



3t

3t Interim Financial Report

Q2 2025

—
Training
Technology
Transformation

3tglobal.com

Trading

H1 trading performance reflects an 24% increase in revenue and 29% increase in EBITDA as the full year benefit of the FY24 acquisitions is impacted.

So far this year, the business has demonstrated **strong commercial success, including:**

- Securing a flagship, digitally focused, multi-million \$, multi-year, contract with the International Association of Drilling Contractors (IADC)
- Continued development of Virtual Reality scenarios for a major international oil company based in the Middle East.
- The award of 3t's first managed services contract in MENA since the acquisition of GTSC.
- On a pro-forma basis **revenue and EBITDA** was broadly flat
- **3t UK Training revenues** were flat YOY, reflecting Oil & Gas challenges being offset by growth elsewhere. Margins are improved.

- **3t MENA Training** momentum was positive except in Saudi Arabia. This reflects Saudi Aramco's policy to reduce rig activity by 37% versus prior year. Post quarter end 3t has received positive news on new business and expects improved momentum in H2.
- **3t USA Training**, although less material, saw steady progress in H1 compared with last year.
- **3t Technologies** YTD performance was materially in line with prior year as for example the IADC and VR contracts are delivered over more than 1 year.
- Following the FY24 acquisitions, we have invested in **group costs**, enabling 3t to scale the business with further growth in due course.

Cash Generation

- This is a key focus of the management team. H1 capex and exceptional costs were higher than we consider normal due to the integration of the FY24 acquisitions and development of the 3tx system that is progressively being rolled out to customers using 3t's Managed Services.

Outlook

- Our latest estimates remain to deliver IFRS EBITDA in the region of £22m to £25m for 2025.

"H1 trading performance reflects an 24% increase in revenue and 29% increase in EBITDA

Our latest estimates remain to deliver IFRS EBITDA in the region of £22m to £25m for 2025."

Kevin Franklin
Group CEO

Financial Performance

Following the listing of the 3t Global Bidco plc bonds on the Euronext Oslo Bors on 16 May 2025, financial performance is now reported under IFRS, with comparatives restated. The consolidated income statement and consolidated balance sheet are shown on pages 4 and 5 of these unaudited financial statements. Revenue was £19.5m for the three months to June 2025 compared to £15.6m for the same period in 2024. On a pro-forma basis for the same period, revenue was broadly flat against last year.

Adjusted EBITDA as reported was £5.1m compared to £3.7m for the same periods and once again broadly flat on a pro-forma basis. A reconciliation between operating profit per these financial statements and adjusted EBITDA is set out on page 4.

The major difference between the reporting under UKGAAP and IFRS is the accounting for leases where they are capitalised under IFRS. The impact for the six months to June 2025 is a credit to EBITDA of £1.4m.

Cash and liquidity

We remain focused on improving cash flow in the Group through a number of initiatives such as reducing the time taken to produce invoices and focusing on reducing overdue debt. These initiatives are starting to show results in Q3.

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Borrowings

Borrowings comprise the four year \$100m Nordic Bond and \$2m of remaining deferred consideration for the All Stop! acquisition, payable in equal instalments over the next two years. A weaker USD has reduced the GBP amount of the Nordic Bond at 30 June 2025 compared to end December 2024. A £10m Super Senior Revolving Credit Agreement with Barclays Bank PLC was put in place in March 2025. At the end of June 2025, £2.4m was drawn on this facility.

Cashflow and Debt

The consolidated cash flow statement is shown on page 7 of the unaudited financial statements. An analysis of net debt as at June 2025 is set out below, with leverage at 4.27x. The covenant test is <4.75x.

In million of pounds	June 30, 2025
Closing net cash	(0.2)
All Stop! deferred consideration	(1.5)
Norwegian bond	(72.9)
Net debt	(74.6)
LTM EBITDA	17.5
Leverage	4.27

Robert Baldrey
Interim Group CFO

Consolidated Income Statement (IFRS)

£m	Q2 2025	Q1 2025	H1 2025	Q2 2024	FY 2024
Turnover	19.47	19.59	39.05	15.59	67.38
Cost of sales	(8.86)	(9.38)	(18.24)	(7.85)	(32.05)
Gross profit	10.61	10.21	20.82	7.73	35.33
Administrative expenses	(8.81)	(8.06)	(16.87)	(9.01)	(34.75)
EBITDA (before non-recurring items, unrealised foreign exchange gains and share of profit in joint venture)	5.10	4.67	9.77	3.68	18.31
Share of profit in joint venture	(0.17)	(0.11)	(0.27)	(0.08)	(0.38)
Depreciation	(1.59)	(1.28)	(2.87)	(1.13)	(3.75)
Amortisation	0.33	(0.48)	(0.14)	(2.07)	(3.93)
Non-recurring items	(1.71)	(0.52)	(2.22)	(1.60)	(8.72)
Unrealised foreign exchange (losses)/gains	(0.17)	(0.14)	(0.31)	(0.07)	(0.74)
Other operating income	0.00	0.00	0.00	0.00	0.22
Operating Profit	1.80	2.15	3.95	(1.27)	0.80
Share of profit in joint venture	0.17	0.11	0.27	0.08	0.38
Interest payable and similar charges	(4.46)	(4.65)	(9.11)	(4.27)	(17.69)
Interest receivable and similar income	0.00	0.00	0.00	0.15	0.37
Loss before taxation	(2.50)	(2.40)	(4.90)	(5.31)	(16.14)
Taxation credit	(0.28)	0.00	(0.28)	(0.00)	0.38
Loss for the period	(2.78)	(2.40)	(5.18)	(5.31)	(15.75)
Loss attributable to:					
Shareholders of the parent company	(2.78)	(2.40)	(5.18)	(5.31)	(15.75)

