

# Directa Plus plc

("Directa Plus" or the "Company" or, together with its subsidiaries, the "Group")

## Half Year Report for the Period Ended 30 June 2025

Directa Plus (AIM: DCTA), a leading producer and supplier of graphene-based products for use in consumer and industrial markets, announces its half year results for the six months ended 30 June 2025.

# **Financial performance**

- Revenue increased 15% to €3.90m (H1 2024: €3.39m).
- Total income €3.92m (H1 2024: €3.45m).
- Contribution margin\* improved to 54% (H1 2024 52%), reflecting prioritisation of higher-margin contracts and initial benefits from production efficiency measures.
- EBITDA loss\*\* improved by 38% to €1.13m (H1 2024: €1.81m), confirming the trajectory towards breakeven.
- Loss before tax €1.66m (H1 2024: €2.48m).
- Cash at period end €2.97m (December 2024: €4.98m). Cash discipline remains a key priority, with management carefully balancing investment in growth with financial sustainability.

#### **Operational performance**

- Production system upgrade nearing completion: the revamping of the Group's production line, due
  to be fully commissioned in Q4 2025, will deliver a fully automated and scalable facility capable of
  processing multiple precursors. It will also enable the production of nanographite-based materials,
  significantly reducing direct production costs, while enhanced automation and the switch from argon
  to nitrogen gas for the plasma process are expected to further lower production costs, improve
  sustainability and complete the process certification that will allow us to program licencing actions.
- Talent and innovation: new hires in production and R&D are improving operational flexibility and accelerating innovation. This includes the development of new applications in elastomers, plastics, coatings and batteries, reinforcing the Group's ability to deliver scalable and customer-oriented solutions.

### Environmental remediation: 82% of period revenue (H1 2024: 81%)

- Setcar restructuring has already translated into solid results in H1 2025, confirming the success of the turnaround plan launched in 2024.
- New project wins include a contract with Midia International SA (up to \$1.5m) for offshore tank cleaning in the Black Sea and a €1.59m contract extension with OMV Petrom until 2026, albeit with the MIDIA project timetable revised to commence in Q1 2026, rather than Q4 2025, reflecting logistical complexities in relocating the offshore platform.
- Several strategic contract renewals were secured, including Ford Otosan, Cummins and Metchem.
- Renewal of the key Ford Otosan contract for Q4 2025 and 2026 remains pending, following an unexpectedly competitive process likely to lead to a lower contract value. Cost-optimisation measures

<sup>\*</sup> Contribution margin is a managerial metric calculated as (Revenue – Direct variable costs) / Revenue.

<sup>\*\*</sup>EBITDA loss represents results from operating activities before tax, interest, depreciation and amortisation.

are being implemented to mitigate the impact on margin in the event the contract is renewed.

Textiles: 18% of period revenue (H1 2024: 19%)

- European textile market shows early signs of stabilisation, with further improvement expected in H2.
- Directa Plus continues to strengthen its position through collaborations in workwear, defence and luxury applications.
- Significant contract renewals were secured, including with Grassi and MC Armor. Post period, secured the first sole source contract by a primary governmental defence department.
- The distinctive properties of G+® such as thermal conductivity, antistatic properties and antimicrobial effectiveness— remain highly valued by customers, with additional R&D work underway in niche applications such as electronic devices and air filtration.

#### Outlook

- Trading in H2 started well, with commercial momentum built in H1 continuing into the second half.
- The upgraded production line will allow Directa Plus to target both high-value applications and costsensitive industrial sectors, opening entirely new market scenarios.
- While Environmental Remediation and Textiles remain the pillars of the business today, the Board sees significant future value in the new verticals under development, supported by the Group's broad IP portfolio and accumulated graphene know-how.
- The Board remains confident that FY25 EBITDA will show a material year-on-year improvement, supported by the restructuring and efficiency measures already implemented and by solid commercial momentum. However, the scale of the 2025 progress is expected to be moderated by the revised timing of the MIDIA International project and by the pricing dynamics of the Ford renewal subject to contract award which will have an impact on the Group's FY25 forecasts.

**Giulio Cesareo, Founder & CEO of Directa Plus, said:** "The Group delivered solid progress in the first half of the year, underpinned by operational upgrades, the successful ongoing restructuring of Setcar, and continued commercial momentum. With the commissioning of our new production line in H2, enabling the launch of nanographite-based products alongside our premium  $G+^{\circ}$  materials, we are well positioned to broaden our market reach and capture new growth opportunities. Supported by a strong pipeline in Environmental Remediation, a stabilising Textile division, and targeted R&D initiatives, the Board remains confident that FY25 will deliver a material year-on-year EBITDA improvement, laying the foundations for sustainable long-term growth."

