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SABIEN TECHNOLOGY GROUP PLC

FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2026

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SABIEN TECHNOLOGY GROUP PLC

COMPANY INFORMATION
FOR THE YEAR ENDED 30 JUNE 2026

Directors	Charles Goodfellow Ranald McGregor-Smith Richard Parris Edward Sutcliffe
Company Secretary	Edward Sutcliffe
Registered Number	05568060
Registered office	71-75 Shelton Street London WC2H 9JQ
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SABIEN TECHNOLOGY GROUP PLC

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CHAIRMAN & CHIEF EXECUTIVE OFFICER'S REPORT (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2026

We report on the results for Sabien Technology Group Plc ("Sabien", the "Company" or the "Group") for the year ended 30 June 2026.

Sabien highlights 2026

	Year to 30 June 2026	Year to 30 June 2025
Revenue	£750k	£847k
Revenue excluding Parris Group Stock sales	£670k	£750k
Customer orders received	£908k	£948k
Gross profit margin	56.0%	64.9%
Gross profit margin (excluding Parris Group Ltd stock sales)	62.7%	70.7%
Operating loss	£(569)k	£(456)k
Net loss after tax	£(544)k	£(647)k
Cash at year end	£30k	£67k
Net liabilities	£(392)k	£(112)k
Order book carried into new financial year	£196k	£100k
Loss per share – basic and diluted	(2.01)p	(2.66)p

Financial results

Revenue for the year was £0.75m (2025: £0.85m). The loss after taxation was £0.54m (2025: £0.65m loss).

At 30 June 2026, cash and cash equivalents amounted to £0.03m (2025: £0.07m).

Dividend policy

The directors propose no dividends (2025: nil) in the year.

Executive Chairman's Statement

Overview

FY2026 has been a challenging year for Sabien. Despite encouraging first-half growth, full-year revenues fell below expectations and the Group continued to report an operating loss.

I recognise shareholders' disappointment with the Company's financial performance and the time taken to convert commercial opportunities into meaningful revenues. The Board shares that frustration and remains focused on improving operational performance and delivering shareholder value.

Nevertheless, developments during the year and decisions taken since the year end have clarified the Group's strategic direction.

Sabien is pursuing a two-pronged strategy: developing M2G as its core operating business whilst preserving and supporting its longer-term investment and commercial interests in the City Oil Field (COF) opportunity.

These activities are fundamentally different. M2G is an established operating business with existing products, customers and revenues. COF represents a longer-term strategic investment and commercial rights portfolio, offering potential economic participation in industrial-scale waste-plastics recycling projects.

The Board believes managing these opportunities according to their different commercial characteristics provides a sound basis for creating shareholder value.

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Financial performance

Revenue for FY2026 was £750,000 compared with £847,000 in FY2025, a reduction of 11.5%.

First-half revenues increased by 51% to £504,000, but customer purchasing and installation schedules slowed during the second half.

Customer orders exceeded £908,000 compared with £948,000 in FY2025. The Group entered FY2027 with an opening order book of £196,446, almost double the equivalent position last year.

The operating loss increased to £569,000 from £456,000 in FY2025. Cash at the year end was £30,000 compared with £67,000 previously.

Whilst the reported net loss after tax improved compared with FY2025, this included non-recurring accounting adjustments and does not represent an equivalent improvement in underlying trading performance.

These results reinforce the importance of improving sales conversion, maintaining financial discipline and concentrating resources on sustainable revenue generation.

M2G: Developing the operating business

M2G remains Sabien's principal operating business and the foundation of its near-term revenue and cash generation.

Our M2G Cloud Connect technology enables customers to reduce energy consumption and monitor heating installations across multiple buildings.

The development of EVO, our next-generation product, represents an important step forward. Designed to replace the existing M2G hardware platform, we expect EVO to enter the market during the first quarter of calendar year 2027.

EVO is expected to deliver lower manufacturing costs, improved gross profit margins and a significantly simplified installation process. These improvements should make EVO particularly suitable for volume sales through third-party distribution and installation networks, allowing Sabien to address a wider market without a corresponding increase in its own operating infrastructure.

EVO also provides a more flexible technology platform, creating opportunities to extend Sabien's offering beyond boiler optimisation towards wider energy management applications.

We are seeing increasing interest from facilities management customers in energy management platforms incorporating AI-assisted optimisation of building energy performance. We believe M2G Cloud Connect provides a foundation for developing such capabilities, potentially creating opportunities for additional services and recurring revenues.

This represents an opportunity to build on existing technology and customer relationships rather than enter an entirely new market.

Technology development and specialist capability

Sabien benefits from access to the specialist technology and development capabilities of Aretiico Group plc, a business in which Parris Group Limited has a substantial shareholding.

Aretiico brings expertise in cloud platforms, connected devices, secure digital identity and trusted AI systems, enabling Sabien to accelerate the development of EVO and extend the capabilities of M2G Cloud Connect without establishing a substantial internal engineering organisation.

This expertise is particularly relevant to the growing interest amongst our facilities management customers and commercial partners in secure, AI-enabled platforms for building energy management. As buildings become increasingly connected and energy management decisions more automated, establishing trusted digital identities for connected devices and AI agents, verifying the provenance of energy data and controlling the authority to operate building systems become increasingly important. We believe the combination of M2G Cloud Connect and Aretiico's specialist capabilities provides a foundation for developing secure, auditable AI-assisted energy management solutions.

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Under the existing arrangements, Parris Group initially finances development work undertaken by Aretiico for Sabien, with the costs to Sabien governed by the contractual commission and additional charge arrangements described below. Sabien owns the intellectual property developed specifically for the Company.

In return, Parris Group receives a contractual commission of 5% on relevant Sabien sales. The agreement also provides for an additional charge where development costs exceed the commissions earned. This resulted in an additional charge of £128k recognised in FY2026 (FY2025: £nil), relating to development undertaken between August 2024 and June 2026. Under the contractual arrangements, Parris Group has discretion over the timing of collection and intends to defer collection until Sabien has sufficient financial resources to meet the obligation.

The Board considers these arrangements commercially beneficial to Sabien, providing access to specialist development expertise at rates below those typically charged for comparable services.

Given my interests in Parris Group and Aretiico, the Board recognises the importance of appropriate governance and transparency in relation to these arrangements. Relevant transactions are subject to the Company's applicable related-party procedures and oversight.

Commercial strategy and distribution

During the year, Sabien pursued discussions with Haydale plc and SaveMoneyCutCarbon concerning a proposed UK master distribution agreement. Despite extensive engagement, the parties were unable to agree material commercial and legal terms and the discussions were terminated.

Our strategy remains focused on growing sales through a combination of existing customer relationships, direct commercial engagement and partnerships with organisations that have established sales channels and installation capabilities.

We continue to believe that a master distribution arrangement could provide an effective route to accelerating sales growth without the cost of establishing a large national sales and installation infrastructure. However, securing such an arrangement is not a prerequisite for progressing our commercial strategy.

The introduction of EVO is expected to strengthen our proposition to customers and distribution partners through a simpler, lower-cost product architecture and simplified installation. Although global increases in electronic component costs may affect manufacturing costs across both EVO and M2G, EVO is designed to retain a relative cost advantage over the existing product. These benefits should support more competitive pricing, the potential for improved margins and greater commercial scalability.

Alongside equipment sales, we intend to develop opportunities for recurring revenues through M2G Cloud Connect, building on our existing connected-device infrastructure to offer customers enhanced monitoring, energy-performance data and, as these capabilities are developed, AI-assisted energy management services.

Our priorities for FY2027 are therefore to grow sales from existing and prospective customers, support the commercial introduction of EVO, expand our distribution relationships and progressively develop the service capabilities of M2G Cloud Connect. We believe this approach provides a practical route to building a more scalable and sustainable business.

COF: Preserving our investment and commercial interests

Sabien's interests in City Oil Field's Regenerated Green Oil technology represent a very different opportunity.

Unlike M2G, COF offers the potential for Sabien to participate economically in industrial-scale waste-plastics recycling projects.

Sabien's interests extend beyond its equity investment in b.grn Group Limited to include contractual agency and other commercial rights associated with the development and deployment of COF technology. These rights offer potential income from successful projects independently of any future realisation of the Company's equity investment.

The opportunity is potentially substantial, but project development involves longer timescales, significant capital requirements and risks fundamentally different from those of Sabien's operating business.

I recognise that many shareholders regarded COF as potentially Sabien's most transformational opportunity and

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were disappointed when the Board announced that its interests would be placed under strategic review.

That review was initiated against a background of limited financial resources and uncertainty over the timing of commercial opportunities. It was never intended to diminish the potential value of COF.

Subsequent progress in North America, combined with arrangements for Parris Group to support ongoing development costs through b.grn, has enabled the Board to preserve Sabien's interests without committing additional Company funding at this stage.

Developments include engagement with prospective Canadian operators, a visit to COF's commercial production facility in South Korea and the appointment of dedicated business development resources in North America.

Accordingly, as announced on 5 October 2026, the Board has suspended its strategic review of the COF and b.grn interests.

The current development programme is being undertaken through b.grn, with financial support from Parris Group Limited, rather than requiring additional funding from Sabien.

This arrangement preserves Sabien's existing investment and contractual rights whilst allowing the Group to concentrate its financial resources on M2G.

Whilst there can be no certainty that current opportunities will result in commercially viable projects, the Board believes preserving this potential upside is an important component of its long-term strategy.

Financial position and going concern

The Group’s financial position remains constrained, and improving cash generation from M2G is an immediate priority.

Sabien continues to benefit from financial support from Parris Group Limited (“PGL”), which has supported the Company through loans and other working capital arrangements. Separately, PGL funds specialist product development undertaken by Aretiico and supports the development of COF opportunities through b.grn. These arrangements have enabled Sabien to maintain its operating activities and pursue commercial opportunities despite its limited financial resources. The financial terms of the Company’s related party arrangements are set out in the accompanying financial statements.

During the year, and particularly in the second half, the Board took a number of steps to simplify Sabien’s balance sheet and reduce its reliance on related party debt. Sabien received £251,186 from b.grn. This comprised £154,972 of historical management service fees, repayment of a £37,167 intercompany loan, and £59,047 in partial settlement of the Company’s fixed profit share entitlement arising from its historical investment in the COF project. Of these proceeds, £127,500 was paid to PGL before 30 June 2026 in settlement of amounts due under the PGL wholesale stock facility and the PGL research and development and IT support agreement.

The Company also settled liabilities through the issue of new ordinary shares. On 27 May 2026, 875,657 shares were issued at 5.71p per share in settlement of £50,000 of a £90,000 liability under a historical contract, which had been partially recognised in the prior year’s financial statements. The remaining £40,000 is payable in cash in quarterly instalments. On 16 June 2026, with the agreement of the Directors, 2,990,150 shares were issued at 6p per share in settlement of £179,409 of accrued FY26 Directors’ remuneration. At the same time, our broker, AlbR Capital Limited, accepted 1,066,666 shares at 3.75p per share in settlement of £40,000 of accrued fees. Following these issues, the Company’s issued share capital comprised 31,725,958 ordinary shares.

The Directors have considered the availability of continuing financial support alongside the Group’s cash flow forecasts and have prepared the financial statements on a going concern basis. However, the timing and conversion of future sales remain uncertain and the Group is dependent on the continued support of PGL, including drawings under facilities which are not committed; together these represent a material uncertainty, as explained in the financial statements.

The Board’s priority is to increase M2G revenues and gross profit while keeping tight control of operating costs, so that the Company progressively reduces its dependence on external financial support.

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CHAIRMAN & CHIEF EXECUTIVE OFFICER'S REPORT (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2026

Outlook

Trading in the first quarter of FY2027 has been encouraging. Sales of approximately £221,000 were broadly in line with the corresponding period last year, with a further £77,000 of customer orders awaiting installation.

Whilst this does not yet represent the growth we are seeking, it demonstrates continuing customer demand and provides a foundation upon which to build during FY2027.

Our immediate priorities are to build on this performance, bring EVO to market during the first quarter of calendar year 2027, broaden our distribution network and improve the profitability and scalability of M2G.

Alongside this, we intend to explore opportunities to extend M2G Cloud Connect into wider building energy management applications, responding to customer interest in intelligent and AI-assisted energy optimisation.

For COF, our objective is to preserve and enhance Sabien's existing investment and commercial rights whilst supporting commercially viable opportunities through b.grn and its partners, without exposing Sabien to disproportionate funding commitments.

These distinct but complementary strategies balance near-term operational performance with longer-term investment potential.

Conclusion

FY2026 has not delivered the financial progress shareholders expected, and the Board recognises that this must change.

However, I believe Sabien now has a clearer strategic direction.

M2G provides the opportunity to build a sustainable and growing operating business, with EVO offering improved margins and a scalable distribution model. Our access to Aretiico's specialist technology capabilities provides an important advantage in developing this opportunity without building a substantial internal engineering organisation.

Alongside this, our COF investment and commercial rights portfolio provides exposure to a potentially significant longer-term opportunity without requiring Sabien to fund its current development.

Our responsibility is to manage these opportunities according to their different commercial characteristics, maintain financial discipline and convert potential into tangible shareholder value.

I thank our employees, customers, commercial partners and shareholders for their continued support.



Richard Parris
Executive Chairman
Date 9 November 2026

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GROUP STRATEGIC REPORT
FOR THE YEAR ENDED 30 JUNE 2026

1. Review of the Group's Business

Sabien's business strategy focuses on providing innovative solutions to support the journey toward net zero, guided by economic practicality rather than ideology. In light of current economic conditions, including persistent inflationary pressures and modest growth, the global timeline and feasibility of achieving net zero are being reassessed. While net zero initiatives are expected to continue, they will likely be shaped by a stronger emphasis on cost-efficiency compared to previous decades. As the transition becomes more complex, we anticipate that governments, businesses, and consumers will prioritise pragmatic and budget-conscious choices. Innovation that enables a more affordable path to net zero will be increasingly valued.

Sabien's two business lines, M2G boiler optimisation and plastic to oil recycling, are strategically positioned to support the transition to net zero through commercially viable, energy-efficient solutions. The Group recognises that long-term shareholder value must be resilient to economic cycles and financial constraints. Accordingly, Sabien targets businesses whose success is not dependent on the achievement of net zero targets, but which are nonetheless strongly aligned with the global shift toward sustainability.

Through selective partnerships, Sabien continues to build a portfolio that reflects its commitment to innovation, operational efficiency, and environmental responsibility, while maintaining a clear focus on delivering sustainable returns for shareholders. The Group's priority is the commercial deployment of M2G as its core operating business, and the Group's interests in b.grn and COF are being preserved without further cash commitment from Sabien, with the current development programme undertaken through b.grn with financial support from Parris Group Limited. As announced on 5 October 2026, the Board has suspended its strategic review of those interests.

During the year ended 30 June 2026, the Group achieved the following milestones in its strategic development:

- Simplified the Group's balance sheet through the receipt of £251,186 from b.grn and the settlement of £127,500 of liabilities to PGL, together with the settlement of £219,409 of director remuneration and broker fees, and £50,000 of a historical contract liability, through new share issues;
- Progressed development of EVO, the next-generation M2G device expected to enter the market in the first quarter of calendar year 2027, under an arrangement whereby Parris Group Limited funds development work undertaken by Aretiico Group plc, Sabien owns the intellectual property developed for it and Parris Group receives a 5% commission on relevant Sabien sales as well as an uplift in the years where development costs exceed commissions. In the initial period of M2G Cloud and EVO development from August 2024 to June 2026 which was recognised in the year, there was an uplift of £128k (FY25: £nil), total amount outstanding at year end £139k (2025: £29k); and
- COF's Jeongeup plant achieved full certification (ISCC PLUS, PSM, KTL) and moved into full-scale operation, and COF secured an initial $1m investment from PEDCO of Saudi Arabia and the UAE as part of a wider funding round valuing COF at approximately $72m; a Proposed Strategic Agreement with COF announced in November 2025 did not complete due to regulatory issues, and the Group's existing sales agency arrangement with COF continues on its current terms to 2029.

Sabien believes that operational growth cannot be the Group's sole objective. Growth must be closely and clearly aligned to the creation of consistent, long term shareholder value. In order that this occurs, Sabien employs clear investment value criteria which are deployed at the point of commitment. These criteria focus on three fundamentals: management team strength, defendable technical advantage, and strong financial position.

Ownership, and its concomitant control, is critical to the continued success of the business. Since incorporation, the Group has owned the rights to M2G. This provides control over patented energy efficiency products and any products that result from their development. The Group's focus is the product installation on commercial boilers and water heaters, both within the UK and overseas. Sabien subcontracts the manufacture of both products to its principal supplier, based in Northern Ireland, and manages installations globally through a team of Sabien engineers and trained installation partners.

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Sabien believes that this control has been a key contributor to the Group's strong reputation in its chosen marketplace. It is regularly recognised as the market leader in Boiler Optimisation Controls. This position reflects both the efficiency of the installed base and the innovation-led development of the products, and is now complemented by the Group's move toward embedding M2G within established distribution partners' own customer relationships, as described under Other sales channels below.

Background to the boiler optimisation business
Acceptance is critical to the long term success of the Boiler Optimisation business. Historically, the Group focused on large estates, often owned and managed by public or quasi public bodies. In order to achieve penetration of this market, the Group offered paid pilots of its M2G product. This strategy proved successful with the award of a number of multi year multi million pound contracts. However, the consolidated nature of this public market, notably at a time of public funding uncertainty, created timing variability which affected profitability.