Consolidated Other Comprehensive Income

£m	Q2 2025	Q1 2025	H1 2025	Q2 2024	FY 2024
Loss for the period	(2.78)	(2.40)	(5.18)	(5.31)	(15.75)
Other comprehensive income					
Currency translation differences	2.49	1.55	4.03	0.00	0.19
Total comprehensive loss for the period	(0.29)	(0.85)	(1.15)	(5.31)	(15.56)
Total comprehensive loss attributable to Shareholders of the parent company	(0.29)	(0.85)	(1.15)	(5.31)	(15.56)

Consolidated Balance Sheet (IFRS)

£m	Q2 2025	Q1 2025	Q2 2024	FY 2024
Intangible assets	97.14	97.61	69.81	95.97
Tangible assets	30.97	29.05	31.26	31.21
Investments	1.10	0.94	0.45	0.83
Total fixed assets	129.22	127.59	101.52	128.01
Stocks	1.54	1.55	2.12	1.65
Debtors	27.42	29.25	32.88	30.69
Cash at bank	2.23	5.39	26.19	4.49
Total current assets	31.19	36.20	61.19	36.84
Total assets	160.40	163.79	162.71	164.85

£m	Q2 2025	Q1 2025	Q2 2024	FY 2024
Creditors: amounts falling due after more than one year	122.25	119.37	117.19	115.59
\$100m Norwegian Bond	72.88	77.20	77.82	79.87
Provisions for liabilities	3.89	3.89	3.08	3.89
Total non-current liabilities	199.02	200.46	198.09	199.35
Loan notes – Deferred acquisition consideration	0.70	0.84	0.77	0.79
Trade creditors	10.06	9.68	6.05	9.89
Payments received on account	2.77	0.00	0.31	0.12
Corporation tax	0.39	0.00	0.00	0.26
Social security and other taxes	1.68	0.87	0.96	1.75
Other creditors	1.83	2.36	0.88	2.90
Accruals	1.26	5.66	3.44	4.68
Deferred income	2.72	4.18	3.43	4.05
Total current liabilities	21.42	23.59	15.83	24.44
Total liabilities	220.44	224.05	213.92	223.80
Called up share capital	0.53	0.52	0.53	0.53
Share based payment reserve	0.00	0.00	(0.30)	0.00
Profit and loss account	(60.56)	(60.79)	(51.44)	(59.47)
Shareholder's deficit	(60.03)	(60.26)	(51.22)	(58.95)
Total equity and liabilities	160.40	163.79	162.71	164.85

Consolidated Statement of Changes in Equity (IFRS)

£m	Called up share capital	Profit and loss account	Total equity
Balance at 1 January 2024	0.53	(61.86)	(61.33)
Foreign exchange movement on consolidatic	0.00	0.19	0.19
Total comprehensive loss	0.00	(12.31)	(12.31)
Balance at 31 December 2024	0.53	(73.97)	(73.44)
Balance at 1 January 2025	0.53	(73.97)	(73.44)
Foreign currency translation reserve	0.00	0.00	0.00
Adjustments for IFRS conversion	0.00	14.56	14.56
Total comprehensive loss	0.00	(1.15)	(1.15)
Balance at 30 June 2025	0.53	(60.56)	(60.03)