For further information please visit <a href="http://www.directa-plus.com/">http://www.directa-plus.com/</a> or contact:

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#### **About Directa Plus**

Directa Plus (www.directa-plus.com) is one of the largest producers and suppliers of graphene-based products for use in consumer and industrial markets. The Company's graphene manufacturing capability uses proprietary patented technology based on a plasma super expansion process. Starting from natural graphite, each step of Directa Plus' production process - expansion, exfoliation and drying - creates graphene-based materials and hybrid graphene materials ready for a variety of uses and available in various forms such as powder, liquid and paste.

This proprietary production process uses a physical process, rather than a chemical process, to process graphite into pristine graphene nanoplatelets, which enables Directa Plus to offer a sustainable, non-toxic product, without unwanted by-products. Directa Plus' products are made of hybrid graphene materials and graphene nano-platelets. The products (marketed as G+®) have multiple applications due to its properties. These G+® products can be categorised into various families, with different products being suitable for specific practical applications.

Directa Plus was established in 2005 and is based in Lomazzo (Como, Italy) and has been listed on the AIM market of the London Stock Exchange since May 2016. The Company holds the Green Economy Mark from London Stock Exchange which recognises companies that contribute to the global green economy.

#### **Chief Executive Officer's Statement**

#### Overview

The Group has delivered a solid performance in the first half, in line with management expectations, reflecting a focus on high-value contracts, strong cost control and operational efficiencies. This is largely due to the successful ongoing restructuring of the Group's Italian team and operations, and its environmental subsidiary, Setcar, which is progressing to plan.

We are laying the foundations for scalable growth through our investment in a next-generation production platform and the expansion of our intellectual property portfolio, which now includes 116 granted patents and 39 applications pending across 22 patent families. These advances reinforce our competitive positioning and ensure the Group is well placed to capture emerging market opportunities. In particular, the new production line will enable the introduction of nanographite-based materials and other product grades designed for both high-value and cost-sensitive applications, broadening our market reach and opening entirely new commercial scenarios for the Group.

## **Financial performance**

The stronger H1 FY25 performance, marked by 15% revenue growth to €3.90m (H1 FY24: €3.39m) and a significant LBITDA improvement of 38% to €1.13m (H1 FY24: €1.81m), demonstrates the effectiveness of our strategic focus and disciplined cost management.

Management is actively prioritising higher-margin contracts, driving reductions in direct production costs, and maintaining close oversight of overheads while safeguarding the investments required to support long-term business growth. Cash monitoring remains critical, with management continually balancing the trade-off between funding growth initiatives and ensuring the overall sustainability of the business.

### **Review of operations**

Important upgrades to the Group's production system and capabilities are nearing completion, with full commissioning expected in Q4 2025. The revamped facility is now fully automated, capable of handling multiple precursors, and designed for scalability and replicability. These upgrades will enhance the Group's ability to deliver highly tailored materials at competitive cost, including for the first time nano-graphite and additives, to meet the evolving needs of our customers. Entering the high-volume nano-graphite market will enable the Group to expand our addressable market volume by at least 10x and reinforce our service offering across strategic sectors that include elastomers, batteries, composites, paints, and cement, alongside strengthening established key customer relationships in the Environmental and Textile verticals. This flexibility will enable the Group to capture demand across a broader range of customer segments and market contexts.

Enhanced levels of process automation and control, associated with the investment programme, will also improve operational reliability, consistency and production capacity. As previously announced, the new system includes the replacement of argon gas with nitrogen gas as the main production energy source, delivering greater energy efficiency and cost savings, expected to cut direct production costs while improving sustainability.

The major reorganisation of Setcar's operations is progressing to plan. The restructuring has strengthened governance, streamlined operations, and created a more resilient and financially disciplined business. These improvements are reflected in a half-year performance that highlights a notable advance over the prior year with Setcar now better aligned with the Group's strategy and culture. Key steps included a governance restructuring with a new General Manager, workforce optimisation to eliminate inefficiencies, and the termination of low-margin contracts — allowing Setcar to focus on high-value projects and the commercial rollout of Grafysorber®. This alignment also ensures that Setcar can support the Group's broader objectives, including innovation, market expansion, and the delivery of high-value contracts across key strategic sectors.