In response, the Group has continued to transition the sale of its M2G technology toward procurement models, including subscription services through channel partners who control already significant end user infrastructure. This significantly increases volumes and reduces sales cycle times from many months to only a few weeks. Securing a suitable master distribution partner remains a key commercial priority for FY2027.

Designing M2G Cloud Connect's advanced technical capabilities to include integration will allow clients to incorporate M2G insights as they migrate into their smart buildings and AI-powered portfolio management systems.

Recognising the need to establish a broader customer base which would improve both the scale and consistency of revenue generation, the Group has a long term expansion strategy. From the introduction of a rental model option in 2018, facilitating the piloting and financing of the M2G product, through the launch of the Forensic Boiler Audit (“FBA”) service, to the launch of the M2G Cloud System, the Group has achieved success in the following key areas:

- A greater proportion of recurring revenue;
- Demonstrable real time savings to customers across their entire estate portfolio;
- Additional and unique boiler analytics which drive instant engineering engagement with actionable, data-driven insights pinpointing root causes and measurable efficiency gains; and
- A time to commercial engagement cycle which is materially shorter.

Market – Energy efficiency retrofit – Commercial Gas
Sabien believes that the nature and structure of the available market for its products is changing and that these changes are to the Group's advantage.

The Group's historical customer base shared a number of key attributes: large individual entities such as service providers, public administrations, and industrial operations, which use centralised heating and water provision, resulting in energy costs being a relatively small proportion of total production costs. As a result, adoption of energy efficiency programmes was constrained by low gas prices, the availability of capital, and the lack of Automated Maintenance Reporting (AMR) in the UK built environment.

Sabien believes that these historical factors are becoming less of a constraint on adoption. The war in Ukraine, and the resulting attitudes of OPEC+, has created inflationary pressures in the petrochemical market. The Group believes that these pressures are unlikely to abate in the short to medium term, and that the cost of gas remains a focus for building managers, for whom mitigation of this cost is important.

In January 2026 the UK government published its Warm Homes Plan, which dropped the previously proposed 2035 phase-out of gas boiler installations in existing homes and replaced it with an incentive-led approach centred on grants such as the Boiler Upgrade Scheme, since extended to 2030, rather than a legislated cut-off date. New-build homes in England will be required to use low-carbon heating from around March 2027 under the Future Homes Standard. These developments relate principally to residential heating; the Board is not aware of an equivalent change specific to commercial gas boilers, which remain the Group's market, and continues to monitor this area (see Principal risks and uncertainties below).

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Within public organisations, the mandate to deliver value for money across estates and the systems therein, notably in the aftermath of recent public body financial problems, remains more prevalent than in previous years. Sabien believes that this cost-driven approach will not focus solely on improving the efficiency of historical systems, which M2G addresses, but will seek to embrace the evolution of new processes, such as that provided by COF.

Thus, the combination of rising running costs and the high profile failure of public bodies' financial management continues to favour the adoption of energy efficient systems such as those provided by the Group. Capital is now more likely to be deployed for continuous improvement than new large projects.

Other sales channels
Establishing multiple routes to market is a central tenet of the Group's strategy to build wide and deep foundations for revenue growth at profitable margins. The Group's principal near-term focus is to develop additional commercial distribution partners.

At present, the Group also operates on a fully integrated basis in the UK; from sales, through installation, to efficiency management. Outside the UK, the Group's partnership strategy allows for the deployment of its market leading technical knowledge through distribution partners, who supply energy efficiency solutions, boiler systems and controls to their own customers in their own territories. Overseas revenue increased to £47k in FY26, or 6.3% of total revenue (FY25: £7k, 0.8%), reflecting continued, if still modest, growth in this channel.

By so doing, the Group has developed key commercial relationships with the central players in energy efficient solutions, building portfolio management, and boiler maintenance and management, removing the need to build its own distribution and maintenance networks. Recent contract awards from public bodies and private organisations, notably within real estate management, are a testament to this approach.

Team
The Group employs its own project management and technical engineering staff who are responsible for ensuring the smooth roll out and quality control of each M2G pilot and installation project. Average monthly headcount for the year, including directors, was 10 (FY25: 10), comprising 4 directors and 6 administrative and technical staff.

Other Technology Development
In addition to the established boiler optimisation business, Sabien's green aggregation strategy also includes its 33.33% interest in b.grn Group Limited (“b.grn”), the vehicle through which the Group pursues the COF Regenerated Green Oil (“RGO”) opportunity under an exclusive UK and US sales agency arrangement running to 2029.

Background to the Plastic to Oil Business
Sabien has secured exclusive rights in the UK and US to commercialise City Oil Field's (COF) Regenerated Green Oil (RGO) technology, a certified, proven process that converts mixed, contaminated waste plastic into high-quality sustainable oil and naphtha.

COF's inaugural commercial plant in Jeongeup, South Korea, achieved full international certification (ISCC PLUS, PSM, KTL) during the year and moved into full-scale operation. During the year, COF secured an initial US$1m investment from PEDCO of Saudi Arabia and the UAE, part of a wider funding round valuing COF at approximately $72m (KRW 100 billion). This facility continues to serve as a showcase for replication at national and international levels.

Sabien's strategic intent has been to maximise the commercial benefits of its exclusive rights by transitioning from being solely a licence-holder to becoming a developer and operator of RGO plants through b.grn. In November 2025 the Company announced a Proposed Strategic Agreement with COF, involving a minority equity exchange between the companies and a proposed 10-year extension and expansion of Sabien's exclusive sales agency arrangement, conditional on completion of the PEDCO investment and Korean regulatory approvals; the minority equity exchange did not complete due to regulatory issues. As announced in June 2026, the Board concluded that the M2G business and the COF-related opportunity have materially different development and

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funding profiles, and resolved to prioritise Group resources on the commercial deployment of M2G. Sabien retains its existing contractual and economic interests in COF and b.grn; b.grn is currently funding its own operating expenditure, and Sabien is not committing further cash to the opportunity at this stage. The Board will determine in due course whether to participate in future b.grn funding rounds.

Strategic Positioning and Technology Leadership
Sabien's exclusive rights position it to participate in the global deployment of modular RGO plants. The UK serves as the hub for licensing, governance, and technical expertise underpinning the Group's interest. The technology has been validated through the Jeongeup facility, which demonstrates the technical, environmental, and economic viability of COF's non-combustion catalytic system, and this validation has been further reinforced by COF's PEDCO-backed funding round.

The first commercial sites previously identified include Phoenix, Arizona, with discussions also progressing around potential UK locations, including Northampton, North Yorkshire, and Bristol, subject to any future decision by the Board on the Group's participation in this opportunity.

Technology Overview
At the heart of the plastic-to-oil opportunity is a unique low-temperature process that utilises a solid-state catalyst. Unlike pyrolysis, this technology does not involve incineration, meaning there are no combustion by-products released into the atmosphere. This results in near-zero emissions of toxic pollutants and CO2, offering a significantly cleaner alternative to conventional waste processing methods.

Each modular unit is capable of processing 24 tonnes of waste plastic per day, yielding up to 24,000 litres of oil and naphtha. With a capital expenditure of approximately £15 million per module (excluding land acquisition), the economic case for deployment remains compelling. The technology is also highly versatile, able to process low-grade, contaminated plastics that are unsuitable for traditional recycling and would otherwise be destined for landfill or incineration.

Growth Roadmap
The replicable, modular rollout model previously scoped for Northampton and Phoenix, and the broader pipeline of municipal and regional sites under evaluation, remain part of the opportunity, subject to any future decision by the Board on b.grn funding participation. The full certification of the RGO product continues to unlock the potential for global export of sustainable naphtha and fuels.

Value Creation
Ownership of projects via b.grn, where the Board determines it is appropriate to participate in future funding rounds, would offer long-term cashflows, while the production of certified sustainable naphtha offers access to premium pricing in global chemical markets. The environmental benefits of the technology also generate carbon credits and align with evolving circular economy regulations.

Delivering on Sabien's Vision
Sabien's vision remains the creation of a new international business focused on sustainable naphtha and oil production, offering a scalable solution to the global plastic waste challenge. The Board's current focus, however, is the commercial deployment of M2G, with the Group's interests in b.grn and COF preserved through the current development programme undertaken by b.grn with financial support from Parris Group Limited. As announced on 5 October 2026, the Board has suspended its strategic review of those interests.

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2. Principal risks and uncertainties facing the Group

The principal risks faced by the Group during the year, and looking ahead to FY27, are:

1. Technology developments and competitive products; 2. Changes in legislation; 3. Supply chain issues; 4. Brand awareness and maintenance of reputation; 5. Employee retention; 6. Funding; 7. UK Energy Efficiency Barriers; and 8. Customer concentration.

The Group places great importance on internal control and risk management. A risk aware and control conscious environment is promoted and encouraged throughout the Group. The Board, either directly or through its committees, sets objectives, performance targets and policies for management of key risks facing the Group.

The risks outlined above are not an exhaustive list of those faced by the Group and are not intended to be presented in any order of priority. The Group holds weekly management meetings at which, inter alia, business risks are reviewed and any areas that are causing concern are discussed. A plan of action to resolve issues is then put in place.

1. Technology developments and competitive products

Risk	Mitigation
The risk that a competitive product comes to market that provides energy and CO2 savings on commercial gas boilers. The risk that commercial gas boilers are replaced by alternative heat sources, such as heat pumps.	Since Sabien's incorporation in 2006, no directly competitive product has entered the market; overall this is considered low risk due to Sabien's established position in the market. Current heat pump alternatives remain inefficient and expensive relative to gas boilers for commercial estates. A master distribution arrangement, if secured, would also embed M2G within an established distribution partner's existing customer relationships.

2. Changes in legislation

Risk	Mitigation
The risk that commercial gas boilers are banned or otherwise restricted by legislation.	In January 2026 the UK government published its Warm Homes Plan, which dropped the previously proposed 2035 phase-out of gas boiler installations in existing homes, replacing it with an incentive-led approach. This reduces the legislative risk previously identified, although the change relates principally to residential heating; the Board continues to monitor developments specific to commercial gas boilers.

3. Supply chain issues

Risk	Mitigation
The risk that key electronic components become obsolete or unavailable.	Sabien has historically suffered from extended lead times for key components for its products, reflecting the worldwide semiconductor shortage that began in circa 2023 and continued with the current AI investment meaning processors supply is constrained. That shortage has substantially eased since then, and Sabien has standardised and modernised its products to use more generic “off the shelf” components which are more readily available.

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Principal risks and uncertainties facing the Group (continued)

4. Brand awareness and maintenance of reputation

Risk	Mitigation
The risk that customers are unaware of Sabien's solutions or that Sabien's reputation becomes damaged.	The Group is working to develop its partner network, including the pursuit of a master distribution partner, and through that to extend its reach and awareness within the market. Sabien has a strong reputation for quality which it maintains through quality standards for its products, staff training, and ensuring that staff members with the necessary skill base are employed.

5. Employee retention

Risk	Mitigation
The risk that key employees leave the business.	Employees are incentivised with competitive salary and benefit packages, and are cross skilled with knowledge in different areas of the business. Engineer install capacity is supplemented with subcontractors who have been trained on the M2G Cloud Connect product. Average headcount was unchanged at 10 during the year.

6. Funding

Risk	Mitigation
Inability to raise finance to develop the business. Sabien is a small-scale business in comparison to the AIM market, which means equity funding on the market can be more difficult to achieve, and traditional bank funding is increasingly only available when there is asset backing available. The Group's net liabilities position increased to £392k during the year (FY25: £112k).	The Group continues to rely on funding from Parris Group Limited ("PGL"), an entity controlled by the Executive Chairman, including working capital loans, an invoice factoring facility entered into in November 2025, and the settlement of liabilities through share issues, most recently including a £50,000 settlement of a historical contract liability. PGL has indicated its present intention to continue providing support for the foreseeable future, although no new binding funding commitment has been entered into as at the date of this report. A master distribution arrangement, if secured, would be intended over time to reduce the Group's dependence on PGL by diversifying M2G's route to revenue; the Group's interests in b.grn and COF represent a longer-term, currently unfunded, option rather than a near-term source of funding.

7. UK Energy Efficiency Barriers

Risk	Mitigation
Information, its provision and lack of trust, misaligned financial incentives, and behaviour barriers mean energy efficiency is undervalued. These barriers are often interrelated and work together to reduce investment in energy efficiency. The UK market is underdeveloped and has relatively limited/mixed expertise and know-how on the client and vendor side. Energy efficiency projects can be undermined by the absence of standardised monitoring and verification processes, which means the benefits of energy efficiency investments are not always trusted.	The Group is working to develop its partner network and through that to develop awareness within the market. Routing sales through an established, trusted intermediary under a master distribution arrangement, if secured, is expected to help address the "lack of trust" barrier described above.

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Principal risks and uncertainties facing the Group (continued)

8. Customer concentration

Risk	Mitigation
During the year the Group generated 51% of its revenue from one customer (FY25: 65%), which represents a concentration risk.	Sabien is a preferred supplier to the customer, but the revenue is split between multiple different profit centres within the customer, so it is not dependent on one relationship within the customer. Sabien is working to expand its referrer network, including through a master distribution arrangement, to diversify away from this concentration risk.

Business Development – UK

The Group achieved sales in the year of £750k (2025: £847k), a decline of 11.5% reflecting the deferral of some customer installations into FY27 rather than a reduction in underlying demand. Excluding Parris Group Limited sales related to stock purchases, the Group achieved sales of £670k (2025: £750k). M2G Cloud Connect delivered a strong first-half performance, with new orders for the six months to 31 December 2025 up 76% year on year to £0.49m and recognised sales up 51% to £0.50m, before the timing of customer capital spending decisions slowed installations in the second half. Customer orders received in the year totalled more than £908k (FY25: £948k), and the order book carried into FY27 was more than £196k (FY25: £100k). Average headcount, including directors, was unchanged at 10.

The Board's principal strategic focus for the UK M2G business is to develop sales through growth of the partner network and development of distributor relationships including a master distribution partner. Discussions with SaveMoneyCutCarbon (“SMCC”) and Haydale Plc on a proposed UK distribution agreement, announced on 21 May 2026 and further updated on 18 August 2026, were terminated after the parties were unable to agree material commercial and legal terms, and the proposed strategic investment and financing framework will not proceed. Securing a suitable distribution partner remains an important commercial priority for FY2027.

Financial review

The Group made an operating loss of £569k in the year (FY25: £456k). Gross profit margin fell to 56.0% (FY25: 64.9%), or 62.7% excluding related party stock sales to PGL (FY25: 70.7%), reflecting a higher percentage of cloud support costs and customer rebates in the year. Administrative expenses were broadly stable at £989k (FY25: £1,006k). Finance costs increased to £33k (FY25: £26k), reflecting higher average borrowings including the new PGL factoring facility.

The Group made a net loss after taxation of £544k in the year (FY25: £647k). The improvement against FY25 was driven by the absence of impairment charges in the year (FY25: £192k impairment losses on investments and intangible assets) and a £58k one-off credit relating to the reversal of a prior period share of associate loss, rather than by any improvement in underlying trading. No tax credit arose in the year (FY25: £27k).

Group equity reduced to a deficit of £392k in the year (FY25: £112k equity deficit). The movement comprised the net loss after taxation of £544k, partially offset by £269k of liabilities settled through the issue of new equity in the year (including £50,000 in part settlement of a historical contract liability partially provided for in the prior year's accounts) and a £5k adverse movement on the foreign exchange/translation reserve.

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Group cash balances reduced by £37k during the year to £30k (FY25: £67k). The reduction in cash comprised £349k used in operating activities, offset by £250k generated by investing activities (principally the repayment of amounts due from b.grn) and £62k generated by financing activities (principally new PGL borrowings, net of repayments and interest).

Business Development – Overseas
Sabien markets, sells, and installs M2G internationally through a network of partners. The Group employs this strategy to both mitigate cost exposure and to benefit from its partners' commercial relationships within specific territories. This network requires a level of M2G operational support in the transfer of knowledge and the sharing of product training.

Overseas customers contributed £47k of sales in the year (FY25: £7k), representing 6.3% of the total (FY25: 0.8%), a continuation of the Group's efforts to broaden this channel alongside its UK distribution strategy.

Sabien has developed the following criteria to select appropriate partners:

- An existing client base, supported by an established distribution network, within the commercial and industrial heating sector;
- Demonstrable engineering capability and capacity; and
- Clear competence in commercial boiler maintenance and management, together with a current offering within energy efficient solutions within products and services.

4. Key Performance Indicators ("KPIs")
The Group has identified a number of financial and non-financial key performance indicators which are regularly monitored to ensure that business is on track or to give warning where problems may be arising:

Financial: the Group's key financial KPIs are revenue, gross margin and cash generation. Revenue for the year was £750k, including £80k of PGL-related stock sales (FY25: £847k, including £97k of PGL-related stock sales), and gross margin was 56.0%, or 62.7% excluding PGL-related stock sales (FY25: 64.9%/70.7%).

Non-financial: the Group's reputation for project management and delivery of its product's benefits on time and within budget remains key to its continuing business success. The Group's order book at the year end, at £196k, is a leading indicator of near-term revenue, and the Board regards this as a positive signal for FY27 relative to the £100k order book carried into FY26.

5. Strategy and future developments

The Group intends to invest for growth in the following areas:

- Completion of next generation M2G device integrating remote commercial boiler management within a single Cloud-enabled device;
- Development of the key US market through Original Equipment Manufacturer (OEM) relationships;
- Maintaining a network of overseas distribution partners to deliver material revenue for the Group;
- Maintaining or exceeding an installation capacity in line with Company forecasts and to continue providing our clients and partners with a world class project management service and experience;
- Maintaining brand awareness and reputation of the Group;
- Acquisitions of compatible businesses within ‘green energy’ environmental opportunities; and
- Licensing of relevant green energy technologies.