£m	Q2 2025	Q1 2025	H1 2025	FY 2024
Loss for the period	(2.78)	(2.40)	(5.18)	(15.75)
Depreciation	0.84	0.79	1.63	3.75
Amortisation	0.40	0.98	1.38	3.93
Interest receivable and similar income	0.00	0.00	0.00	(0.37)
Interest payable and similar expense	4.46	4.65	9.11	17.69
Other income in respect of R&D	0.00	0.00	0.00	(0.22)
Taxation	0.28	0.00	0.28	(0.38)
Share of profit of equity accounted investments	(0.16)	(0.11)	(0.27)	(0.38)
Increase in provisions	0.00	0.00	0.00	0.01
Foreign Exchange/Share based payment charge	(0.45)	0.14	(0.31)	0.00
Loss on disposal of fixed assets	0.00	0.00	0.00	0.00
Change in net working capital	(0.76)	(0.07)	(0.83)	(2.97)
Cash flow from operating activities	1.84	3.98	5.82	5.29
Purchase of tangible fixed assets	(0.49)	(0.91)	(1.40)	(1.25)
Purchase of intangible fixed assets	(1.41)	(1.14)	(2.55)	(2.57)
Cash paid to acquire subsidiaries	(0.90)	(0.61)	(1.51)	(27.53)
Interest received	0.00	0.00	0.00	0.37
Cash flow from investing activities	(2.79)	(2.66)	(5.45)	(30.99)
Free Cashflow	(0.94)	1.32	0.38	(25.69)
\$100m Norwegian Bond	0.00	0.00	0.00	77.82
Interest paid	(4.60)	(0.42)	(5.02)	(6.51)
Drawdown of bank loan	2.38	0.00	2.38	(42.98)
Debt issue costs	0.00	0.00	0.00	(2.39)
Receipts from parent undertaking	0.00	0.00	0.00	2.56
Cash flow from financing activities	(2.22)	(0.42)	(2.64)	28.49
Net cash flow for the period	(3.16)	0.90	(2.26)	2.80
Cash and cash equivalents at the beginning of the period	5.39	4.49	4.49	1.81
Effect of exchange rate fluctuations on cash held	0.00	0.00	0.00	(0.12)
Net cash flow for the period	(3.16)	0.90	(2.26)	2.80
Cash and cash equivalents at the end of the period	2.23	5.39	2.23	4.49

Consolidated Cash Flow Statement

Cash generated from operations was £5.8m for the six months to June 2025 with a £0.8m adverse movement on working capital in the period.

We are working to collect more receivables to increase cash balance available to the business. The acquired businesses have a good cash collection record although we are working to improve this too.

The purchase of tangible and intangible fixed assets at £3.9m includes £0.5m for the renovation of our training facilities in the MENA region, investment in our UK training facilities and the ongoing development and integration of our internally developed 3tx platform.

The cash paid to acquire subsidiaries in the first quarter represents the payment of professional fees incurred on the acquisitions in the prior year together with a deferred consideration payment of £0.9m in June.

During the second quarter, £4.2m of Bond interest was paid and the Group drew £2.4m on a revolving credit facility.

Cash at the end of June 25 at £2.3m is a reduction of £2.2m from the £4.5m at 31 December 2024.

Note 1 - Accounting Policies

The interim consolidated financial statements for the three months ended 30 June 2025 have been prepared in accordance with IFRS (International Financial Reporting Standards).

The interim consolidated financial statements do not include all the information and disclosures required in the annual financial statements and should be read in conjunction with the group's annual consolidated financial statements for the year ended 31 December 2024.

The accounting policies, judgements and estimates are consistent with those applied in the consolidated financial statements for 2024.

The presentation currency of these interim financial statements is sterling (£) rounded to the nearest million.

Note 2 - Critical Accounting Estimates & Judgements

Preparation of the consolidated financial statements requires management to make significant judgements and estimates. There has been no change in accounting policies since the 2024-year end. Many financial statement items cannot be reliably measured but must be based on estimations as to the value of assets and liabilities and often depends on future events that are somewhat uncertain.

The judgements, estimates and assumptions made are based on historical experience and other factors that management considers to be reliable, but which by their very nature are associated with uncertainty and unpredictability. These assumptions may prove incomplete or incorrect, and unexpected events or circumstances may arise. The most critical judgements, estimates and assumptions for the individual items are described below.

Accounting estimates and management judgements:

- Amortisation and depreciation
- Revenue recognition
- Warranty costs
- Bad debt provision
- Stock provision
- Business combination
- Dilapidation provisions
- Development costs
- Impairment of group's tangible and intangible assets
- Provisions
- Financial leases

Please refer to note 2 in the Group financial statements for 2024 for further information on critical accounting estimates and judgements.

Note 3 – Revenue

£m	Q2 2025	Q1 2025	H1 2025	FY 2024
3T Training	17.51	17.34	34.85	55.95
3T Technologies	1.96	2.24	4.20	11.43
Total revenue	19.47	19.58	39.05	67.38

£m	Q2 2025	Q1 2025	H1 2025	FY 2024
United Kingdom	13.27	13.87	27.14	53.62
MENA	3.49	3.32	6.81	3.95
USA	1.20	0.77	1.97	2.29
Other	1.51	1.62	3.13	7.53
Total revenue	19.47	19.58	39.05	67.39

Note 4 – Net Interest-bearing Debt

£m	Q2 2025	Q1 2025	FY 2024
Norwegian Bond debt	72.88	77.20	79.87
RCF	2.40	-	-
Bank debt	-	-	-
Total interest-bearing debt	75.28	77.20	79.87
Cash and cash equivalents	2.23	5.39	4.49
Net interest-bearing debt	73.05	71.81	75.38

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