## Environmental remediation (82% of revenue)

The positive impact of Setcar's restructuring is already visible, with the Romanian subsidiary delivering solid results in the first six months of 2025, both in terms of revenues and margins.

The Group secured several important contract renewals across its Environmental division, including those with Ford Otosan, Cummins and Metchem. Further contracts renewals are currently being discussed. At the end of August 2025, Setcar was invited by Ford Otosan to submit an offer for services covering Q4 2025 and the whole of 2026. The renewal process has evolved into a highly competitive auction, requiring Setcar to revise its pricing downward to remain competitive. Setcar has submitted its offer and, as of the date of this announcement, no final decision has been communicated by Ford. The Company is closely monitoring developments and has prepared contingency plans for all potential outcomes, while already implementing measures identified to partially recover margins should the contract be renewed under the revised terms.

In the period, Setcar secured initial agreements with Midia International SA, worth up to \$1.5 million, to provide tank cleaning and waste disposal services as part of an offshore drilling campaign in the Black Sea, specifically the Trident EX30 block. The project will involve the use of Directa Plus's proprietary Grafysorber® technology to treat the contaminated water. The operations are most likely now expected to commence in Q1 2026, compared with the original plan to start and complete in Q4 2025. The delay is due to logistical complexities related to relocating the offshore platform in the Black Sea from the Middle East. The contract remains fully valid and unchanged in scope and value, but the revised timetable will shift the related revenue and profit contribution to next year.

The Group also secured a €1.59 million contract extension with OMV Petrom to treat oil sludges, emulsions, and contaminated water, starting in H2 FY25. This contract extends the original framework agreement, which commenced in 2021 and has generated over €1.0 million in revenues to date, to 31 December 2026, ensuring the continuity of services without interruption.

During H1, a distribution agreement was also signed with a US based agent to enter the substantial environmental decontamination market in the United States. In Italy, commercial traction is also accelerating, with the main port authority for oil-based operations in the Port of Genoa endorsing Grafysorber® through increasing orders.

Through Setcar's restructuring, we are actively positioning ourselves to unlock additional opportunities, leveraging our proprietary environmental remediation technology and tapping into the substantial market potential ahead.

## Textiles (18% of revenue)

The European textiles market has faced challenges in recent years with weaker consumer spending causing a slow-down in the Group's revenues. We have gradually seen signs of improvement, with further stabilisation expected in H2. Additionally, the growing focus on sustainability and circular economy regulations presents opportunities for companies investing in innovation and responsible production. Against this backdrop, we remain committed to optimising our operations and leveraging market trends to strengthen our commercial position.

Within the textiles vertical, the Group's strategic positioning has strengthened, with advanced collaborations to take advantage of the growing pipeline in workwear, defence, and luxury applications. In H2, the Company secured significant contract renewals, including those with Grassi and MC Armor.

Post period, Directa Plus has been awarded a contract by a sole source contract from a primary governmental defence department. The contract follows over two years of technical engagement and development activities in the defence sector, during which Directa Plus introduced and demonstrated as proof of concept

the potential of several of its newly developed technologies. This award represents an initial phase of work, designed to validate the application of Directa Plus's graphene-based solutions. This milestone contract marks the first formal success of Directa Plus in this vertical and supports the Company's long-term strategy to expand its presence in the defence sector. The Company expects that, subject to the outcome of this initial phase, this project could lead to further commercial opportunities and revenue generation from its growing defence-focused technology platform.

The textile segment continues to show strong potential in applications where the distinctive properties of G+, such as thermal conductivity, antistatic and antimicrobial effectiveness, are highly valued by the market, particularly in workwear and defence. We are continuing to grow organically with both long-standing and new customers in these areas. At the same time, we are deepening our collaborations with leading luxury brands that recognise G+ as an innovative material for membranes across multiple uses, from outerwear to footwear. In parallel, R&D efforts are progressing on niche applications, including electronic devices and advanced air filtration.

#### R&D and new applications

In parallel with the continued growth of our two core verticals — Environmental Remediation and Textiles — the Group is advancing several targeted R&D projects aimed at expanding the addressable market for our G+® technologies. These include, among the others:

- PFAS remediation, where laboratory tests have shown up to 90% removal efficiency, with pilot-scale trials under discussion with industrial partners;
- Elastomers and plastics, with new G+® masterbatches and compounds developed for applications in tires, outsoles and advanced 3D printing;
- Optical lenses, through collaborations to enhance infrared absorption and mechanical resistance;
- Air filtration, with R&D work underway on advanced membranes capable of improving particle capture efficiency for industrial and consumer applications;
- Coatings and cements, where the Group continues to monitor market developments and explore opportunities to apply G+®'s functional properties.
- Energy, where we have an ongoing collaboration with Nant G+ Power focused on graphene-enhanced dispersions for next-generation battery electrodes.