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6. Section 172(1) Statement

Section 172(1) of the Companies Act 2006 requires the Directors of the Company to act in a way that they consider, in good faith, would be most likely to promote the success of the company for the benefit of its members as a whole, and in doing so have regard (amongst other matters) to:

a) The likely consequences of any decision in the long-term;
b) The interests of the Company's employees;
c) The need to foster the Company's business relationships with suppliers, customers and others;
d) The impact of the Company's operations on the community and the environment;
e) The desirability of the Company maintaining a reputation for high standards of business conduct; and
f) The need to act fairly as between members of the Company.

The table below sets out the key stakeholder groups, their interest and how the Company has engaged with over the reporting period.

Stakeholder Group	Their interests	How management and / or Directors engage
Investors	Comprehensive review of financial performance of the business Business sustainability High standard of governance Awareness of long-term strategy and direction	Annual and interim reports Company website Shareholder circulations Company announcements AGM Stock exchange announcements
Employees	Job satisfaction and fulfilment Health and safety on-site Training and development Career progression Inclusion	Performance reviews, objective setting and formal policies and procedures Regular dialogue with key management Company culture which promotes inclusion and sharing of ideas Employee share option policy Additional health and safety support from outsourced specialists
Customers	Fulfil order delivery and installation to requirements Health and safety Long term returns Post installation report	Customer survey Clear and consistent communication Post installation support Analysis of savings Fully qualified installers
Suppliers	Prompt payment Maintain dialogue and visibility on orders Long term relationship Growth of purchasing	Deposit payments on large orders Advanced notice on orders Maintained relationship since inception of the Company Open dialogue to highlight any possible supply chain issues
Community and the environment	Sustainability Energy usage Recycling and waste management	Products promote energy reduction Corporate and social responsibility policy Environmental policy Comply with the Waste Electric and Electronic Equipment (WEEE) Regulation

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This report was approved by the board on 9 November 2026 and signed on its behalf.



Richard Parris
Director

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CORPORATE GOVERNANCE
FOR THE YEAR ENDED 30 JUNE 2026

As Chairman of the Board of Directors of Sabien, it is my responsibility to ensure that our company maintains sound corporate governance and an effective Board. We are committed to upholding the highest standards of corporate governance, which we believe are essential for the long-term success and sustainability of our business.

The Quoted Companies Alliance (QCA) published an updated version of its Code which provides UK small and mid-sized companies with a corporate governance framework that is appropriate for a Company of our size and nature. The Board considers the principles and recommendations contained in the QCA Code are appropriate and has therefore chosen to apply the 2023 QCA Code. The 2023 QCA Code has 10 principles that should be applied. Each principle is listed below together with an explanation of how the Company applies or otherwise departs from each of the principles.

The Company is subject to the City Code on Takeovers and Mergers.

Statement of compliance with the QCA Code and applying the principles of good governance
The Company is committed to meeting these principles as far as it reasonably can and the commentary below reflects the extent to which the Company has complied with the 2023 QCA Code during the period under review.

The 2023 QCA Code sets out 10 principles that should be applied. These are listed below together with a short explanation of how the Company applies each of the principles:

Principle One
Establish a purpose, strategy and business model which promote long-term value for shareholders

The Board has clearly articulated the Company's corporate purpose: to develop and commercialise energy-saving technologies that deliver measurable, verified reductions in carbon emissions from commercial buildings, thereby creating long-term value for shareholders and contributing to the global transition to a low-carbon economy.

The Company intends to invest for growth in the areas set out in section 5 of the Strategic Report.

Principle Two
Seek to understand and meet shareholder needs and expectations

The Board is committed to maintaining good communication and having constructive dialogue with its shareholders. The Company has close ongoing relationships with its private shareholders. Institutional shareholders and analysts have the opportunity to discuss issues and provide feedback at meetings with the Company. In addition, all shareholders are encouraged to attend the Company's Annual General Meeting. Investors also have access to current information on the Company though its website, www.sabien.com, and via Richard Parris, Executive Chairman and Edward Sutcliffe, Company Secretary who are available to answer investor relations enquiries.

Principle Three
Take into account wider stakeholder and social responsibilities and their implications for long-term success

The Board recognises that the long-term success of the Company is reliant upon the efforts of the employees of the Company and its contractors, suppliers, regulators and other stakeholders. The Board has put in place a range of processes and systems to ensure that there is close oversight and contact with its key resources and relationships. For example, a companywide internal information system shares live information on key suppliers, customers and projects, allowing the Company to efficiently fulfil customer requirements. Furthermore, all employees of the Company participate in an annual assessment process which is designed to ensure that there is an open and confidential dialogue with each person in the Company to promote successful two-way communication with agreement on goals, targets and aspirations of the employee and the Company. These feedback processes help to ensure that the Company can respond to new issues and opportunities that arise to further the success of employees and the Company. The Company has close ongoing relationships with a broad range of its stakeholders and provides them with the opportunity to raise issues and provide feedback to the Company.

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CORPORATE GOVERNANCE
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Principle Four
Embed effective risk management, considering both opportunities and threats, throughout the organisation, and provide qualitative and quantitative disclosure on material ESG issues

The Group places great importance on internal control and risk management. A risk-aware and control-conscious environment is promoted and encouraged throughout the Group. The Board, either directly or through its committees, sets objectives, performance targets and policies for management of key risks facing the Group.

The Board also recognises its responsibilities in respect of environmental, social and governance (ESG) matters. As a business whose core purpose is to reduce energy consumption and carbon emissions, the Board considers ESG oversight to be integral to strategy. The Board will provide qualitative and quantitative disclosure on material ESG issues in the annual report.

The risks outlined below are not an exhaustive list of those faced by the Group and are not intended to be presented in any order of priority. The Group holds weekly management meetings at which, inter alia, business risks are reviewed and any areas that are causing concern are discussed. A plan of action to resolve issues is then put in place.

Activity	Risk	Impact	Control(s)
Management	Recruitment and retention of key staff	Reduction in operating capacity	Stimulating and safe working environment. Balancing salary with long term incentive plans.
Regulatory adherence	Breach of rules	Censure or withdrawal of authorisations	Strong compliance regime instilled at all levels of the Group including regular review of any changes to current legislation.
Strategic	Inadequate disaster recovery procedures	Loss of key operational and financial data	Robust compliance. Secure off-site storage of data.
Strategic	Lack of recurring revenue	Over-reliance on capital sales which can be unpredictable	Development of cloud-enabled subscription model and new business lines.
Financial	Liquidity, market and credit risk	Inability to continue as going concern	Robust capital management policies and procedures.
Financial	Inappropriate controls and accounting policies	Reduction in asset values; incorrect reporting of assets	Appropriate authority and investment levels as set out by Treasury and Investment Policies; Audit Committee oversight.
Strategic	Customer concentration	Over-reliance on a small number of customers, reducing revenue resilience	Active expansion of partner and referrer network to diversify revenue base. Where concentration exists, relationships are maintained across multiple profit centres within the customer organisation to reduce single-point dependency.

The Board of Directors has overall responsibility for the Group's system of internal control and for reviewing its effectiveness. The purpose of the system of internal control is to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable, but not absolute, assurance against material misstatement or loss.

The Directors have established an organisational structure with clear operating procedures, and lines of responsibility. In particular, any capital investment requires a business case to be presented to and approved by the Board. Financial reporting is carried out within a comprehensive financial planning and accounting framework

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with oversight by the Audit Committee. The Board has reviewed the need for an internal audit function and concluded that such a function is not currently appropriate given the size of the Group.

During the year, amendments to the Company's support agreement and loan facility with Parris Group Limited, the family office of Richard Parris, were entered into on 19 December 2025 without being identified as related party transactions under AIM Rule 13 and were therefore not announced at the time. The matter was identified during the audit and, following consultation with the Company's nominated adviser, Allenby Capital, the amendments were announced on 27 October 2026, with the independent directors confirming that their terms are fair and reasonable insofar as shareholders are concerned. The Board has since strengthened its procedures for approving related party transactions.

Principle Five
Maintain the Board as a well-functioning, balanced team led by the Chair

As at the date hereof the Board comprised the Executive Chairman, Richard Parris, Chief Financial Officer and Executive Director Edward Sutcliffe, and the Non-Executive Directors, Charles Goodfellow, and Ranald McGregor-Smith.

Biographical details of the current Directors are set out within Principle Six below.

Richard Parris is Executive Chairman and there is currently no separate CEO. The Board notes that the 2023 QCA Code encourages companies with a combined Chair and CEO role to appoint a Senior Independent Director (SID). The Board has considered this and will keep the matter under review as the Company grows. The Board considers the two independent non-executive directors to be currently sufficient for a company of Sabien’s size.

The Board is mindful that where a director has served more than nine years, their independence should be assessed annually. No current Non-Executive Director has served for nine years or more.

Executive and Non-Executive Directors retire by rotation in accordance with the Company's Articles of Association which prescribe that at every Annual General Meeting one third of the directors for the time being or, if their number is not a multiple of three, then the number nearest to but not exceeding one third, shall retire from office. Non-executive directors are initially appointed for a three year term but their appointment is terminable by either party on three months' written notice. The letters of appointment of all Directors are available for inspection at the Company's registered office during normal business hours.

The Board meets at least six times per annum on a formal or informal basis. It has established an Audit Committee, a Remuneration Committee, a Nominations Committee and a Risk Committee, the particulars of which appear hereafter. The Chairman and the Non-Executive Directors are considered to be part time but are expected to provide as much time to the Company as is required. The Board considers that this is appropriate given the Company's current stage of operations. It shall continue to monitor the need to match resources to its operational performance and costs and the matter will be kept under review going forward. Charles Goodfellow and Ranald McGregor-Smith are considered to be Independent Directors by the Board.

In accordance with the 2023 QCA Code, independent non-executive directors constitute 50% of the Board, meeting the requirement that at least half the board (excluding the chair) should be independent. Both the Audit Committee and Remuneration Committee comprise a majority of independent non-executive directors.

The Board shall review further appointments as scale and complexity grows.

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CORPORATE GOVERNANCE
FOR THE YEAR ENDED 30 JUNE 2026

Attendance at Board and Committee Meetings
The Company shall report annually on the number of Board and committee meetings held during the year and the attendance record of individual Directors. In order to be efficient, the Directors meet formally and informally both in person and by telephone. The following table shows attendance of the directors at Board and Audit Committee meetings.

	Board attended	Board Eligible to Attend	Audit Committee Attended	Audit Committee Eligible to Attend
Charles Goodfellow	9	9	2	2
Ranald McGregor-Smith	9	9	2	2
Richard Parris	8	8	-	-
Edward Sutcliffe	9	9	-	-

The Nominations Committee, Risk Committee and Remuneration Committee did not meet in the year, any relevant business for those committees was dealt with at Board level.

Principle Six
Ensure that between them the directors have the necessary up-to-date experience, skills and capabilities

The Board currently consists of four Directors. The Company believes that the current balance of skills in the Board as a whole, reflects a very broad range of commercial and professional skills across geographies and industries and each of the Directors has experience in public markets.

The Board recognises that it currently has a limited diversity and this will form a part of any future recruitment consideration if the Board concludes that replacement or additional directors are required.

The Board has considered its skill requirements with reference to the Company's strategy and stage of development, including skills relevant to sustainability, cyber security and climate change, and will factor these requirements into succession planning.

The Board shall review annually the appropriateness and opportunity for continuing professional development whether formal or informal.

Richard Parris, Executive Chairman
Parris was until 2018 the Chairman and Chief Executive of Intercede, an AIM-traded technology company, which he founded in 1992 and which was admitted to trading on AIM in 2001. Parris is an engineer by training and an entrepreneur by experience. He operationally led Intercede through all phases of its growth, including building its UK technology team to invent, develop and commercialise new software products, including the adoption of cloud services and IoT delivery models as the core of future business transformation, and securing contracts with major US OEMs to expand US sales.

Charles Goodfellow, Independent Non-Executive Director
Goodfellow is a corporate broker with over 25 years' experience of raising funds for small and mid-caps and private companies across a range of sectors and jurisdictions. This includes a specialised focus on oil and gas, and clean and renewable technology. In addition, he was previously a Director of Acorn Growth plc (re-named Vodere plc). Proficient in six languages, Goodfellow has studied and worked globally and brings a wealth of experience and broad outlook to the team.

Ranald McGregor-Smith, Independent Non-Executive Director
McGregor-Smith has worked as a corporate adviser and broker for most of his career and has significant experience in leadership roles at a number of advisory firms, where he worked with both listed and private companies. He has worked with and advised a host of companies and their boards through a 33-year banking career which has encompassed a period of significant change in the equity capital markets. In 2010, McGregor-Smith co-founded Whitman Howard Ltd, an investment banking business, before its sale to a large competitor in 2020. Prior to this Ranald spent 20 years at Hoare Govett, latterly as a Board Director.

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Principle Six continued

Ed Sutcliffe, Chief Financial Officer
Sutcliffe is an experienced business advisor with a wide range of accounting, management, transactional, turnaround, and board level skills. A Fellow of the Institute of Chartered Accountants in England and Wales, Sutcliffe has worked internationally, providing consultancy and expertise in areas including private equity, due diligence, debt raising, financial modelling and analysis, and management and board reporting.

Principle Seven
Evaluate board performance based on clear and relevant objectives, seeking continuous improvement

The Board did not undertake a formal evaluation of its own performance, or that of its committees and individual Directors, during the year ended 30 June 2026, which is a departure from the 2023 QCA Code. Given the size of the Board and the frequency of contact between Directors, the Board has instead reviewed its effectiveness informally through its regular meetings and ongoing discussion between the Executive Chairman and the Non-Executive Directors.

Principle Eight
Promote a corporate culture that is based on ethical values and behaviours

The Board recognises that their decisions regarding strategy and risk will impact the corporate culture of the Company as a whole and that this will impact the performance of the Company. The Board is very aware that the tone and culture set by the Board will greatly impact all aspects of the Company as a whole and the way that employees behave. The corporate governance arrangements that the Board has adopted are designed to ensure that the Company delivers long term value to its shareholders and that shareholders have the opportunity to express their views and expectations for the Company in a manner that encourages open dialogue with the Board.

A large part of the Company's activities is centred upon what needs to be an open and respectful dialogue with employees, clients and other stakeholders. Therefore, the importance of sound ethical values and behaviours is crucial to the ability of the Company to successfully achieve its corporate objectives. The Board places great import on this aspect of corporate life and seeks to ensure that this flows through all that the Company does. The Directors consider that at present the Company has an open culture facilitating comprehensive dialogue and feedback and enabling positive and constructive challenge.

The Board monitors culture through the Company's annual employee assessment process and through regular management meetings. Where actions are identified as deviating from the Company's stated values, appropriate corrective action is taken.

The Company has adopted, with effect from the date on which its shares were admitted to AIM, a code for Directors' and employees' dealings in securities which is appropriate for a company whose securities are traded on AIM and is in accordance with the requirements of the Market Abuse Regulation which came into effect in 2016.

Principle Nine
Maintain governance structures and processes that are fit for purpose and support good decision-making by the Board; and establish a remuneration policy that is aligned with the Company's purpose, strategy and culture

Ultimate authority for all aspects of the Company's activities rests with the Board, the respective responsibilities of the Executive Chairman arising as a consequence of delegation by the Board. The Board has adopted appropriate delegations of authority which set out matters which are reserved to the Board. The Executive Chairman is responsible for the effectiveness of the Board, primary contact with shareholders, and oversight of management of the Company's business.

The 2023 QCA Code introduces a dedicated principle on remuneration. The Remuneration Committee is responsible for ensuring that the Company's remuneration policy aligns with its purpose, strategy and culture. The Board intends to put the annual remuneration report to an advisory shareholder vote at each AGM, in accordance with the recommendations of the 2023 Code.

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Principle Nine (continued)

Audit Committee
Since January 2021, the Audit Committee has been chaired by Charles Goodfellow who is supported by Ranald McGregor-Smith. This committee meets twice a year. It is responsible for making recommendations to the Board on the appointment of auditors and the audit fee, for reviewing the conduct and control of the annual audit and for reviewing the operation of the internal financial controls. It also has responsibility for the reporting of the financial performance of the Group and for reviewing financial statements prior to publication.

The auditors of the Group are Moore Kingston Smith LLP ("MKS") who have acted for the Company since it was founded. MKS have regularly rotated the audit engagement partner. The Committee view is that MKS have served the Group well. The Committee has concluded that it has not been necessary to re-tender the audit. The key issues that the Committee reviewed in the year were the going concern assumption and the carrying value of assets. The Board assessed the company's ability to continue as a going concern, taking into account the current financial position, cash flow projections, and potential risks. The board conducted comprehensive impairment reviews of the Company's assets, particularly in light of the challenging economic environment. This included assessing the recoverable amounts of intangible assets.

The annual risk assessment exercise for the Group is overseen by the Audit Committee and is carried out as part of each year's financial statement preparation. The results of the most recent exercise carried out for this annual report are included in this Report in the section Risk Management.

Remuneration Committee
Since September 2019 the Remuneration Committee has been chaired by Charles Goodfellow and he has been supported by Ranald McGregor-Smith since January 2021. The Remuneration Committee meets as required during each financial year. It is responsible for reviewing the performance of the executive directors and setting the scale and structure of their remuneration and the basis of their service agreements with due regard to the interest of shareholders. The Remuneration Committee shall also determine the allocation of share options to employees. It is a rule of the Remuneration Committee that a Director shall not participate in discussions or decisions concerning his/her own remuneration.

