

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13A-16 OR 15D-16 OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the month of December 2023

Commission File Number: 001-41889

**CADELER A/S**

(Translation of registrant's name into English)

Arne Jacobsens Allé 7, 7th floor  
DK-2300 Copenhagen S, Denmark  
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): .

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INFORMATION CONTAINED IN THIS FORM 6-K REPORT

On December 19, 2023, Cadeler A/S (the "Company") issued stock exchange announcements announcing that it has received major shareholder notifications regarding direct and indirect holdings of shares in the Company. Copies of the stock exchange announcements are attached hereto as Exhibits 99.1 and 99.2.

Exhibit List

Exhibit No.	Description
<a href="#">99.1</a>	<a href="#">Stock exchange announcement dated December 19, 2023, regarding major shareholding notification by BW Altor Pte. Ltd.</a>
<a href="#">99.2</a>	<a href="#">Stock exchange announcement dated December 19, 2023, regarding major shareholding notification by Swire Pacific Limited.</a>

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CADELER A/S  
(Registrant)

Dated: December 19, 2023

By: /s/ Mikkel Gleerup  
Mikkel Gleerup  
Chief Executive Officer

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**CADELER A/S: Notification of major holdings**

Copenhagen, December 19, 2023: Cadeler A/S (OSE: CADLR, NYSE: CDLR) (“**Cadeler**”) hereby announces that it has received the following major shareholder notification pursuant to Section 38 of the Danish Capital Markets Act and section 55 of the Danish Companies Act, respectively, regarding direct and indirect holdings of shares in Cadeler.

BW Altor Pte. Ltd.’s shareholding in Cadeler has changed as a consequence of the dilution resulting from the issue of 113,809,868 new shares in Cadeler issued as consideration to stockholders of Eneti Inc. (NYSE: NETI) in connection with the share exchange offer.

Following completion and settlement of the share exchange offer, BW Altor Pte. Ltd.’s total shareholding in Cadeler will continue to amount to 60,938,255 shares with a nominal value of DKK 1 per share, which now corresponds to 19.57% of the total share capital and voting rights.

BW Altor Pte. Ltd. is a limited liability company organised under the laws of The Republic of Singapore under the registration number 202035228G with its registered address at 10 Pasir Panjang Road #18-01, Mapletree Business City, Singapore 117438. BW Altor Pte. Ltd. is ultimately controlled by Andreas Sohmen-Pao.

For further information, please contact:

Point of contact for investors:

Mikkel Gleerup, CEO

+45 3246 3102

[mikkel.gleerup@cadeler.com](mailto:mikkel.gleerup@cadeler.com)

Point of contact for media:

Karen Roiy, Head of Marketing & Communication

+45 6020 8706

[karen.roiy@cadeler.com](mailto:karen.roiy@cadeler.com)

About Cadeler A/S:

Cadeler A/S is a key supplier within the offshore wind industry for installation services and marine and engineering operations with a strong focus on safety and the environment. Cadeler’s experience as provider of high-quality offshore wind support services, combined with innovative vessel designs, positions the company to deliver premium services to the industry. Cadeler facilitates the global energy transition towards a future built on renewable energy. Cadeler is listed on the Oslo Stock Exchange (OSE: CADLR) and the New York Stock Exchange (NYSE: CDLR).

Visit [www.cadeler.com](http://www.cadeler.com) for more information.

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Swire Pacific Limited’s shareholding in Cadeler has changed as a consequence of the dilution resulting from the issue of 113,809,868 new shares in Cadeler issued as consideration to stockholders of Eneti Inc. (NYSE: NETI) in connection with the share exchange offer.

Following completion and settlement of the share exchange offer, Swire Pacific Limited’s total shareholding in Cadeler will continue to amount to 29,863,455 shares with a nominal value of DKK 1 per share, which now corresponds to 9.59% of the total share capital and voting rights.

Swire Pacific Limited is a limited liability company organised under the laws of Hong Kong under the registration number 1679 with its registered address at 33<sup>d</sup> Floor, One Pacific Place, 88 Queensway, Hong Kong. Swire Pacific Limited is not ultimately controlled by any natural person or legal entity.

For further information, please contact:

Point of contact for investors:

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