Directa Plus is also adopting a consultancy-driven approach for valuable requests in verticals where the Company does not hold IP or has chosen not to invest. This strategy enables Directa Plus to capitalise on development opportunities by offering services and building customer loyalty for future production orders.

Together, these initiatives represent a strong pipeline of opportunities which, alongside our established verticals, are expected to create new revenue streams from 2026 onwards and reinforce the Group's long-term growth trajectory.

#### People

Directa Plus continues to invest in talent, with new hires in production initiating a remodelling of the production line to increase productivity and ensure greater operational flexibility at lower direct production cost. In R&D, the Group has expanded its team and strengthened its capabilities to better align with evolving market needs and to drive innovation. These initiatives are designed to enhance the benefits of Directa Plus' technology and production process to deliver more effective, scalable and customer-oriented solutions.

The Board continues to monitor longer-term succession planning at Group level to ensure continuity of leadership and strategic direction.

# IP portfolio

The Group's broad intellectual property portfolio represents a significant hidden asset of the business, acting

as a barrier to entry for potential competitors and providing strategic protection for our technologies. Together with the extensive know-how accumulated over years of research and industrial development in graphene, our IP portfolio is a cornerstone of future growth.

We are currently prioritising patents with the highest commercial potential, recognising that the breadth of our portfolio offers opportunities in multiple applications. Looking ahead, the Group expects to unlock further value from its IP base, including through potential licensing opportunities.

#### Outlook

The Group delivered good commercial momentum in the first half of the year, with this positive trajectory continuing in H2. The international development in Environmental Remediation is progressing well, supported by a strong and growing pipeline of opportunities in Europe, the Middle East, and the US.

The upcoming production system upgrade will broaden the Group's product portfolio with advanced materials, opening access to new, high-value markets, drive efficiency and enable Directa Pls to launch a new generation of nanographite-based materials.

At the same time, R&D projects are progressing at pace beyond our two established verticals, targeting commercialisation in new markets.

While Environmental Remediation and Textiles remain the pillars of our business today, the Board sees significant future value in the new verticals being developed through our R&D pipeline, which are expected to begin contributing meaningfully from 2026.

Notwithstanding the temporary delays and uncertainties described above, the Board remains confident that the Group will close 2025 with a material improvement in EBITDA compared with 2024, reflecting the benefits of the restructuring and efficiency measures already implemented and the solid commercial momentum achieved during the year.

**Giulio Cesareo** 

**Chief Executive Officer** 

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the six months ended 30 June 2025