Nominations Committee
Since January 2021, the Nominations Committee has been chaired by Ranald McGregor-Smith who is supported by Charles Goodfellow. The Nominations Committee meets to review the size, structure and composition of the Board ensuring that the Board and its Committees have appropriate balance of skills, knowledge and experience. The Nominations Committee reviews all Board appointments.

The Nominations Committee also oversees succession planning for executive and non-executive directors and senior management, ensuring no individual becomes indispensable and that the Board is periodically refreshed.

Risk Committee
Since January 2021, the Risk Committee has been chaired by Ranald McGregor-Smith who is supported by Charles Goodfellow. The Risk Committee assists the Board in fulfilling its oversight responsibilities with regard to Group risk management and compliance framework and governance structure that supports it.

Non-Executive Directors
The Board has adopted guidelines for the appointment of Non-Executive Directors which have been in place and which have been observed throughout the year. Non-Executive Directors retire by rotation in accordance with the Company's Articles of Association which prescribe that at every Annual General Meeting one third of the directors for the time being or, if their number is not a multiple of three, then the number nearest to but not exceeding one third, shall retire from office. Non-executive directors are initially appointed for a three year term but their appointment is terminable by either party on three months' written notice.

In accordance with the Companies Act 2006, the Board complies with: a duty to act within their powers; a duty to promote the success of the Company; a duty to exercise independent judgement; a duty to exercise reasonable care, skill and diligence; a duty to avoid conflicts of interest; a duty not to accept benefits from third parties and a duty to declare any interest in a proposed transaction or arrangement.

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CORPORATE GOVERNANCE
FOR THE YEAR ENDED 30 JUNE 2026

Principle Ten
Communicate how the company is governed and is performing by maintaining a dialogue with shareholders and other key stakeholders

The Board is committed to maintaining good communication and having constructive dialogue with its shareholders. The Company has close ongoing relationships with its private shareholders. Institutional shareholders and analysts have the opportunity to discuss issues and provide feedback at meetings with the Company. In addition, all shareholders are encouraged to attend the Company's Annual General Meeting.

Investors also have access to current information on the Company through its website, www.sabien.com, and via Richard Parris, Executive Chairman and Edward Sutcliffe, Company Secretary who are available to answer investor relations enquiries.

Principle Ten (continued)
The Company's corporate governance disclosures are made available on this website with clear signposting to each principle. The website disclosure is reviewed and updated at least annually, with the date of last review indicated. The Board will include, where relevant, in its annual report any matters of note arising from the audit or remuneration committees, including sustainability-related disclosures material to the Company.

The Company shall include, when relevant, in its annual report, any matters of note arising from the audit or remuneration committees.

This report was approved by the Board on 9 November 2026 and signed on its behalf.



Richard Parris
Director

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DIRECTORS REPORT
FOR THE YEAR ENDED 30 JUNE 2026

The directors present their report and the audited consolidated financial statements for the year ended 30 June 2026. The financial statements have been prepared in accordance with UK adopted International Accounting Standards. In accordance with S414C(11) of the Companies Act 2006, the directors have chosen to include information about future developments and principal risks and uncertainties in the Strategic Report.

Principal Activities
The principal activity of the Group during the year was building a portfolio of businesses which are involved directly in the application of emerging and developed technology to the emerging Green Economy. The Group's principal revenue generating activity during the year was the design, manufacture and sale of M1G and M2G, boiler energy efficiency technologies, which are proven to reduce energy consumption on commercial boilers by up to 35%.

Review of Business
A review of the business, its development and performance for the year and its position at the year end, together with the future prospects of the Group, is contained in the Chairman & Chief Executive Officer's Report and the Strategic Report.

Governance and the Board
The Board's governance system provides balanced support for the executive management team in the development of the Group's strategy and with the need to ensure effective monitoring of its implementation. The Board and its committees have considered the significant events of the year and their impact on the Group's business and reputation.

During the year the Audit Committee was chaired by Charles Goodfellow. The Remuneration Committee, Risk and Nomination Committees did not meet. The Board remains confident in the work of those committees and the overall system of governance.

Streamlined Energy and Carbon Reporting (SECR)
After careful consideration, the Board has determined that the company qualifies for an exemption from the requirements of the Streamlined Energy and Carbon Reporting (SECR) framework for the financial year ended 30 June 2026. This decision is based on the Company meeting the criteria for a small company as defined by sections 465 and 466 of the Companies Act 2006, and is therefore exempt from the mandatory SECR disclosure requirements.

The Board confirms that the company will continue to monitor its energy usage and carbon emissions, and will reassess the applicability of the SECR requirements on an annual basis.

Events after the reporting date
Following the year end the Company announced that the proposed UK distribution agreement with SaveMoneyCutCarbon and Haydale Plc would not be proceeding. In addition on 9 November 2026 the Group announced an additional £100k working capital facility from Parris Group Limited, see note 29.

Results and Dividends
The Group loss for the year, after taxation, amounted to £0.54m (2025: £0.65m). The Directors do not recommend a final dividend this year (2025 – nil).

Going Concern
The key financial performance indicators for the Group in relation to going concern are revenue from its M2G energy saving devices; net loss after taxation and net cashflow. During the year, revenue reduced to £0.75m from £0.85m in FY25, the net loss after taxation was £0.54m (FY25: £0.65m), net current liabilities increased to £0.63m (FY25: £0.45m) and cash and cash equivalents reduced to £0.03m (FY25: £0.07m).

The directors have prepared cash flow forecasts to 30 June 2028 based on the conversion of sales pipeline to contracted sales revenue and the expectation of repeat orders from existing customers.

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DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2026

Going Concern (continued)

Historically the Group's conversion of sales pipeline has been uncertain with long lead times. The directors are confident that the sales pipeline will be converted into sales revenue in accordance with the cash flow forecasts and that the cash flow forecasts confirm that the Group will have sufficient working capital to settle its liabilities as they fall due for a period of not less than twelve months from the date of the approval of these consolidated financial statements subject to the continued support of Parris Group Limited (see note 27). Parris Group Limited has confirmed that it will not seek repayment of the loan amount owed by the Group (£206k including interest) and the amounts owing in relation to the Intellectual Property Licence Agreement £139k and payments for stock due of £38k unless the Group is able to do so without compromising its ability to continue to trade and to meet its liabilities as they fall due.

In November 2026, Parris Group Limited agreed to make available an additional short-term working capital facility of up to £100,000 (see note 29). The cash flow forecasts assume drawings of up to £50k under the facility to meet short-term working capital requirements pending receipt of amounts due from customers. The facility is uncommitted, with each drawing subject to Parris Group Limited's approval, and each drawing is repayable on the earlier of demand and 60 days after it is made. The availability of these drawings therefore forms part of the continued support of Parris Group Limited on which the directors' assessment depends.

Consequently, the consolidated financial statements have been prepared on a going concern basis. However, the uncertainty of the timing and conversion of the sales pipeline, and the Group's dependence on the continued support of Parris Group Limited (which is not open ended or guaranteed), including drawings under facilities which are not committed, create a material uncertainty which casts significant doubt on the ability of the Company and Group to continue as a going concern.

Directors

The Directors who served during the year and their beneficial interest in the Company's issued share capital at year end were:

	Date of Appointment	Ordinary shares of 3p each Nos. 2026	% 2026	Ordinary shares of 3p each Nos. 2025	% 2025
C Goodfellow	17 January 2019	1,071,695	3.38	571,695	2.13
R McGregor-Smith	1 February 2021	1,457,542	4.59	707,542	2.64
R Parris	2 September 2019	8,390,175	26.45	7,140,175	26.65
E Sutcliffe	1 March 2021	963,568	3.04	473,418	1.77

Substantial shareholdings

At 6 November 2026, the Company had been notified that the following were interested in 3% or more of the issued Ordinary shares of the Company:

	Number of Ordinary shares	% of issued share capital
Richard Parris	8,390,175	26.45
Peel Hunt LLP	1,782,897	5.62
R McGregor-Smith	1,457,542	4.59
C Goodfellow	1,071,695	3.38
E Sutcliffe	963,568	3.04

At 30 June 2026 and 6 November 2026, there were 31,725,958 ordinary shares in issue.

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DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2026

Auditors

Each of the persons who is a director at the date of approval of this annual report confirms that:

- so far as the Director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- the Director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.
The auditors, Moore Kingston Smith LLP, will be proposed for reappointment in accordance with section 489 of the Companies Act 2006.

This report was approved and authorised for issue by the Board on 9 November 2026 and signed on its behalf by:



Richard Parris
Executive Chairman

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DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2026

Directors' responsibilities statement

The Directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare consolidated financial statements for each financial year. Under that law they have elected to prepare the consolidated financial statements in accordance with UK adopted International Accounting Standards.

Under company law the Directors must not approve the consolidated financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and the Company and of the profit or loss of the Group for that period. In preparing the consolidated financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether they have been prepared in accordance with UK adopted International Accounting Standards, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the parent Company's and Group's transactions and disclose with reasonable accuracy at any time the financial position of the parent Company and Group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and Group and to prevent and detect fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company’s website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

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REMUNERATION REPORT
FOR THE YEAR ENDED 30 JUNE 2026

This report should be read in conjunction with note 27 to the accounts. The Remuneration Committee is responsible for reviewing the level and make-up of the remuneration of executive directors. In doing so, the Committee's aims are:

- To determine the policy for the remuneration of the executive directors;
- To review the on-going appropriateness of the remuneration policy;
- To approve the design of and review share incentive plans and bonus schemes and to determine the awards to be made under such plans or schemes; and
- To ensure that the remuneration policies adopted by the Company give due regard to any legal requirements, the provisions and recommendations in the QCA Code and the AIM rules and associated guidance.

The components of remuneration are:

- Basic salary and benefits determined by the Remuneration Committee which are included in employment agreements and reviewed annually;
- Bonuses based upon performance of the Company and the individual concerned; and
- Share options.

During the year, the Directors agreed to accept payment for remuneration in share capital as set out in the Directors' remuneration section below.

Service contracts

The employment contracts of the executive directors with the Company are terminable by either party with no less than three months' notice in writing to the other. The remuneration of the non-executive directors is determined by the Board within the limits set out in the Articles of Association.

The service contracts of the directors, who are eligible for re-election every three years at the Annual General Meeting, are as follows:

	Notice period
C Goodfellow	1 month
R McGregor-Smith	3 months
R Parris	3 months
E Sutcliffe	3 months

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REMUNERATION REPORT (CONTINUED)
FOR THE YEAR ENDED 30 JUNE 2026

Directors' remuneration during the period (audited)

2026 Payee		Salaries and fees £000	Defined contribution Pension £000	Total 2026 £000	*Total 2025 £000*
Executive directors					
R Parris	Parris LLP	**75**	**-**	**75**	*75*
E Sutcliffe	E Sutcliffe	**54**	**1**	**55**	*56*
Non-executive directors					
C Goodfellow	Woodlands Lery Ltd	**30**	**-**	**30**	*30*
R McGregor-Smith	Bridgend Finance Limited	**45**	**-**	**45**	*45*
Total		**204**	**1**	**205**	*206*

None of the directors received any taxable benefits in the current or prior years.

During the year outstanding Director remuneration was repaid by share capital issued to the Directors as follows: Richard Parris £75k (2025: £103k); Edward Sutcliffe £29k (2025: £39k); Charles Goodfellow £30k (2025: £45k); and Ranald McGregor-Smith £45k (2025: £60k). Shares were issued to the Board at a deemed price of 6p per share, higher than the closing market price of 3.25p on the day of issue (16 June 2026).

Sabien Technology Group Share Option Plan (audited)

Under the Plan, the Group can make awards of share options to selected directors and eligible employees.

No Directors who served during the year held any share options.

The mid-market price of the Company's shares at the end of the financial year was 3.25p.



Richard Parris
Executive Chairman
9 November 2026

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SABIEN TECHNOLOGY GROUP PLC

Opinion

We have audited the financial statements of Sabien Technology Group Plc (the 'parent company') and its subsidiaries (the 'Group') for the year ended 30 June 2026 which comprise the Consolidated Statement of Comprehensive Income, the Consolidated and Company Statements of Financial Position, the Consolidated and Company Cash Flow Statements, the Consolidated Statement of Changes in Equity, the Company Statement of Changes in Equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and UK adopted International Accounting Standards, and as regards the parent company financial statements, as applied in accordance with the provisions of the Companies Act 2006.

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and of the parent company's affairs as at 30 June 2026 and of the Group's loss for the year then ended;
- the Group financial statements have been properly prepared in accordance with UK adopted International Accounting Standards;
- the parent company financial statements have been properly prepared in accordance with UK adopted International Accounting Standards and as applied in accordance with the provisions of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the audit of the financial statements section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard as applied to listed entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

An overview of the scope of our audit

Our Group audit was scoped by obtaining an understanding of the Group and its environment, the applicable financial reporting framework and the Group's system of internal control. On the basis of this, we identified and assessed the risks of material misstatement of the consolidated financial statements.

We also addressed the risk of management override of internal controls, including assessing whether there was evidence of bias by the Directors that may have represented a risk of material misstatement.

For the Group audit, we determined the individual components on which the scope of our work would be undertaken, and for each of these components we then determined whether they are full scope requiring audit of the financial information, limited scope requiring audit of specific balances or out of scope. This assessment was based on a measure of materiality and likelihood to include risks of material misstatement relevant to the consolidated financial statements.

We determined there to be two full scope components, which were the parent company and its subsidiary Sabien Technology Limited. For these components, we evaluated controls by performing walkthroughs over the financial reporting systems identified as part of our risk assessment, reviewed the accounts production process and addressed critical accounting matters. We then undertook substantive testing on a number of classes of transactions, account balances or disclosures which represent risks of material misstatement at the assertion level for the consolidated financial statements, including a number of significant audit risks, for the Consolidated Financial Statements.

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SABIEN TECHNOLOGY GROUP PLC (CONTINUED)

An overview of the scope of our audit (continued)

Our work on Sabien Inc, a subsidiary company, adopted a limited scope approach focusing on specific account balances and classes of transactions.

We performed analytical procedures on the financial information of Sabien Technology IP Limited, a subsidiary company.

The entire operations of the group were audited by the group audit engagement team.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) we identified, including those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters were:

- Carrying value of intellectual property (Group);
- Valuation of investments in associates (Group and parent company);
- Occurrence of revenue transactions (Group);
- Going Concern (parent company and Group).

In addition to the matter described in the Material uncertainty related to going concern section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	How our scope addressed the matter
Carrying value of intellectual property (Group) Intangible assets comprise intellectual property and represent a significant item in the Consolidated Statement of Financial Position and are held at £239k (2025: £141k). They represent the development of M2G Cloud and M2G Evo products. The continued pre-taxation losses are an indicator of a potential impairment of the carrying value of the intellectual property.	In order to satisfy ourselves that the carrying value of the intellectual property was appropriate: We critically assessed the assumptions underpinning management's impairment test of the intellectual property and evaluated compliance with the requirements of IAS 36. This included using internal valuation experts to evaluate the discount rate used by management. We performed sensitivity analysis of the impairment test for intellectual property to determine the impact of reasonably possible changes in assumptions. We assessed the adequacy and completeness of related disclosures within the annual report.

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SABIEN TECHNOLOGY GROUP PLC (CONTINUED)

Key Audit Matters	How our scope addressed the matter
Carrying value of intellectual property (Group) (continued) Assessing the carrying value of intellectual property involves significant judgement and we therefore identified this as a key audit matter. **Relevant disclosures in the Annual Report** Financial statements: Note 5, Critical accounting estimates and judgements; and Financial statements: Note 15, Intangible assets.	**Our results** As a result of our audit work, management recalculated the discount rate used in their impairment test. We did not identify any material misstatement in relation to the carrying value of intellectual property.

Key Audit Matters	How our scope addressed the matter
Valuation of investments in associates (Group and parent company) Investments are held at £nil value (2025: £193k) in the Consolidated Statement of Financial Position and are held at £30k (2025: £281k) in the Company Statement of Financial Position. This value in the parent company relates to the investment in an associate as all other investments were fully impaired in previous years. The investment in associate b.grn Group Ltd is accounted for under the equity method in the Consolidated Statement of Financial Position and at cost less impairment in the Company Statement of Financial Position. A £58k gain is recognised in the Consolidated Statement of Comprehensive Income due to repayment of certain amounts included in the investment value. (2025: no gain or loss recognised) Determining the valuation of investments in associates involves significant judgement and we therefore identified this as a key audit matter. **Relevant disclosures in the Annual Report** Financial statements: Note 5, Critical accounting estimates and judgements; and Financial statements: Note 17, Investments; and Financial statements: Note 18, Investments in Associates.	In order to satisfy ourselves the valuation of the investment in b.grn Group Ltd was appropriate: We critically assessed management's assessment of impairment indicators for the investment in b.grn Group Ltd, held by the parent company. This included reviewing agreements entered into related to the project and progress in bringing the project towards revenue generation. We substantively tested the share of loss recognised within the consolidated financial statements for the investment in associate to the associate's accounting records and supporting documentation. We also tested the repayments to bank receipts. We assessed whether the accounting policies adopted by the directors are appropriate and in accordance with the requirements of IAS 28 'Investments in Associates and Joint Ventures'. We assessed the adequacy and completeness of related disclosures within the annual report. **Our results** Based on our audit work, we identified the share of loss recognised in the Consolidated Statement of Financial Position was understated. This has been corrected by management and we did not identify any further material misstatement in relation to the valuation of investments in associates.

