales, United States

Johannes Mörth

Sales Director

Bob Iwami

Director, Sales, Asia

Mass Timber

John Kostaras

Director of Sales

OPERATIONS

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Washington State, U.S.

STOCK LISTINGS

NASDAQ Global Select Market

Trading Symbol: MERC

WEBSITE

mercerint.com

INVESTOR RELATIONS & MEDIA CONTACTS

Juan Carlos Bueno

President, Chief Executive Officer and Director

Richard Short

Chief Financial Officer and Secretary

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