		Unaudited	Unaudited	Audited
In Euro		30-Jun-25	30-Jun-24	31-Dec-24
Continuing operations				
Revenue		3,902,933	3,390,904	6,661,117
Other income		17,170	56,077	165,062
Changes in inventories of finished goods and WIP		(16,894)	112,803	(41,531)
Inventory write-off		-	-	(343,946)
Raw materials and consumables used		(1,517,567)	(1,450,358)	(2,727,179)
Employee benefits expenses		(2,254,195)	(2,329,530)	(4,464,507)
Depreciation and amortisation		(413,718)	(590,390)	(1,186,301)
Impairment of intangible assets		-	-	(69,444)
Other expenses		(1,257,459)	(1,594,718)	(3,409,765)
Results from operating activities		(1,539,730)	(2,405,212)	(5,416,494)
Finance income		63,628	24,843	204,767
Finance expenses		(183,773)	(94,704)	(162,391)
Net finance costs		(120,145)	(69,861)	42,376
		(4.650.075)	(2.475.072)	(5.074.440)
Loss before tax		(1,659,875)	(2,475,073)	(5,374,118)
Tax (expense)/income		<u>-</u>	<u>-</u>	<u> </u>
Loss after tax from continuing operations		(1,659,875)	(2,475,073)	(5,374,118)
O - P				
Loss of the period		(1,659,875)	(2,475,073)	(5,374,118)
Other Comprehensive income items that will not be reclassified to profit or loss Defined Benefit Plan re-measurement gains and				
Other Comprehensive income items that will not be reclassified to profit or loss		<b>(1,659,875)</b> (12,552)	(2,475,073) 16,700	(5,374,118) 18,154
Other Comprehensive income items that will not be reclassified to profit or loss Defined Benefit Plan re-measurement gains and losses		(1,659,875) (12,552) (12,552)	(2,475,073) 16,700 16,700	(5,374,118) 18,154 18,154
Other Comprehensive income items that will not be reclassified to profit or loss Defined Benefit Plan re-measurement gains and losses Other comprehensive expense for the period (no		<b>(1,659,875)</b> (12,552)	(2,475,073) 16,700	<b>(5,374,118)</b> 18,154
Other Comprehensive income items that will not be reclassified to profit or loss Defined Benefit Plan re-measurement gains and losses Other comprehensive expense for the period (no tax impact)		(1,659,875) (12,552) (12,552)	(2,475,073) 16,700 16,700	(5,374,118) 18,154 18,154
Other Comprehensive income items that will not be reclassified to profit or loss Defined Benefit Plan re-measurement gains and losses Other comprehensive expense for the period (no tax impact) Total comprehensive expense for the period		(1,659,875) (12,552) (12,552)	(2,475,073) 16,700 16,700	(5,374,118) 18,154 18,154
Other Comprehensive income items that will not be reclassified to profit or loss Defined Benefit Plan re-measurement gains and losses Other comprehensive expense for the period (no tax impact) Total comprehensive expense for the period Loss attributable to Owner of the Parent		(1,659,875) (12,552) (12,552) (1,672,427) (1,651,981)	(2,475,073) 16,700 16,700 (2,458,373) (2,473,897)	(5,374,118) 18,154 18,154 (5,355,964) (5,140,237)
Other Comprehensive income items that will not be reclassified to profit or loss Defined Benefit Plan re-measurement gains and losses Other comprehensive expense for the period (no tax impact) Total comprehensive expense for the period Loss attributable to		(1,659,875) (12,552) (12,552) (1,672,427)	16,700 16,700 (2,458,373)	(5,374,118) 18,154 18,154 (5,355,964)
Other Comprehensive income items that will not be reclassified to profit or loss Defined Benefit Plan re-measurement gains and losses Other comprehensive expense for the period (no tax impact) Total comprehensive expense for the period Loss attributable to Owner of the Parent		(1,659,875) (12,552) (12,552) (1,672,427) (1,651,981) (7,894)	(2,475,073) 16,700 16,700 (2,458,373) (2,473,897) (1,176)	(5,374,118)  18,154  18,154  (5,355,964)  (5,140,237) (233,881)
Other Comprehensive income items that will not be reclassified to profit or loss Defined Benefit Plan re-measurement gains and losses Other comprehensive expense for the period (no tax impact) Total comprehensive expense for the period  Loss attributable to Owner of the Parent Non-controlling interests		(1,659,875) (12,552) (12,552) (1,672,427) (1,651,981) (7,894)	(2,475,073) 16,700 16,700 (2,458,373) (2,473,897) (1,176)	(5,374,118)  18,154  18,154  (5,355,964)  (5,140,237) (233,881)
Other Comprehensive income items that will not be reclassified to profit or loss Defined Benefit Plan re-measurement gains and losses Other comprehensive expense for the period (no tax impact) Total comprehensive expense for the period  Loss attributable to Owner of the Parent Non-controlling interests  Total comprehensive expense attributable to: Owners of the Company		(1,659,875) (12,552) (12,552) (1,672,427) (1,651,981) (7,894) (1,659,875)	(2,475,073) 16,700 16,700 (2,458,373) (2,473,897) (1,176) (2,475,073)	(5,374,118) 18,154 18,154 (5,355,964) (5,140,237) (233,881) (5,374,118)
Other Comprehensive income items that will not be reclassified to profit or loss Defined Benefit Plan re-measurement gains and losses Other comprehensive expense for the period (no tax impact) Total comprehensive expense for the period  Loss attributable to Owner of the Parent Non-controlling interests  Total comprehensive expense attributable to:		(1,659,875) (12,552) (12,552) (1,672,427) (1,651,981) (7,894) (1,659,875)	(2,475,073)  16,700  16,700  (2,458,373)  (2,473,897) (1,176) (2,475,073)	(5,374,118)  18,154  18,154  (5,355,964)  (5,140,237) (233,881) (5,374,118)
Other Comprehensive income items that will not be reclassified to profit or loss Defined Benefit Plan re-measurement gains and losses Other comprehensive expense for the period (no tax impact) Total comprehensive expense for the period  Loss attributable to Owner of the Parent Non-controlling interests  Total comprehensive expense attributable to: Owners of the Company		(1,659,875) (12,552) (12,552) (1,672,427) (1,651,981) (7,894) (1,659,875) (1,664,533) (7,894)	(2,475,073)  16,700  16,700  (2,458,373)  (2,473,897) (1,176) (2,475,073)  (2,457,197) (1,176)	(5,374,118)  18,154  18,154  (5,355,964)  (5,140,237) (233,881) (5,374,118)  (5,122,083) (233,881)
Other Comprehensive income items that will not be reclassified to profit or loss Defined Benefit Plan re-measurement gains and losses Other comprehensive expense for the period (no tax impact) Total comprehensive expense for the period  Loss attributable to Owner of the Parent Non-controlling interests  Total comprehensive expense attributable to: Owners of the Company Non-controlling interests	2	(1,659,875) (12,552) (12,552) (1,672,427) (1,651,981) (7,894) (1,659,875) (1,664,533) (7,894)	(2,475,073)  16,700  16,700  (2,458,373)  (2,473,897) (1,176) (2,475,073)  (2,457,197) (1,176)	(5,374,118)  18,154  18,154  (5,355,964)  (5,140,237) (233,881) (5,374,118)  (5,122,083) (233,881)