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SABIEN TECHNOLOGY GROUP PLC (CONTINUED)

Key Audit Matters	How our scope addressed the matter
Occurrence of revenue transactions (Group) For the year ended 30 June 2026, the Group reported revenue of £750k (2025: £847k). Under ISA (UK) 240 there is a rebuttable presumed risk that revenue may be misstated due to the improper recognition of revenue. Revenue recorded by the Group is a key performance indicator and is a key factor in the Group's gross profit margin. We therefore identified this as a key audit matter. We have assessed the most significant fraud risk as relating to occurrence of revenue, either close to the period end or across the full year depending on the type of revenue. The Group has multiple revenue streams, including product sales, installation services, and other service arrangements. In addition, the Group made sales of inventory totalling £80k (2025: £97k) to a related party. **Relevant disclosures in the Annual Report** Financial statements: Note 5, Critical accounting estimates and judgements; Financial statements: Note 6, Revenue; and Financial statements: Note 27, Related party transactions.	In order to satisfy ourselves the recognition of revenue was appropriate: For a sample of product and installation sales we substantively tested the occurrence of the sale and timing of recognition to supporting evidence including purchase orders, completion forms and bank receipts. For a sample of sales of other services we tested the occurrence of the sale to supporting evidence and assessed the timing of recognition in accordance with the requirements of IFRS 15 'Revenue from Contracts with Customers'. For related party sales we obtained supporting evidence for the occurrence of the sale and critically assessed the substance of the transaction, including the terms of the arrangement, other factors relevant to the transfer of control, and the assessment of the accounting treatment performed by management. **Our results** Based on our audit work, we did not identify any material misstatement in relation to the occurrence of revenue transactions.

Our application of materiality

The scope and focus of our audit were influenced by our assessment and application of materiality. We define materiality as the magnitude of misstatement that could reasonably be expected to influence the readers and the economic decisions of the users of the financial statements. We use materiality to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and on the financial statements as a whole.

Due to the nature of the Group, we considered loss before tax to be the main focus for the users of the financial statements, accordingly this consideration influenced our judgement of materiality. For the parent company we considered gross assets to be the main focus for the users of the financial statements. Based on our professional judgement, we determined materiality for the Group to be £26,000 and for the parent company to be £1,100 based on 5% of the preliminary loss before tax for the Group and 2% of gross assets for the parent company.

On the basis of our risk assessment, together with our assessment of the overall control environment, our judgement was that performance materiality (i.e., our tolerance for misstatement in an individual account or balance) for the Group and parent company was 50% of materiality, namely £13,000 and £550 respectively.

We agreed to report to the Audit Committee all audit differences in excess of £1,300 for the Group and £50 for the parent company, as well as differences below that threshold that, in our view, warranted reporting on qualitative grounds. We also reported to the Audit Committee on disclosure matters that we identified when assessing the overall presentation of the financial statements.

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Component materiality

For the purposes of our Group audit opinion, we set materiality for the other significant component of the Group at £14,000 based on the size and our assessment of the risk of material misstatement of that component. This represents 54% of group materiality. In the audit of that component, we further applied performance materiality levels of 70% of the component materiality (£9,800) to our testing to ensure that the risk of errors exceeding component materiality was appropriately mitigated.

Material uncertainty related to going concern

We draw attention to note 5 (i) to the financial statements, which states that the Group made a loss of £544,000 for the year ended 30 June 2026 (2025: £647,000) and had net current liabilities of £632,000 (2025: £446,000). The directors have prepared cash flow forecasts to 30 June 2028 that show that the Group has the ability to pay its liabilities as they fall due for at least twelve months from the date of signing these financial statements, subject to continued financial support from Parris Group Limited, an entity controlled by Richard Parris. Parris Group Limited has confirmed that it will not seek repayment of the loan amount owed by the Group of £206k including interest (£206k owed by the parent company) and the amounts owing in relation to the Intellectual Property Licence Agreement of £139k (£139k owed by the parent company) and payments for stock due of £38k (£nil owed by the parent company) unless the Group is able to do so without compromising its ability to continue to trade and to meet its liabilities as they fall due. Parris Group Limited has also made available an additional uncommitted £100k working capital facility in November 2026. However, the ability of the Group to grow its revenue and return to profitability depends upon its ability to convert its sales pipeline into contracted revenue and there can be no certainty in this respect. The Group is dependent on the continued support of Parris Group Limited (which is not open ended or guaranteed), including drawings under facilities which are not committed. As stated in note 5 (i) these events or conditions, along with the other matters as set out in note 5 (i) indicate that a material uncertainty exists that may cast significant doubt on the Group's and parent company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate. Our evaluation of the directors' assessment of the appropriateness of the going concern basis of preparation of the financial statements included:

- discussing their going concern assessment, including their view and perspective associated with Group's and parent company's ability to continue as a going concern;
- reviewing the numerical accuracy of the forecast through performing arithmetical checks;
- critically assessing the cash flow forecast to 30 June 2028 and assessing the underlying assumptions to determine whether they were reasonable;
- critically assessing the directors' assertion that the parent company and group can continue as a going concern by reference to post year-end trading and cash flows and the ability to raise further funds if required;
- performing sensitivities to analyse the impact of reasonably possible downside scenarios and critically assessing the directors' own sensitivity analysis;
- comparing the prior year forecast against actual results and the trading performance post year end against the current forecast to assess their accuracy; and
- reviewing the relevant disclosures within the annual report in line with management's assessment and considering other related aspects.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

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INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SABIEN TECHNOLOGY GROUP PLC (CONTINUED)

Emphasis of Matter

We draw attention to note 5 (iv) to the financial statements which describes the uncertainty regarding the timing of the cashflows in respect of the other investments in associates totalling £30,000 in the Company Statement of Financial Position. The directors have assessed progress on the development of the Regenerated Green Oil project but due to the uncertainty of factors such as funding requirements and site development the overall success of the project at this early stage, and the timing of the related cash flows, cannot be measured with certainty. Our opinion is not modified in respect of this matter.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements, or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Group strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the parent company financial statements; and
- the Group strategic report and the Directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception.

In the light of the knowledge and understanding of the Group and the parent company and their environment obtained in the course of the audit, we have not identified material misstatements in the Group strategic report or the Directors' report.

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements audited are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Directors

As explained more fully in the Directors' responsibilities statement set out on page 28, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair

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view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Group's and the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or the parent company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities is available on the FRC's website at: https://www.frc.org.uk/library/standards-codes-policy/audit-assurance-and-ethics/auditors-responsibilities-for-the-audit/

This description forms part of our auditor's report.

Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

The objectives of our audit in respect of fraud, are; to identify and assess the risks of material misstatement of the financial statements due to fraud; to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud, through designing and implementing appropriate responses to those assessed risks; and to respond appropriately to instances of fraud or suspected fraud identified during the audit. However, the primary responsibility for the prevention and detection of fraud rests with both management and those charged with governance of the company.

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Our approach was as follows:

- We obtained an understanding of the legal and regulatory requirements applicable to the Group and parent company and considered that the most significant are the Companies Act 2006, UK adopted International Accounting Standards, the rules of the Alternative Investment Market, and UK taxation legislation.
- We obtained an understanding of how the Group and parent company complies with these requirements by discussions with management and those charged with governance.
- We assessed the risk of material misstatement of the financial statements, including the risk of material misstatement due to fraud and how it might occur, by holding discussions with management and those charged with governance.
- We challenged significant assumptions and judgements made by management in their preparation of the financial statements.
- We tested a sample of journal entries focusing on those considered higher risk based on our identified fraud risk factors.
- We inquired of management and those charged with governance as to any known instances of non-compliance or suspected non-compliance with laws and regulations.
- Based on this understanding, we designed specific appropriate audit procedures to identify instances of non-compliance with laws and regulations. This included making enquiries of management and those charged with governance and obtaining additional corroborative evidence as required.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken for no purpose other than to draw to the attention of the company's members those matters which we are required to include in an auditor's report addressed to them. To the fullest extent permitted by law, we do not accept or assume responsibility to any party other than the company and company's members as a body, for our work, for this report, or for the opinions we have formed.

Signed by:
Moore Kingston Smith LLP
BB938295F34346E...

William McMullan BA FCA (Senior Statutory Auditor)
For and on behalf of Moore Kingston Smith LLP, Statutory Auditor

9 November 2026

6th Floor
9 Appold Street
London
EC2A 2AP

Docusign Envelope ID: 5EC6B508-92BD-8048-80F0-5EB29ED7F36A

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2026

	Notes	2026 £000	*2025 £000*
Revenue	6	**750**	*847*
Cost of sales		**(330)**	*(297)*
Gross profit		**420**	*550*
Administrative expenses		**(989)**	*(1,006)*
Operating loss		**(569)**	*(456)*
Finance cost	11	**(33)**	*(26)*
Impairment loss on investments	17	**-**	*(101)*
Impairment loss on intangible assets	15	**-**	*(91)*
Prior period loss on associate reversed on repayment	18	**58**	-
Loss before tax		**(544)**	*(674)*
Tax credit	12	**-**	*27*
Loss for the year attributable to equity holders of the parent company		**(544)**	*(647)*
Other comprehensive income		**-**	-
Total comprehensive income for the year		**(544)**	*(647)*
Loss per share in pence - basic	13	**(2.01)**	*(2.66)*
Loss per share in pence - diluted	13	**(2.01)**	*(2.66)*

The earnings per share calculation relates to both continuing and total operations.

The notes on pages 45 to 79 form part of these financial statements.

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CONSOLIDATED AND COMPANY STATEMENTS OF FINANCIAL POSITION
AS AT 30 JUNE 2026

Company Reg No: 05568060

	Notes	**Group 2026 £000**	*Group 2025 £000*	**Company 2026 £000**	*Company 2025 £000*
ASSETS					
Non-current assets					
Property, plant and equipment	14	**1**	*-*	**-**	*-*
Intangible assets	15	**239**	*141*	**-**	*-*
Investments	17	**-**	*193*	**30**	*281*
Total non-current assets		**240**	*334*	**30**	*281*
Current assets					
Inventories	16	**-**	*3*	**-**	*-*
Trade and other receivables	19	**178**	*211*	**142**	*16*
Cash and cash equivalents	20	**30**	*67*	**8**	*4*
Total current assets		**208**	*281*	**150**	*20*
TOTAL ASSETS		**448**	*615*	**180**	*301*
EQUITY AND LIABILITIES					
Current liabilities					
Trade and other payables	21	**502**	*438*	**228**	*179*
Borrowings	23	**338**	*239*	**206**	*203*
Provisions for liabilities	22	**-**	*50*	**-**	*-*
Total current liabilities		**840**	*727*	**434**	*382*

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CONSOLIDATED AND COMPANY STATEMENTS OF FINANCIAL POSITION (CONTINUED)
AS AT 30 JUNE 2026

	Notes	**Group 2026 £000**	Group 2025 £000	**Company 2026 £000**	Company 2025 £000
Equity					
Equity attributable to equity holders of the parent					
Share capital	24	**3,864**	*3,716*	**3,864**	3,716
Share premium		**4,411**	*4,290*	**4,411**	4,290
Other reserves		**4**	*9*	**-**	-
Retained earnings		**(8,671)**	*(8,127)*	**(8,529)**	(8,087)
Total equity		**(392)**	*(112)*	**(254)**	(81)
TOTAL EQUITY AND LIABILITIES		**448**	*615*	**180**	301

As permitted by section 408 of the Companies Act 2006, the Income Statement of the Parent Company is not presented as part of these financial statements. The loss dealt with in the accounts of the Parent Company is £442k (2025: £599k). There is no other comprehensive income in the Parent Company.

The financial statements were approved and authorised for issue by the Board on 9 November 2026 and were signed on its behalf by:



Richard Parris
Executive Chairman

The notes on pages 45 to 79 form part of these financial statements.

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CONSOLIDATED AND COMPANY CASH FLOW STATEMENTS FOR THE YEAR ENDED 30 JUNE 2026

	Group 2026 £000	*Group 2025 £000*	**Company 2026 £000**	*Company 2025 £000*
Cash flows from operating activities				
Loss after taxation	**(544)**	*(647)*	**(442)**	*(599)*
Adjustments for:				
Depreciation and amortisation	**41**	*38*	**-**	*-*
Impairment loss on investments	**-**	*101*	**-**	*101*
Impairment loss on intangible assets	**-**	*91*	**-**	*91*
Corporation tax	**-**	*(27)*	**-**	*-*
Finance cost	**33**	*26*	**25**	*22*
Equity settled current liabilities	**269**	*307*	**269**	*307*
Prior period loss reversed on repayment	**(58)**	*-*	**-**	*-*
(Decrease) / increase in trade and other receivables	**(105)**	*(33)*	**(200)**	*10*
Decrease in inventories	**3**	*71*	**-**	*-*
(Decrease) / increase in trade and other payables	**12**	*(18)*	**129**	*(48)*
Net cash outflow from operating activities	**(349)**	*(91)*	**(219)**	*(116)*
Cash flows from investing activities				
Purchase of fixed assets	**(1)**	*-*	**-**	*-*
Purchase of intangible assets	**-**	*(8)*	**-**	*-*
Repayment of loans from associated undertaking	**251**	*2*	**251**	*2*
Research and development corporation tax refund	**-**	*22*	**-**	*-*
Net cash from investing activities	**250**	*16*	**251**	*2*
Cash flows from financing activities				
Proceeds from borrowings	**225**	*100*	**-**	*100*
Repayment of borrowings	**(135)**	*(36)*	**(3)**	*-*
Interest paid	**(28)**	*(22)*	**(25)**	*(18)*
Proceeds from share issues	**-**	*-*	**-**	*-*
Share issue costs	**-**	*-*	**-**	*-*
Net cash generated by / (used) financing activities	**62**	*42*	**(28)**	*82*
Net decrease in cash and cash equivalents	**(37)**	*(33)*	**4**	*(32)*
Cash and cash equivalents at the beginning of the year	**67**	*100*	**4**	*36*
Cash and cash equivalents at the end of the year	**30**	*67*	**8**	*4*
Cash and cash equivalents comprise				
Cash and cash equivalents	**30**	*67*	**8**	*4*
	30	*67*	**8**	*4*

The notes on pages 45 to 79 form part of these financial statements.

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CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2026

	Share capital £000	Share premium £000	Other reserves £000	Retained earnings £000	Total equity £000
Balance at 1 July 2024	**3,608**	**4,091**	**(4)**	**(7,480)**	**215**
Changes in equity for year					
Loss for the year	-	-	-	(647)	(647)
Share issues	108	199	-	-	307
Foreign exchange variance	-	-	13	-	13
At 30 June 2025	**3,716**	**4,290**	**9**	**(8,127)**	**(112)**
Changes in equity for year					
Loss for the year	-	-	-	(544)	**(544)**
Share issues	148	121	-	-	**269**
Foreign exchange variance	-	-	(5)	-	**(5)**
At 30 June 2026	**3,864**	**4,411**	**4**	**(8,671)**	**(392)**

The notes on pages 45 to 79 form part of these financial statements.

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COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2026

	Share capital £000	Share premium £000	Other reserves £000	Retained earnings £000	Total equity £000
Balance at 1 July 2024	**3,608**	**4,091**	**-**	**(7,488)**	**211**
Changes in equity for year					
Loss for the year	-	-	-	(599)	(599)
Share issues	108	199	-	-	307
At 30 June 2025	**3,716**	**4,290**	**-**	**(8,087)**	**(81)**
Changes in equity for year					
Loss for the year	-	-	-	(442)	(442)
Share issues	148	121	-	-	269
At 30 June 2026	**3,864**	**4,411**	**-**	**(8,529)**	**(254)**

The notes on pages 45 to 79 form part of these financial statements.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2026

1. Reporting entity

The Company is a public limited company incorporated in England and Wales under the Companies Act 2006 whose shares are publicly traded on the AIM market of the London Stock Exchange plc. The address of the registered office is given on page 1.

The nature of the Group's operations and principal activities are set out in the Directors' Report.

2. Accounting policies

2.1 Introduction

The following significant principal accounting policies have been used consistently in the preparation of the consolidated financial information. The consolidated information comprises the Company and its subsidiaries (together referred to as “the Group”).

2.2 Basis of preparation

The financial statements have been prepared in accordance with UK adopted International Accounting Standards in conformity with the requirements of the Companies Act 2006. They were approved for issue by the Company's board of directors on 9 November 2026.

The Directors expect to apply these accounting policies, which are consistent with UK adopted International Accounting Standards, in the Group’s Annual Report and Financial Statements for all future reporting periods.

The consolidated financial statements have been prepared on the historical cost basis and are presented in £’000 unless otherwise stated.

The principal accounting policies adopted are set out in this note and, unless otherwise stated, have been applied consistently to all periods presented in the financial statements.

The going concern accounting policy has been included within note 5(i).

2.3 Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries) made up to 30 June each year from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases. Control is achieved where the Company has the power to govern the financial and operating policies of an investee entity so as to obtain benefit from its activities.

The financial statements of the subsidiaries are prepared for the same reporting period as the parent Company, using consistent accounting policies. All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions are eliminated in full.

Except as noted below, the financial information of subsidiaries is included in the consolidated financial statements using the acquisition method of accounting. On the date of acquisition, the assets and liabilities of the relevant subsidiaries are measured at their fair values.

All intra-Group transactions, balances, income and expenses are eliminated on consolidation.

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2. Accounting policies (continued)

Accounting for the Company's acquisition of the controlling interest in Sabien Technology Limited: The Company's controlling interest in its directly held subsidiary, Sabien Technology Limited, was acquired through a transaction under common control, as defined in IFRS 3 Business Combinations.

The Directors note that transactions under common control are outside the scope of IFRS 3 and that there is no guidance elsewhere in IFRS covering such transactions.