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

# As at 30 June 2025

	Unaudited	Unaudited	Audited
In Euro	30-Jun-25	30-Jun-24	31-Dec-24
Assets			
Intangible assets	1,127,988	1,343,561	1,169,681
Property, plant and equipment	2,730,564	2,971,801	2,962,133
Other receivables	2,749	161,303	3,998
Non-current assets	3,861,301	4,476,665	4,135,812
Inventories	424,588	1,033,496	686,023
Trade and other receivables	1,996,215	5,767,883	1,936,194
Cash and cash equivalent	2,970,782	927,417	4,981,138
Current assets	5,391,585	7,728,796	7,603,355
Total assets	9,252,886	12,205,461	11,739,167
<b>-</b>			
Equity	318,617	249,613	210 617
Share capital	46,569,021		318,617
Share premium		42,083,313	45,569,021
Foreign Currency Translation Reserve	(97,273)	(39,911)	(80,356)
Accumulated losses	(41,394,737)	(36,879,266)	(39,730,204)
Equity attributable to owners of Group	5,395,628	5,413,749	7,077,078
Non-controlling interests	61,667	83,162	73,531
Total equity	5,457,295	5,496,911	7,150,609
Liabilities			
Loans and borrowings	513,477	1,145,067	853,165
Lease liabilities	411,639	127,877	448,195
Employee benefits provision	233,337	236,137	207,633
Other payables	-	63,982	-
Non-current liabilities	1,158,453	1,573,063	1,508,993
Loans and borrowings	849,001	1,764,111	852,253
Lease liabilities	152,601	137,322	175,941
Trade and other payables	1,615,645	3,218,801	2,031,066
Provision	19,891	15,253	20,305
Current liabilities	2,637,138	5,135,487	3,079,565
Total liabilities	3,795,591	6,708,550	4,588,558
Total equity and liabilities	9,252,886	12,205,461	11,739,167