IFRS contain specific guidance to be followed where a transaction falls outside the scope of IFRS. This guidance is included at paragraphs 10 to 12 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. This requires, inter alia, that where IFRS does not include guidance for a particular issue, the Directors may also consider the most recent pronouncements of other standard setting bodies that use a similar conceptual framework to develop accounting standards. In this regard, it is noted that the UK standard FRS 6 Acquisitions and Mergers which was in place at the time of the transaction addresses the question of business combinations under common control.

In contrast to IFRS 3, FRS 6 set out accounting guidance for transactions under common control which, as with IFRS 3, are outside the scope of that accounting standard. The guidance contained in FRS 6 indicates that merger accounting may be used when accounting for transactions under common control.

Having considered the requirements of IAS 8, and the guidance included in FRS 6, it is considered appropriate to use a form of accounting which is similar to pooling of interest when dealing with the transaction in which the Company acquired its controlling interest in Sabien Technology Limited.

In consequence, the consolidated financial statements for Sabien Technology Group Plc report the result of operations for the year as though the acquisition of its controlling interest through a transaction under common control had occurred at 1 October 2005. The effect of intercompany transactions has been eliminated in determining the results of operations for the year prior to acquisition of the controlling interest, meaning that those results are on substantially the same basis as the results of operations for the year after the acquisition of the controlling interest.

Similarly, the Consolidated Statement of Financial Position and other financial information have been presented as though the assets and liabilities of the combining entities had been transferred at 1 October 2005.

Whilst FRS 6 is no longer effective similar requirements are set out in Section 19 of the current UK Financial Reporting Standard, FRS 102, in respect of such transactions.

The Group did take advantage of section 131 of the Companies Act 1985 and debited the difference arising on the merger with Sabien Technology Limited to a merger reserve. When consolidated retained earnings are available, any debit reserves are offset against these retained earnings. As there were consolidated retained earnings available in the year ended 30 June 2012, the merger reserve was offset against those retained earnings.

2.4 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation. Assets are written off on a straight-line basis over their estimated useful life commencing when the asset is brought into use. The useful lives of the assets held by the Group are considered to be as follows:

Office equipment, fixtures and fittings 3-4 years

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2. Accounting policies (continued)

2.5 Intangible assets

Intellectual property, which is controlled through custody of legal rights and could be sold separately from the rest of the business, is capitalised where fair values can be reliably measured.

Intellectual property on the original M2G was amortised on a straight line basis evenly over its expected useful life of 20 years.

Internally generated intangible assets: development costs
Expenditure on research activities is recognised as an expense in the period in which it is incurred. An internally generated intangible asset arising from development is recognised only when the Group can demonstrate all of the following:

- the technical feasibility of completing the asset so that it will be available for use or sale;
- its intention to complete the asset and use or sell it;
- its ability to use or sell the asset;
- how the asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the asset; and
- its ability to measure reliably the expenditure attributable to the asset during its development.

The cost of an internally generated intangible asset comprises all directly attributable costs from the date on which the criteria above are first met. This includes the cost of development services provided by third parties. Where no internally generated intangible asset can be recognised, development expenditure is recognised as an expense in the period in which it is incurred. Expenditure previously recognised as an expense is not subsequently capitalised.

Expenditure on maintaining the performance of existing products and platforms, fault fixing, investigation and training is recognised as an expense as incurred.

Capitalised development costs are amortised on a straight-line basis over their expected useful life of five years from the date the asset is available for use. Development costs relating to assets not yet available for use are not amortised. They are tested for impairment annually.

Impairment tests on the carrying value of intangible assets are undertaken:

- At the end of the first full financial year following acquisition; and
- In other periods if events or changes in circumstances indicate that the carrying value may not be fully recoverable.

If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Recoverable amount is the higher of the fair value, less costs to sell, and value in use. In assessing the value in use, the estimated future cash flows of the cash generating unit are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately.

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2. Accounting policies (continued)

2.5 Intangible assets continued

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only in so far that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised in profit or loss immediately.

2.6 Investments in associates

Associates are entities over which the group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights.

Equity investments in associates are accounted for using the equity method of accounting.

The other investments in associates are accounted for in accordance with accounting policy 2.17: financial instruments.

In the Company financial statements, investments in associates are measured at cost less accumulated impairment.

Under the equity method of accounting, associates are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates are recognised as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted associate equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group’s interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

The carrying amount of equity-accounted associates is tested for impairment in accordance with the policy described in note 18.

2.7 Investments

The Group holds investments in two unquoted companies: Aeristech Limited and Proton Technologies Canada Inc. The investments are held at fair value through the statement of profit and loss.

Both investments are held at £nil (2025: £nil) net book value which the board considers to be an appropriate assessment of their fair value.

2.8 Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

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2. Accounting policies (continued)

2.9 Revenue recognition

Revenue is measured based on the consideration to which the Group expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The Group recognises revenue when it transfers control of a product or service to a customer.

Revenue from sale of goods is recognised when signed agreements are exchanged between the two parties for the manufacture and/or delivery of goods. Where the Group is responsible for the project management of the installations, revenue is normally recognised upon installation at the customer site, however there are occasions when the sale of the product and the installation are invoiced and recognised separately when each element is complete. Where goods are delivered to overseas distributors, revenue is recognised at the time of delivery to the customer.

Revenue from services generally arises from (1) pilot projects for customers and is recognised once the pilot has been completed and the results notified to the customer. Pilot projects generally have a duration of between 1 and 3 months; and (2) Cloud Service revenue which is recognised evenly over the period of the contract in line with the period that the customer receives the benefit of the service.

Revenue from operating lease services rendered to customers is recognised on a straight-line basis.

Revenue is shown net of value-added tax, returns, rebates and discounts and after eliminating sales within the Group.

Interest income is accrued on a time basis by reference to the principal outstanding and at the effective interest rate applicable.

2.10 Operating leases (Group as lessor)

Assets leased to customers under operating leases are included in property, plant and equipment and are depreciated over their lease term down to their anticipated realisable value on a straight-line basis. Anticipated realisable values are regularly reassessed and the impact upon the depreciation charge is adjusted prospectively. Assets leased to customers have been depreciated to nil net book value in both financial years under review.

2.11 Foreign currency

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the statement of financial position date. Transactions in foreign currencies are translated into sterling at the rate of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

Profit and losses of overseas subsidiary undertakings are translated into sterling at average rates for the year. The statements of financial position of overseas subsidiary undertakings are translated at the rate ruling at the statement of financial position date. Differences arising from the translation of Group investments in overseas subsidiary undertakings are recognised as a separate component of equity.

Net exchange differences classified as equity are separately tracked and the cumulative amount disclosed as a translation reserve.

The principal place of business of the Group is the United Kingdom with sterling being the functional currency.

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2. Accounting policies (continued)

2.12 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.13 Adoption of new and revised standards

The following amendment to IFRS is effective for the first time for the financial year beginning 1 July 2025 but has not had a material impact on the Group:

- Amendments to IAS 21 'The Effects of Changes in Foreign Exchange Rates' – Lack of Exchangeability.

2.14 New and revised standards not yet effective

The following IFRSs or IFRIC interpretations have been issued but have not been applied by the Group in preparing these financial statements as they are not as yet effective for the financial year beginning 1 July 2025 and in certain cases have not yet been adopted by the UK Endorsement Board but would not be expected to have a material impact on the Company. These standards are not expected to have a material impact on the Group in the current or future periods and on foreseeable future transactions.

- Amendments to IFRS 9 and IFRS 7 – Classification and Measurement of Financial Instruments (effective 1 January 2026);
- Amendments to IFRS 9 and IFRS 7 – Contracts Referencing Nature-dependent Electricity (effective 1 January 2026);
- Annual Improvements to IFRS Accounting Standards – Volume 11 (effective 1 January 2026); and
- IFRS 19 Subsidiaries without Public Accountability: Disclosures (effective 1 January 2027).

The following standard may have a material impact on the presentation of the Statement of Comprehensive Income and the Company is still assessing the impact:

- IFRS 18 Presentation and Disclosure in Financial Statements (effective 1 January 2027).

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2. Accounting policies (continued)

2.15 Taxation

The charge for current tax is based on the results for the year as adjusted for items that are non-assessable or disallowed. It is calculated using rates that have been enacted or substantively enacted by the year end date.

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising from differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax basis used in the computation of taxable profit. In principle, deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction which affects neither the tax profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interest in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax assets are recognised if it is probable that taxable profits will be available against which the deductible temporary differences can be utilised.

Deferred tax is calculated at the rates that are expected to apply when the asset or liability is settled. Deferred tax is charged or credited in the statement of comprehensive income, except when it relates to items credited or charged directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

2.16 Inventories

Inventories are valued at the lower of average cost and net realisable value.

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2.17 Financial instruments

Financial Assets:
The Group classifies its financial assets as financial assets at amortised cost, or financial assets at fair value through profit and loss and cash. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets following initial recognition at fair value.

Financial assets at amortised cost are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the balance sheet date. These are classified as non-current assets.

Financial assets at fair value through profit and loss are other investments not quoted on an active market. They are classified as non-current assets.

Trade receivables are classified as financial assets at amortised cost and are initially recognised at fair value and subsequently at amortised cost. Trade receivables, with standard payment terms of between 30 to 65 days, are recognised and carried at the lower of their original invoiced and recoverable amount. Where the time value of money is material, receivables are carried at amortised cost.

A loss allowance is recognised on initial recognition of financial assets held at amortised cost, based on expected credit losses, and is re-measured annually with changes appearing in profit or loss. Where there has been a significant increase in credit risk of the financial instrument since initial recognition, the loss allowance is measured based on lifetime expected losses. In all other cases, the loss allowance is measured based on 12-month expected losses. For assets with a maturity of 12 months or less, including trade receivables, the 12-month expected loss allowance is equal to the lifetime expected loss allowance.

Short term financial assets are measured at transaction price, less any impairment. Loans receivable are measured at transaction price net of transaction costs and measured subsequently at amortised cost using the effective interest method, less any impairment.

The Group’s financial assets are disclosed in notes 19, 20, and 26. Impairment testing of trade receivables is described in note 19.

Financial Liabilities:
The Group classifies its financial liabilities as trade payables and other short term monetary liabilities.

Trade payables and other short term monetary liabilities are recorded initially at their fair value and subsequently at amortised cost. They are classified as non-current when the payment falls due greater than 12 months after the year end date.

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2.18 Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short term highly liquid investments with original maturities of three months or less, and bank overdrafts.

2.19 Share premium account

The share premium reserve comprises the value received from equity fund raising in excess of share nominal value. At year end the share premium balance was £4.41m (2025: £4.29m).

2.20 Share based payment reserve

The share-based payment reserve comprises the fair value of outstanding share-based payments calculated as described in note 25. At year end the share-based payment reserve balance was £nil (2025: £nil).

2.21 Foreign exchange reserve

The foreign exchange reserve comprises the net accumulated variance on the translation of foreign currency subsidiaries upon consolidation. At year end the foreign exchange reserve balance was £4k (2025: £9k).

3. Functional and presentation currency

These consolidated financial statements are presented in pound sterling, which is the functional currency of the Group and Company. All amounts have been rounded to the nearest thousand, unless otherwise indicated.

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4. Financial risk management

Financial Risk Factors
The Group's activities expose it to a variety of financial risks arising from its use of financial instruments: credit risk, liquidity risk and market risk. This note describes the Group's objectives, policies and processes for managing those risks and the methods used to measure them.

Further quantitative information in respect of these risks is presented throughout these financial statements. So far, there have been no substantive changes in the Group's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous periods unless otherwise stated in this note.

The principal financial instruments used by the Group, from which the financial instrument risk arises, are as follows:

- trade and other receivables;
- cash and cash equivalents;
- trade and other payables; and
- borrowings.

The Board has overall responsibility for the determination of the Group's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the Group's finance function. The Board reviews regular finance reports from the Finance Director through which it evaluates any risk exposures with a view to minimising any potential adverse effects on the Group's financial performance. So far, the Group has not used derivative financial instruments to hedge risk exposures as its activities and operations exposure to such risks are not deemed significant. Transactions that are speculative in nature are expressly forbidden.

Details regarding the policies that address financial risk are set out below:

(i) Credit Risk

Credit risk arises principally from the Group's trade receivables and cash and cash equivalents. It is the risk that the counterparty fails to discharge its obligation in respect of the instruments.

Trade Receivables
The nature of the Group's operations means that all of its current key customers are established businesses and organisations in both the public and private sector. The credit risks are minimised due to the nature of these customers and the concentration of sales to date within established economies. The Group will continually review its credit risk policy, taking particular account of future exposure to developing markets and associated changes in the credit risk profile.

The carrying amount in the Consolidated Statement of Financial Position, net of any applicable provisions for loss, represents the amount exposed to credit risk and hence there is no difference between the carrying amount and the maximum credit risk exposure.

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4. Financial risk management (continued)

(ii) Liquidity Risk

Liquidity risk arises from the Group's management of working capital. It is the risk that the Group will encounter difficulty in meeting its financial obligations as they fall due.

The Group's policy is to ensure that it will always have sufficient cash to allow it to meet its liabilities when they become due and have the availability of such funds for its operations. Management monitors rolling forecasts of the Group's liquidity reserve which comprises cash and cash equivalents on the basis of expected cash flow. At the year-end date, these projections indicate that the Group expects to have sufficient liquid resources to meet its obligations subject to achieving the Group's internal sales forecasts and with the continuing support of Parris Group Limited. The Group continues to monitor its liquidity position through budgetary procedures and cash flow analysis.

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period from the year end date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due in less than 1 year equal their carrying balances as the impact of discounting is not significant.

	Less than 1 year £000	Between 1 and 2 years £000	Between 2 and 5 years £000	Over 5 years £000
At 30 June 2026				
Trade and other payables	502	-	-	-
Borrowings	338	-	-	-
At 30 June 2025				
Trade and other payables	438	-	-	-
Borrowings	239	-	-	-

(iii) Market Risk

Market risk arises from the Group's use of interest bearing, tradable and foreign currency financial instruments. There is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in interest rates (interest rate risk), foreign exchange rates (currency risk) or other market factors (other price risk).

- Interest Rate Risk

The Group invests its surplus cash in a spread of fixed rate short term bank deposits to minimise risk and maximise flexibility. In doing so it limits its exposure to fluctuations in interest rates that are inherent in such a market. Overall risk is not regarded as significant and the effect of a one percentage point increase in the average interest rate during the year would have resulted in an increase in loss after tax for the year of £1k (2025: £1k).

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4. Financial risk management (continued)

• Currency Risk

The Group operates internationally through its distributorship arrangements in Europe and the US and is exposed to currency risk arising from the Euro and the US dollar. Currency risk arises from future commercial transactions and recognised assets and liabilities. Given the current scale of the Group's overseas operations, overall currency risk is considered to be low.

An increase of one percentage point in the average 2026 Euro and US dollar exchange rates would have increased the Group's loss after tax by less than £1k (2025: £1k).

• Other Price Risk

The Group holds some strategic equity investments in other companies where those complement the Group's operations. The directors believe that the exposure to market price risk from this activity is acceptable in the Group's circumstances. The effect of a 10% increase in the value of the equity investments held at the reporting date would, all other variables held constant, have resulted in an increase in the fair value through profit and loss and net assets of £nil (2025: £nil). A 10% decrease in their value would, on the same basis, have decreased the fair value through other comprehensive income reserve and net assets by the same amount.

Capital risk management

The Group's objective when managing capital is to safeguard the Group's ability to continue as a going concern in order to provide future returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The Group seeks to maintain, at this stage of its development, sufficient funding drawn primarily from equity to enable the Group to meet its working and strategic needs. The Group may issue new shares or realise value from its existing investments and other assets as may be deemed necessary.

The Group centrally manages borrowings, investment of surplus funds and financial risks. The objective of holding financial investments is to provide efficient cash and tax management and effective funding for the Group.

Fair value estimation

Holding trade receivables and payables at amortised cost is considered to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

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5. Critical accounting estimates and judgements

Key sources of Estimation Uncertainty and Significant Judgements
The preparation of the consolidated and Company financial statements requires the Group and Company to make estimates, judgements and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and related disclosure of contingent assets and liabilities. The directors base their estimates on historical experience and various other assumptions that they believe are reasonable under the circumstances, the results of which form the basis for making judgements about the carrying value of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions.

In the process of applying the Group's and Company's accounting policies, management has made a number of judgements and estimations, of which the following are considered to have the most significant effect on amounts recognised in the financial statements:

(i) Going Concern - significant estimate and judgement
The key financial performance indicators for the Group in relation to going concern are revenue from its M2G energy saving devices; net loss after taxation and net cashflow. During the year, revenue reduced to £0.75m from £0.85m in FY25, the net loss after taxation was £0.54m (FY25: £0.65m), net current liabilities increased to £0.63m (FY25: £0.45m) and cash and cash equivalents reduced to £0.03m (FY25: £0.07m).

The directors have prepared cash flow forecasts to 30 June 2028 based on the conversion of sales pipeline to contracted sales revenue and the expectation of repeat orders from existing customers.

Historically the Group's conversion of sales pipeline has been uncertain with long lead times. The directors are confident that the sales pipeline will be converted into sales revenue in accordance with the cash flow forecasts and that the cash flow forecasts confirm that the Group will have sufficient working capital to settle its liabilities as they fall due for a period of not less than twelve months from the date of the approval of these consolidated financial statements subject to the continued support of Parris Group Limited (see note 27). Parris Group Limited has confirmed that it will not seek repayment of the loan amount owed by the Group (£206k including interest) and the amounts owing in relation to the Intellectual Property Licence Agreement £139k and payments for stock due of £38k unless the Group is able to do so without compromising its ability to continue to trade and to meet its liabilities as they fall due.

In November 2026, Parris Group Limited agreed to make available an additional short-term working capital facility of up to £100,000 (see note 29). The cash flow forecasts assume drawings of up to £50k under the facility to meet short-term working capital requirements pending receipt of amounts due from customers. The facility is uncommitted, with each drawing subject to Parris Group Limited's approval, and each drawing is repayable on the earlier of demand and 60 days after it is made. The availability of these drawings therefore forms part of the continued support of Parris Group Limited on which the directors' assessment depends.

Consequently, the consolidated financial statements have been prepared on a going concern basis. However, the uncertainty of the timing and conversion of the sales pipeline, and the Group's dependence on the continued support of Parris Group Limited (which is not open ended or guaranteed), including drawings under facilities which are not committed, create a material uncertainty which casts significant doubt on the ability of the Company and Group to continue as a going concern.

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5. Critical accounting estimates and judgements (continued)

(ii) Impairment of investments in subsidiaries – significant judgement
As detailed in note 17 based on their best estimate of likely future developments within the business, the directors consider that the impairment provision against the carrying value of investments in subsidiaries in the Company's Statement of Financial Position as at the year-end date remains valid and reasonable. At the year-end date, the carrying value of investments in subsidiaries in the Company's Statement of Financial Position was £nil (2025: £nil).

(iii) Fair value of other investments – significant judgement
As detailed in note 17, the Group's investment in Proton Technologies Canada Inc. is carried at cost of £100k (2025: £100k), less a fair value adjustment of £100k (2025: £100k). No change was made to the carrying value during the year ended 30 June 2026.

Aeristech Limited was placed into administration during the year ended 30 June 2025. The investment remains fully written down, with a fair value adjustment of £100k (2025: £100k) reducing its carrying value to £nil (2025: £nil).

(iv) Impairment of Other Investment in associates – significant judgement
Following repayments received from b.grn during the year, the Group's equity-accounted carrying value of its investment in b.grn is £nil (2025: £193k). The Company's investment in b.grn is carried at £30k (2025: £281k). Although b.grn had net liabilities of £308k at 30 June 2026, the directors have reviewed the progress of the project and concluded that no impairment of the Company's investment is required, as follows:

1. Due diligence is ongoing with US investment banks and trade partners;
2. Memorandum of understanding ("MOU") signed with a UK waste management business in relation to a processing site. This partner could also operate the site and provide plastic feedstock;
3. MOU signed with UK water utility company to provide plastic feedstock and to build a plant;
4. Development of US team targeting a plastic to oil project in Arizona;
5. Commercial launch of first full scale plant in Korea by COF;
6. Establishment of Canadian business development team; and
7. Ongoing discussions with potential Canadian customer who has also visited the Korean site.

The project remains pre-revenue and management continue to monitor progress against development milestones. The carrying value of the Company's investment is currently supported by future cashflow projections but will be reassessed as progress is made against the development milestones.

(v) Impairment of Intellectual Property – significant judgement
As a result of a review by the directors of the unit sales likely to arise over the next year, no change in the value of Intellectual Property has been considered to be necessary and consequently no impairment adjustment has been made (see note 15).

(vi) Impairment of Intangible Assets – significant judgement
As a result of a review of the value of the hydrogen processing licence held with Proton Technologies Canada Inc. considering the implications of the potential liquidation of that Company (see note 17), the Directors considered in the prior year that it was necessary to recognise an impairment provision to reduce the book value of the hydrogen processing licence to £nil (2025: £nil). The Directors considered no change was necessary in the current year.

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5. Critical accounting estimates and judgements (continued)

(vii) Provision for liabilities – significant judgement and estimate
The directors made a £50k provision for potential future liabilities in the prior year, based on their judgement and best estimate of the amounts required to settle the obligation and related costs in relation to a historical contract. In the current year the matter had been resolved and the balance of the liability of £30k moved to accruals.

(viii) Deferred Tax Asset – significant judgement
Management judgement is required to determine the amount of deferred tax asset that can be recognised, based upon the likely timing and level of future taxable profits together with an assessment of the effect of future tax planning strategies. In 2015, the directors decided that it would be prudent not to recognise any deferred tax asset in the financial statements until recurring profitability is attained.

The Group and Company were loss making in the prior and current financial years and thus a deferred tax asset has not been recognised in the financial statements for the year under review.

The tax losses available to offset against future taxable profits, are estimated at £9.58m (2025: £9.06m).

(ix) Related party stock transactions – significant judgement
During the year the Company invoiced £70k M2G and related equipment to Parris Group Limited ("PGL") (2025: £107k) and recognised revenue of £80k (2025: £97k) with a related cost of sales of £80k (2025: £77k). Of the equipment sold to PGL, Sabien purchased £83k back from PGL during the year (2025: £26k) of which £38k was owed to PGL at year end (2025: £26k).

Whilst the transactions have elements that indicate that they were primarily in relation to funding Sabien, upon review the directors considered that the transactions should be treated as sales and cost of sales. The factors that led to this judgement were that the M2G stock has been sold to PGL and PGL holds title to the assets; there is no ability for PGL to require Sabien to take back the stock; and the reason for PGL structuring the transactions in this way was to provide funds to Sabien but to also provide security to PGL for the funds.

6. Revenue

Summary of contract balances

	2026	*2025*
	£000	*£000*
Contract liabilities (Note 21)	**90**	*114*

Contract liabilities comprise revenue billed in advance of contract completion.

Disaggregation by timing

	2026	*2025*
	£000	*£000*
Goods transferred at a point in time	**507**	*582*
Services completed at a point in time	**127**	*153*
Services transferred over time	**116**	*112*
	750	*847*

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6. Revenue (continued)

Partially unsatisfied obligations

	2026 £000	*2025 £000*
Contract liabilities (Note 21)	**90**	*114*
Brought forward contract liabilities recognised as revenue in current year	**67**	*56*

7. Segmental reporting

Based on risks and returns, the Directors consider that the primary reporting business format is by business segment which is currently just the supply of energy efficiency products as these form the basis of internal reports that are regularly reviewed by the Group's chief operating decision maker in order to allocate resources to the segment and assess its performance. Therefore, the disclosures for the primary segment have already been given in these financial statements. The secondary reporting format is by geographical analysis by destination. Non- UK revenues amounted to 6% of the total and are analysed as follows:

Geographical information	**2026 Sales revenue £000**	**2026 % of total revenues**	**2025 Sales revenue £000**	**2025 % of total revenues**
UK	**703**	**94**	*840*	*99*
Other	**47**	**6**	*7*	*1*
Total	**750**	**100**	*847*	*100*

At year end the Group held non-current assets in the following countries:

	2026 £000	*2025 £000*
UK	**240**	*334*
Canada	**-**	*-*
	240	*334*

During the year, sales to the Group's largest customers were as follows:

	Sales revenue £000	**% of total revenues**
Customer 1	**378**	**50**
Customer 2	**80**	**11**
Customer 3	**54**	**7**

No other single customer registered more than 10% of the sales revenue for the year.

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8. Operating loss

The operating loss is stated after charging/(crediting):

	2026 £000	*2025 £000*
Depreciation of property, plant and equipment	**-**	*-*
Amortisation of other intangible assets (included in administrative expense)	**38**	*25*
Reversal of prior period loss from associate undertaking	**(58)**	*-*
Cost of inventories recognised as an expense	**83**	*92*

9. Auditors' remuneration

	2026 £000	*2025 £000*
Fees payable to the Company's auditors for:		
- the audit of the Company's annual accounts	**20**	*20*
Fees payable to the Company's auditors for other services to the Group:		
- the audit of the Company's subsidiary	**33**	*32*
Total audit fees	**53**	*52*

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10. Staff costs

	2026 £000	*2025 £000*
Wages and salaries	**563**	*585*
Social security costs	**58**	*52*
Defined contribution pension costs	**7**	*7*
	628	*644*

The average monthly number of employees, including directors during the year was as follows:

	2026 Nos.	*2025 Nos.*
Directors	**4**	*4*
Administration	**6**	*6*
	10	*10*

The remuneration of key management personnel is detailed in note 27 and in the Remuneration Report.

11. Finance cost and income

	2026 £000	*2025 £000*
Bank interest payable	**33**	*26*

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12. Corporation tax

	2026 £000	*2025 £000*
Current tax	**-**	*(27)*
Total tax for the year	**-**	*(27)*
Loss before tax	**(544)**	*(674)*
Tax on loss on ordinary activities at standard UK corporation rate of 25% (2025: 25%)	**(136)**	*(169)*
Expenses not deductible for tax purposes	**10**	*32*
Utilised tax losses	**-**	*-*
Tax losses carried forward	**125**	*135*
Foreign losses of subsidiary	**1**	*2*
R&D claim relating to prior period	**-**	*(27)*
Current tax	**-**	**(27)**

The aggregate amount of deductible temporary differences, parent company unused tax losses and unused tax credits for which no deferred tax asset is recognised in the Consolidated Statement of Financial Position is estimated at £9.60m (2025: £9.06m) which at the substantively enacted tax rate would equate to £2.39m (2025: £2.05m).

13. Earnings per share

The calculation of earnings per share is based on the loss for the year attributable to equity holders of £544k (2025: £647k loss) and a weighted average number of shares in issue during the period of 27,030,657 (2025: 24,282,641). At the year end, options over nil shares (2025: nil) and warrants over nil (2025: nil) shares were in issue.

Basic and diluted earnings per share as presented in the income statement are the same, as the options were anti-dilutive for the current and prior period.

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14. Property plant and equipment

	2026 £000	*2025 £000*
Cost		
At 1 July 2025	**5**	*5*
Additions	**1**	*-*
At 30 June 2026	**6**	*5*
Depreciation		
At 1 July 2025	**5**	*5*
Charge for the year	**-**	*-*
At 30 June 2026	**5**	*5*
Net book value at 30 June 2026	**1**	*0*
Net book value at 30 June 2025	**0**	*0*

The Company held no property, plant and equipment at 30 June 2026 and 2025.

All property, plant and equipment was held in the UK at 30 June 2026 and 2025.

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15. Intangible assets

Group	Intellectual property £000	Licences £000	Total £000
Cost			
At 1 July 2024	1,102	100	1,202
Additions	8	-	8
At 30 June 2025	**1,110**	**100**	**1,210**
Additions	139	-	139
At 30 June 2026	**1,249**	**100**	**1,349**
Amortisation			
At 1 July 2024	931	9	940
Charge for year	38	-	38
At 30 June 2025	**969**	**9**	**978**
Charge for year	41	-	41
At 30 June 2026	**1,010**	**9**	**1,019**
Impairment provision			
At 1 July 2024 and 1 July 2025	-	91	91
Charge for year	-	-	-
At 30 June 2026	-	91	91
Net book value			
At 30 June 2026	**239**	**-**	**239**
At 30 June 2025	141	-	141

The amortisation charge is split between administration costs and cost of sales as follow	Cost of sales	Administration costs	Total
Year ended 30 June 2025	13	25	38
Year ended 30 June 2026	3	38	41

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15. Intangible assets (continued)

Company	Licences £000
Cost	
At 30 June 2025 and 30 June 2026	100
Amortisation	
At 1 July 2024	9
Charge for year	-
At 30 June 2025	9
Charge for year	-
At 30 June 2026	9
Impairment provision	
At 1 July 2024 and 1 July 2025	91
Charge for year	-
At 30 June 2026	91
Net book value	
At 30 June 2026	-
At 30 June 2025	-

Intellectual Property represents the rights to the M2G product acquired from the inventors and upgrades made during the year in relation to the M2G Cloud and M2G Evo products. An impairment review performed in accordance with IAS 36 'Impairment of Assets' as detailed in note 5 determined that no impairment was necessary at 30 June 2026. The original M2G intellectual property included within Intellectual Property has been fully amortised during the year, the remaining balance relates to M2G Cloud and M2G Evo.

Licences comprises the 20t per day hydrogen producing licence acquired from Proton Technologies Canada Inc and option to construct a COF processing facility at Proton Canada Inc.'s facility in Saskatchewan, Canada. The hydrogen processing licence had a 13.5 year life remaining at year end and the option to construct a COF facility has an indefinite economic life because there is no expiry date to the agreement. An impairment review performed in accordance with IAS 36 'Impairment of Assets' as detailed in note 5 determined that the asset should be impaired in full as it is not a current focus of the business and due to the pending liquidation of Proton Canada.

The Company performs an annual impairment review in accordance with IAS 36 ‘Impairment of Assets’. In accordance with IAS 36, the recoverable amount is calculated being the higher of value in use and fair value less costs to sell. The value in use is determined using cash flow projections covering a ten-year period which have been approved by the Board where sufficient information is available. They reflect the directors’ expectations of the level and timing of revenue and expenses, working capital and operating cash flows based on past experience and future expectations of business performance.

The pre-tax discount rate of 27.2% (2025: 9.6%) applied to the cash flow projections is derived from the Group’s weighted average cost of capital. An average growth rate of 8% (2025: 8%) has been applied over the ten years of the cash flow forecast.

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15. Intangible assets (continued)

The value in use calculation is highly sensitive to the revenue assumptions in the forecast. A reduction of 10% in forecast revenue across the forecast period, with all other assumptions unchanged, would result in an impairment of £185k. The directors consider that the forecast represents their best estimate of future performance.

16. Inventories

Group	2026 £000	*2025 £000*
Finished goods and goods for resale	-	*3*
	-	*3*

The Company held no inventories at 30 June 2026 and 2025.

17. Investments

Group	Other investments £000	Other investments in associates £000	Total £000
Cost			
At 1 July 2024	200	283	483
Disposals		(2)	(2)
At 30 June 2025	200	281	481
Repayment of loans by associates		(251)	(251)
At 30 June 2026	200	30	230
Share of loss from associate undertaking			
At 1 July 2024	-	88	88
Charge for year	-	-	-
At 1 July 2025	-	88	88
Credit for year	-	(58)	(58)
At 30 June 2026	-	30	30
Fair value adjustment			
At 1 July 2024	(99)	-	(99)
Movement in year	(101)	-	(101)
At 30 June 2025	(200)	-	(200)
Movement in year	-	-	-
At 30 June 2026	(200)	-	(200)
Net book value			
At 30 June 2026	**-**	**-**	**-**
At 30 June 2025	-	193	193

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17. Investments (continued)

Company	Investments in subsidiaries	Other investments	Other investments in associates	Total
	£000	£000	£000	£000
Cost				
At 1 July 2024	6,457	200	283	6,940
Disposals	-	-	(2)	(2)
At 30 June 2025	6,457	200	281	6,938
Repayment of loans by associate	-	-	(251)	(251)
At 30 June 2026	6,457	200	30	6,687
Impairment / fair value adjustment				
At 1 July 2024	6,457	99	-	6,556
Movement in year	-	101	-	101
At 30 June 2025	6,457	200	-	6,657
Movement in year	-	-	-	-
At 30 June 2026	6,457	200	-	6,657
Net book value				
At 30 June 2026	**-**	**-**	**30**	**30**
At 30 June 2025	-	-	281	281

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17. Investments (continued)

Name of Company Subsidiary undertakings	Country of Incorporation	Class of Share	Nature of business	Proportion of voting rights
Sabien Technology Limited	England & Wales	Ordinary	Managing carbon through energy reduction	100%
Sabien Technology IP Limited	Northern Ireland	Ordinary	Ownership of Intellectual Property	100%
Sabien Inc.	USA	Common Stock	Managing carbon through energy reduction	100%
Other Investments				
Aeristech Limited	England and Wales	Ordinary	Manufacture of power-dense compressors used within hydrogen fuel cells	0.3%
Proton Technologies Canada Inc.	Canada	A Ordinary	Manufacture Zero Carbon Hydrogen from oil fields	<0.1%
Other Investments in associates				
b.grn Group Limited	England and Wales	Other investment (refer Note 18 for equity investment)	Manufacture high quality fuel oil from waste plastic at low temperature	n/a (refer note 18 for equity investment)

Subsidiary undertakings
The registered office of Sabien Technology Limited is 71-75 Shelton Street, London, WC2H 9JQ.

The registered office of Sabien Technology IP Limited is C/O Carson Mcdowell, Murray House, Murray Street, Belfast, BT1 6DN.

The registered office of Sabien Inc is 1209 Orange Street, Wilmington, New Castle, Delaware 19801, USA.

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Other investments
In February 2021 the Company acquired 0.3% of the issued share capital of Aeristech Limited for a consideration of £100k. As part of the investment, Aeristech has issued the Company with 10,417 warrants with a two-year term, each warrant carrying the right to subscribe for one share in Aeristech at the issue price of £2.40 and which have now expired.

In October 2021 the Company acquired <0.1% of the issued share capital of Proton Technologies Canada Inc. for a consideration of £100k.

Other investments in associates
The Company is a 33% shareholder in b.grn Group Ltd ("b.grn") (see note 18). Related to the investment in b.grn are other investments with b.grn. Included within the Other investments in associates are a £nil including VAT (2025: £155k including VAT) management fee debtor; a £nil (2025: £37k) loan repayable on demand; and a £30k (2025: £89k) Fixed Profit Share receivable. The Fixed Profit Share receivable will pay the Company £5k per annum for 10 years starting with the commissioning of the first plastic to oil Regenerated Green Oil plant. During the year £251k in total (2015: £nil) was repaid by b.grn in settlement of the £155k management fee debtor, £37k loan and £59k of the Fixed Profit Share receivable as agreed with Parris Group Limited.