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

# For the six months ended 30 June 2025

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

In Euro	Share Capital	Share Premium	Foreign currency translation reserve	Accumulated deficit	Total	Non-controlling interests	Total Equity
Balance at 31 December 2023	205,469	39,181,789	(44,902)	(33,882,143)	5,460,213	1,121,911	6,582,124
Total comprehensive expense for the period							
Loss of the Period	-	-	-	(2,473,897)	(2,473,897)	(1,176)	(2,475,073)
Total other comprehensive expense	-	-	-	16,700	16,700	-	16,700
Total comprehensive expense for the period	-	-	-	(2,457,197)	(2,457,197)	(1,176)	(2,458,373)
Capital raised	44,144	3,134,249	-	-	3,178,393	-	3,178,393
Expenses related to the issuance of shares		(232,725)	-	-	(232,725)	-	(232,725)
Acquisition of 48,95% in Setcar	-	-	-	(463,185)	(463,185)	(1,037,573)	(1,500,758)
Translation reserve	-	-	4,991	-	4,991	-	4,991
Share-based payment	-			(76,741)	(76,741)	-	(76,741)
Balance at 30 June 2024	249,613	42,083,313	(39,911)	(36,879,266)	5,413,749	83,162	5,496,911
Total comprehensive expense for the period							
Loss of the Period	-	-	-	(2,666,340)	(2,666,340)	(232,705)	(2,899,045)
Total other comprehensive expense	-	-	-	1,454	1,454	-	1,454
Total comprehensive expense for the period	-	-	-	(2,664,886)	(2,664,886)	(232,705)	(2,897,591)
Capital raised	69,004	4,899,285	-	-	4,968,289	-	4,968,289
Expenses related to the issuance of shares		(413,577)	-	(413,577)	(413,577)	-	(413,577)
Acquisition of 48,95% in Setcar	-	-	-	(186,052)	(186,052)	223,074	37,022
Translation reserve	-	-	(40,445)	-	(40,445)	-	(40,445)
Share-based payment	-	-	-	-	-	-	<u> </u>
Balance at 31 December 2024	318,617	46,569,021	(80,356)	(39,730,204)	7,077,078	73,531	7,150,609
Total comprehensive expense for the period							
Loss for the Period	-	-	-	(1,651,981)	(1,651,981)	(7,894 <b>)</b>	(1,659,875)
Total other comprehensive expense	-	-	-	(12,552)	(12,552)	-	(12,552)
Total comprehensive expense for the period	-	-	-	(1,664,533)	(1,664,533)	(7,894)	(1,672,427)
Translation reserve	-	-	(16,917)	-	(16,917)	-	(16,917)
Acquisition of 1,23% in DTS						(3,970)	(3,970)
Balance at 30 June 2025	318,617	46,569,021	(97,273)	(41,394,737)	5,395,628	61,667	5,457,295

# CONSOLIDATED STATEMENT OF CASH FLOW For the six months ended 30 June 2025

	(Unaudited)	(Unaudited)	Audited
In Euro	30 Jun 2025	30 Jun 2024	31 Dec 2024
Cash flows from operating activities			_
Loss for the period before tax	(1,659,875)	(2,475,073)	(5,374,118)
Adjustments for:			_
Depreciation	277,507	374,796	741,264
Amortisation of intangible assets	136,211	215,594	445,037
Impairment on intangible assets	-	-	69,444
Impairment on assets under construction	-	-	134,121
Disposal loss on tangible and intangible assets	-	-	4,326
Share-based payment expense	-	(76,741)	(76,741)
Finance income	(63,628)	(24,843)	(204,767)
Finance expense	175,783	90,425	156,322
Interest of lease liabilities	7,990	4,279	6,069
Impairment of inventory	-	-	343,946
	(1,126,012)	(1,891,563)	(3,755,097)
(Increase)/decrease in:			
- inventories	261,434	(152,046)	(148,518)
- trade and other receivables, prepayments	(58,773)	1,808,878	2,619,479
- trade and other payables	(415,424)	124,963	(832,069)
- provisions and employee benefits	(414)	(110,955)	(208,610)
- Other provision	8,993	(25,594)	(20,542)
Net cash used in operating activities	(1,330,196)	(246,317)	(2,345,357)
Cash flows from investing activities	•		
Interest received	63,628	5,712	87,732
Acquisition/investment in subsidiary	(3,970)	(1,500,759)	(1,500,326)
Investment in intangible assets	(94,518)	(122,470)	(247,451)
Acquisition of property, plant and equipment	(45,938)	(55,789)	(100,547)
Net cash used in investing activities	(80,798)	(1,673,306)	(1,760,592)
Cash flows from financing activities			
Proceeds from capital raise net of issuance cost	-	-	7,500,380
Interest on loan and other financial cost	(45,741)	(84,186)	(143,459)
New borrowings	-	1,000,000	1,172,896
Repayment of borrowings	(342,933)	(361,834)	(1,738,490)
Repayment of lease liabilities	(59,896)	(124,366)	(215,714)
Net cash (used in)/ from financing activities	(448,570)	429,614	6,575,613
Net increase/(decrease) in cash and cash		•	
equivalent	(1,859,564)	(1,490,009)	2,469,664

Exchange (losses)/gains on cash and cash			
equivalent	(150,792)	24,122	118,171
Cash and cash equivalents at beginning of the			
period	4,981,138	2,393,303	2,393,303
Cash and cash equivalents at end of the period	2,970,782	927,416	4,981,138

# NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS For the 6 months ended 30 June 2025

#### 1. Basis of preparation

## (a) Statement of compliance

The financial information contained in this announcement does not constitute statutory financial statements within the meaning of Section 435 of the Companies Act 2006.