The Board considers that the balance of the Fixed Profit Share will start to be repaid from the year end 30 June 2029 onwards.

Impairment reviews

Other investments
For Proton Technologies Canada Inc. the fair value review was carried out based on available financial information provided to shareholders. On 29 September 2024 Sabien received notification that a proposal from a third party to inject new capital, restructure its balance sheet, and reform its management team (the "Proposal") had been successful. The Board of Sabien concluded at 30 June 2024 that a reduction in fair value of £99k was required to reflect the dilution and notional value ascribed by the Proposal. Following the resolution to liquidate Proton Technologies Canada Inc., the fair value remained at £nil at 30 June 2026 (2025: £nil).

For Aeristech Limited the fair value review was carried out based on publicly available financial information. Aeristech remains in administration and the fair value review concluded that the fair value at 30 June 2026 was nil (2025: nil).

Other investments in associates
The Board reviewed the other investments into associates regarding b.grn and concluded no impairment was needed due to the progress made on the project to date, as follows:

1. Due diligence is ongoing with US investment banks and trade partners;
2. Memorandum of understanding ("MOU") signed with a UK waste management business in relation to a processing site. This partner could also operate the site and provide plastic feedstock;
3. MOU signed with UK water utility company to provide plastic feedstock and to build a plant;
4. Development of US team targeting a plastic to oil project in Arizona;
5. Commercial launch of first full scale plant in Korea by COF;
6. Establishment of Canadian business development team; and
7. Ongoing discussions with potential Canadian customer who has also visited the Korean site.

The project remains pre-revenue and management continue to monitor progress against development milestones. The carrying value of the investments is currently supported by future cashflow projections but will be reassessed as progress is made against the development milestones.

Management acknowledge that significant judgement is exercised in respect of their assessment of the future recoverability of the balances due to the early stage nature of the project.

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18. Investments in Associates

Name of company	Country of incorporation	Class of share	Nature of business	Proportion of voting rights	Share of loss from continuing operations in year (£)
b.grn Group Ltd	England & Wales	Ordinary	Manufacture high quality fuel oil from waste at low temperature	33%	16,516

The associate is accounted for under the equity method. The investment is initially recognised at cost and subsequently adjusted to reflect the Company's share of profit or loss and other comprehensive income of the associate.

At 1 July 2025 the Group's interest in b.grn Group Ltd was carried at £193k, being amounts advanced of £281k less the Group's cumulative share of the associate's losses of £88k. During the year the Group received repayments of £251k. These exceeded the net carrying value, so the share of losses previously recognised of £58k has been reversed and credited to the income statement as "prior period loss reversed on repayment". The remaining balance is £nil (2025: £nil).

The net liabilities of the associate were £308k (2025: £265k).

In December 2021 the Company incorporated b.grn Group Ltd in conjunction with Parris Group Ltd (an entity controlled by the Executive Chairman). The Company's total investment including other investments in associates (note 18) is £30k at 30 June 2026 (2025: £281k).

The registered office of b.grn Group Ltd is: 71-75 Shelton Street, London, WC2H 9JQ.

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19. Trade and other receivables

	Group 2026 £000	*Group 2025 £000*	Company 2026 £000	*Company 2025 £000*
Current				
Trade receivables	**131**	*156*	**-**	*-*
Other receivables	**26**	*34*	**17**	*16*
Corporation tax debtor	**21**	*21*	**-**	*-*
Amounts due from group undertakings	**-**	*-*	**125**	*-*
	178	*211*	**142**	*16*

The value of trade receivables quoted in the table above also represents the fair value of these items and are due within one year.

£159k had been advanced to Sabien Inc. (2025: £151k) at the year end. The balance is interest free, unsecured and repayable on demand but has been impaired in full as at 30 June 2026. Sabien Inc. currently supports the activities of other Group entities and is not yet revenue generating in its own right.

Trade receivables are considered impaired if they are not considered recoverable. As at 30 June 2026, the Group had no receivables which were considered to be impaired and against which a full provision has been made. Trade receivables of £nil (2025: £nil) were past due but not impaired.

The carrying amounts of the Group's trade and other receivables are denominated in the following currencies:

	2026 £000	*2025 £000*
Pounds sterling	**158**	*211*
Euros	**20**	*-*
	178	*211*

20. Cash and cash equivalents

	Group 2026 £000	*Group 2025 £000*	Company 2026 £000	*Company 2025 £000*
Cash and cash equivalents	**30**	*67*	**8**	*4*

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21. Trade and other payables

	Group 2026 £000	*Group 2025 £000*	**Company 2026 £000**	*Company 2025 £000*
Amounts falling due within one year				
Trade payables	**41**	*66*	**25**	*45*
Social security and other taxation	**41**	*88*	**-**	*-*
Accruals	**316**	*156*	**203**	*59*
Contract liabilities	**90**	*114*	**-**	*-*
Other payables	**14**	*14*	**-**	*-*
Amounts due to group undertakings	**-**	*-*	**-**	*75*
	502	*438*	**228**	*179*

Amounts due to group undertakings includes £nil (2025: £75k) advanced by Sabien Technology Limited. The loan facility is interest free and repayable on demand.

22. Provisions for liabilities

	Group 2026 £000	*Group 2025 £000*	**Company 2026 £000**	*Company 2025 £000*
At 1 July 2025	**50**	*-*		
Additional provision in the year	**-**	*50*	**-**	*-*
Utilised during the year	**(50)**	*-*		
At 30 June 2026	**-**	*50*	**-**	*-*

The other provision reduced to nil during the year as it was utilised upon the legacy contract being resolved (2025: £50k). The provision related to potential maximum payment obligation in relation to legacy contract liabilities and related costs. The contract was settled in the current year and the remaining liability due under the contract of £30k is held in accruals (2025: nil).

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23. Borrowings

	Group 2026 £000	*Group 2025 £000*	**Company 2026 £000**	*Company 2025 £000*
Borrowings	**338**	*239*	**206**	*203*
	338	*239*	**206**	*203*

The Group drew down a Coronavirus Business Interruption Loan in June 2020. Interest is charged at 5% per annum, and the loan is repayable in monthly instalments from July 2021 over a five-year term. The balance is unsecured. At 30 June 2026 £6k (2025: £36k) remained outstanding, which is due for repayment in July 2026 and is therefore included within amounts falling due within one year.

The Group has a loan facility of £200k (2025: £200k) from Parris Group Ltd, which was fully drawn at the year end (2025: fully drawn). The loan is repayable on demand and accrues interest at 12% per annum. At the year end the loan principal of £200k (2025: £203k), and accrued interest of £6k (2025: £6k) is included within borrowings.

During the year Sabien Technology Limited entered into an invoice factoring facility with Parris Group Ltd, which is secured by a debenture granted by Sabien Technology Limited. At the year end £123k (2025: £nil) had been advanced under the facility and is included within borrowings. Accrued charges of £3k (2025: £nil) are included within borrowings.

The Parris Group Ltd loan and invoice factoring facilities are secured by fixed and floating charges registered on 19 December 2025.

The maturity profile of the loans is shown below:

	Group 2026 £000	*Group 2025 £000*	**Company 2026 £000**	*Company 2025 £000*
Within 1 year	**338**	*239*	**206**	*203*
1-2 years	**-**	-	**-**	-
2-5 years	**-**	-	**-**	-
Over 5 years	**-**	-	**-**	-
	338	*239*	**206**	*203*

A reconciliation of opening and closing balances of liabilities arising from financing activities is set out below:

	Group 2026 £000	*Group 2025 £000*	**Company 2026 £000**	*Company 2025 £000*
Borrowings at 1 July	**239**	*175*	**203**	*103*
Proceeds from borrowings	**225**	*100*	**-**	*100*
Repayment of borrowings	**(135)**	*(36)*	**(3)**	-
Non-cash movements (accrued interest)	**9**	-	**6**	-
Borrowings at 30 June	**338**	*239*	**206**	*203*

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24. Share capital

	2026 Nos.	2026 £000	*2025 Nos.*	*2025 £000*
Shares issued and fully paid				
Ordinary 3p shares of £0.03 each	**31,725,958**	**952**	*26,793,485*	*804*
Deferred shares of £0.045 each	**44,004,867**	**1,980**	*44,004,867*	*1,980*
New Deferred shares of £0.0049 each	**190,254,867**	**932**	*190,254,867*	*932*
	265,985,692	**3,864**	*261,053,219*	*3,716*
Ordinary 3p shares authorised	**44,099,692**	**1,323**	*45,499,960*	*1,365*

On 20 August 2024, the Company announced an issue of 435,967 ordinary shares at a price of 9.175p per share in settlement of £40,000 of broker fees.

On 19 November 2024, the Company announced an issue of 947,531 ordinary shares at a price of 9.175p per share in settlement of £61,936 board remuneration and £25,000 other liabilities; and 448,517 ordinary shares at a price of 9.75p per share in settlement of £43,750 board remuneration.

On 30 June 2025, the Company announced an issue of 1,766,102 ordinary shares at a price of 7.7p per share in settlement of £135,990 board remuneration. On 27 May 2026, the Company announced an issue of 875,657 ordinary shares at a price of 5.71p per share in settlement of £50,000, forming part of a total £90,000 settlement of a historical contract, with the remaining £40,000 payable in cash by quarterly instalments. On 16 June 2026, the Company announced an issue of 2,990,150 ordinary shares at a price of 6p per share in settlement of £179,409 of accrued directors' remuneration, and 1,066,666 ordinary shares at a price of 3.75p per share to AlbR Capital Limited, the Company's broker, in settlement of £40,000 of broker fees.

The holders of Ordinary 3p shares have the right to receive notice of, attend and vote at any general meeting of the Company, and also have full rights to any dividend or other distribution in proportion to their shareholding.

The holders of Deferred shares of £0.045 and New Deferred shares of £0.0049 have no right to receive notice of, nor attend and vote at any general meeting of the Company, nor have rights to any dividend or other distribution.

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25. Share options and warrants

At the year-end date, there were no options or warrants outstanding.

26. Financial instruments

	Group 2026 £000	*Group 2025 £000*	**Company 2026 £000**	*Company 2025 £000*
Financial assets				
Measured at amortised cost				
Trade and other receivables (Note 19)	**157**	*190*	**142**	*16*
Other investments in associates (Note 18)	**-**	*193*	**30**	*281*
	157	383	**172**	297
Financial liabilities				
Measured at amortised cost				
Falling due within one year				
Trade and other payables excluding taxation and contract liabilities (Note 21)	**371**	*236*	**228**	*179*
Borrowings (Note 23)	**338**	*239*	**206**	*203*
Total financial liabilities	**709**	*475*	**434**	*382*

At Group and Company level the Other Investments are held at fair value through profit and loss, determined by reference to significant judgements from the directors in relation to the likelihood of success of the project. This is considered by the directors to be equivalent to fair value. The fair value of Other Investments held at fair value through profit and loss was nil in both years.

The significant judgements in relation to the value of the Other Investments are set out in note 5.

The significant judgement set out in note 5 is that the fair value of Other Investments has been reduced to nil due to insolvency of the underlying businesses. There is no prospect of the judgement changing and therefore no potential fair value impact for either the Group or Company.

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27. Related party transactions

Key management personnel are those persons having authority and responsibility for planning, controlling and directing the activities of the Group. In the opinion of the Board, the Group's key management personnel are the Directors of Sabien Technology Group Plc. Information regarding their remuneration is given in the Remuneration Report.

The Company has entered into service agreements with Richard Parris, Charles Goodfellow and Ranald McGregor-Smith with entities either controlled by them or in which they have an interest as shareholders. Edward Sutcliffe is employed directly by one of the Group companies. Fees are paid in accordance with those agreements. The remuneration of key management is analysed in the Remuneration Report.

	2026	*2025*
The aggregate remuneration comprises:		
Salaries	**61**	*54*
Defined contribution pension scheme	**1**	*2*
Fees	**150**	*150*
	212	*206*

During the year, outstanding Director remuneration was repaid by share capital issued to the Directors as follows: Richard Parris £75k (2025: £103k); Edward Sutcliffe £29k (2025: £39k); Charles Goodfellow £30k (2025: £40k); and Ranald McGregor-Smith £45k (2025: £60k).

The remuneration of the highest paid director during the year was £75k (2025: £75k). The remuneration of individual Directors is disclosed in the Remuneration Report.

Charles Goodfellow was formerly employed by Peterhouse Capital Limited, which acted as the Group's broker until October 2025, when AlbR Capital Limited was appointed in its place. Fees paid to Peterhouse Capital Limited were proposed to the Board and approved by the Board as a whole. Fees paid to Peterhouse Capital Limited in the year, in respect of the period during which it acted as broker, were £6.25k (2025: £47.5k) and there was no amount due to Peterhouse Capital Limited at the year end (2025: £7.5k).

During the year, the Company charged its subsidiary, Sabien Technology Limited, £50k (2025: £50k) by way of management charges and £139k in relation to IP development charged by Parris Group Ltd under an Intellectual Property Licence Agreement (see Parris Group Ltd section below). The Company was also charged by Sabien Technology Limited £62k (2025: £62k) in relation to staff costs. Sabien Technology Limited repaid £73k (2025: £95k) during the year and at the year end the amount payable to the Company was £125k (2025: £75k owed by the Company).

During the year, the Company advanced working capital loans of £3k (2025: £5k) to its subsidiary, Sabien Inc. At the year end the amount due from Sabien Inc. was £159k (2025: £151k). At the year-end an impairment provision of £159k (2025: £151k) had been raised against the loan.

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27. Related party transactions (continued)

Parris Group Limited
Parris Group Ltd ("PGL") is an entity controlled by Richard Parris.

The transactions with, and balances owed to, PGL are summarised below:

	2026	*2025*
	£000	*£000*
Transactions during the year		
M2G and related equipment invoiced to PGL	**70**	*107*
Revenue recognised from sales to PGL	**80**	*97*
Cost of sales on sales to PGL	**80**	*77*
Equipment repurchased from PGL	**83**	*26*
IPLA development costs (2026: capitalised; 2025: expensed)	**139**	*29*
New loans received from PGL	**-**	*100*
Advanced under factoring facility	**225**	*-*
Repaid under factoring facility	**102**	*-*
Interest paid on PGL loans	**19**	*22*
Interest paid on factoring facility	**2**	*-*
Loan interest, development cost liability, and equipment liability reclassified as short term loan in the year	**128**	*-*
Short term loan repaid in the year	**128**	*-*
IPLA development costs repaid in the year	**1**	*-*
Balances owed to PGL at 30 June		
Equipment repurchased	**38**	*26*
IPLA charges (payment deferred)	**139**	*29*
Loans, including accrued interest	**206**	*210*
Factoring facility	**123**	*-*
Accrued factoring interest	**3**	*-*
Total owed to PGL	**509**	*265*

The Company has received working capital loans from PGL, which are repayable on demand and accrue interest at 12% per annum (note 23). During the year, accrued loan interest and amounts owed to PGL for development costs and repurchased equipment were reclassified as a short-term loan, which was repaid in the year. During the year, Sabien Technology Limited also entered into an invoice factoring facility with PGL (note 23). The Company's invoice factoring facility bears interest at 0.0822% per day on funds drawn (equivalent to approximately 30% per annum). Interest on the loans and the factoring facility is included within finance costs (note 11). The amounts owing to PGL under both the loan and factoring facility are secured by fixed and floating charges registered on 19 December 2025.

During the year, the Group sold M2G and related equipment to PGL (note 6), and subsequently repurchased part of that equipment from PGL.

During 2025 the Company entered into an Intellectual Property Licence Agreement (IPLA) with PGL. The IPLA provides for PGL to provide software development and IT support and the arrangement was agreed to be remunerated via a 5% commission on Sabien sales cash receipts from customers from the start of the arrangement in August 2024 as well as a levelling up adjustment where development costs incurred on an arm's length basis exceed commissions. During the year ended 30 June 2026 the cost incurred under the arrangement, including the levelling up adjustment, was capitalised within intangible assets (note 15) (2025: expensed through profit and loss). PGL has agreed to defer payment of the amount owed for a period of at least 12 months from the signing of these accounts.

As set out in note 18, in December 2021 the Company incorporated b.grn Group Ltd in conjunction with Parris Group Ltd. The Company's total investment including other investments in associates (note 18) to date is £30k with the value recorded by the Group of £30k at 30 June 2026 (2025: £281k). During the year the company paid invoices on behalf of b.grn of £11k which were repaid in the year.

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28. Controlling party

The Group has no ultimate controlling party.

29. Events after the reporting date

Following the year end, the Company announced that the proposed UK distribution agreement with SaveMoneyCutCarbon and Haydale Plc would not be proceeding.

On 9 November 2026, the Company agreed with Parris Group Ltd ("PGL") to amend the Long-Term Loan Agreement dated 19 December 2025, to provide an additional short-term working capital facility of up to £100,000. PGL is controlled by Richard Parris, the Company's Executive Chairman and a substantial shareholder, and is therefore a related party.

The facility is uncommitted. Each drawing requires PGL's prior written approval, at its discretion. Drawings carry interest at 0.0822% per day (approximately 30% per annum), the same rate as the Group's receivables purchase facility with PGL. Interest is payable on repayment. Each drawing is repayable on the earlier of demand and 60 days after it is made, and may be prepaid at any time without penalty. The facility is secured by the Company's existing security in favour of PGL. The existing £200,000 loan under the Long-Term Loan Agreement is unaffected and continues to bear interest at 12% per annum.

At the date of approval of these financial statements, £50k had been drawn under the facility. The facility is a related party transaction under AIM Rule 13 and was announced on 9 November 2026.