The financial information for the six months ended 30 June 2025 is unaudited. In the opinion of the Directors, the financial information for the period fairly represents the financial position of the Group. Results of operations and cash flows for the period are in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006. The accounting policies, estimates and judgements applied are consistent with those disclosed in the Group's statutory financial statements for the year ended 31 December 2024. The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the full annual report for the year ended 31 December 2024.

All financial information is presented in Euro, unless otherwise disclosed.

The Directors of the Company approved the financial information included in these Interim condensed consolidated financial statements on 23 September 2025.

#### (b) Basis of measurement

The financial statements have been prepared on the historical cost basis unless otherwise stated.

#### (c) Functional and presentation currency

These financial statements are presented in Euro ( ${}^{\prime}$ E) and is considered by the Directors to be the most appropriate presentation currency to assist the users of the financial statements. The functional currency of the Company and Italian operating subsidiary is Euro ( ${}^{\prime}$ E). The functional currency of the Romanian subsidiary is RON.

## (d) Going concern

The Group meets its working capital requirements through the receipt of revenues from the provision of its services and sale of products mainly in Europe, the management of capital and operating expenditure, the working capital and other borrowing facilities available to it and from the issue of equity capital.

The conflict in Ukraine and Middle East, high inflation, increased tariffs in international trades and increased interest rates by the Central Banks have been an additional cause of uncertainty over the macroeconomic outlook, affecting both the political and business environments. These events have had a significant impact on global economies and markets, and on the operations and operational funding of companies experiencing widespread inflationary cost pressures and supply chain disruption. In particular, certain sectors such as textiles and environmental services have been directly affected — the former by increased raw material and energy costs, and the latter by rising operational expenses and delays in public and private sector contracting — adding further pressure on businesses operating in these industries.

The Directors believe that the Group has the systems and protocols in place to address the challenges, however at the date of release of these interim results it is not clear how long the current circumstances are likely to last and what the long-term impact will be.

As of 30 June 2025, the Group had net assets of €5.46m (31 December 2024: €7.15m) and cash and cash equivalent of €2.97m (31 December 2024: €4.98m).

The Directors prepared a cash flow forecast for the Group and the Parent Company for the period to December 2026 to assess if there is sufficient liquidity in place to support the plan and strategy for the future development of the Group. This forecast showed that the Group and the Parent Company will have sufficient financial headroom for the next twelve months provided that certain growth objectives — which the Directors believe to be achievable — are delivered.

In addition, the Directors, in formulating the plan and strategy for the future development of the business, considered reasonably plausible downside scenarios including reductions in forecast revenues and gross margin. Under those stressed scenarios, the Group could exhaust its cash resources before December 2026 and therefore be required to raise additional funding which is not guaranteed.

These events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Group and Parent Company's ability to continue as going concern and therefore, the Group and the Parent Company may be unable to realise their assets or discharge their liabilities in the normal course of business. The Directors review regularly updates to the scenario planning such that it can put in place mitigating actions and maintain the viability of the company and will keep stakeholders informed as necessary.

The Directors have concluded that it is appropriate to adopt the going concern basis of accounting in the preparation of the financial statements. The financial statements have therefore been prepared on the going concern basis. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

#### 2. Earnings Per Share

The earnings per share have been calculated using the weighted average of ordinary shares. The Company was loss making for all periods presented. Therefore, the dilutive effect of share options has not been taken account of in the calculation of diluted earnings per share, since this would decrease the loss per share for each of the period reported.

	Change in number of ordinary shares	Total number of ordinary shares	Days	Weighted number of ordinary shares
At 31 December 2021	4,857,539	66,032,126	365	61,380,599
At 31 December 2022	25,523	66,057,649	365	66,053,593
At 31 December 2023	-	66,057,648	365	66,057,649
At 31 December 2024	38,361,106	104,418,755	365	85,465,587
At 30 June 2025	-	104,418,755	181	104,418,755

	30 Jun 2025	30 Jun 2024	31 Dec 2024
Loss for the period	(1,651,981)	(2,473,897)	(3,140,237)
Weighted average number of shares:			
- Basic	104,418,755	66,304,144	85,465,588
- Diluted	105,446,938	67,332,327	86,493,771
Loss per share:			
- Basic	(0.02)	(0.04)	(0.06)
- Diluted	(0.02)	(0.04)	(0.06)