

SPACE42 PLC (formerly BAYANAT AI PLC)
Pro forma Financial Information and Condensed Consolidated Interim Financial Statements
30 September 2025

SPACE42 PLC (formerly BAYANAT AI PLC)

Pro forma Financial Information

30 September 2025



Space42 PLC (formerly Bayanat AI PLC)
Pro forma financial information
30 September 2025 (Unaudited)

BASIS OF PREPARATION

On 1 October 2024, Al Yah Satellite Communications Company PJSC ("Yahsat") merged into Bayanat AI PLC ("Bayanat"), the surviving entity rebranded as Space42 PLC ("Space42"), through a share swap arrangement. The Pro forma consolidated financial information ("Pro forma financial information") illustrates the effects on the statement of financial position and financial performance of this transaction. Further details of the merger are provided in note 20 to the condensed consolidated interim financial statements of Space42 for the nine months ended 30 September 2025.

The Pro forma financial information comprises the unaudited condensed consolidated interim statement of financial position of Space42 as at 30 September 2025 and its unaudited condensed consolidated interim statement of profit or loss and comprehensive income for the nine months ended 30 September 2025. These statements are prepared as if the transaction had taken place as at 1 January 2023 at the same purchase consideration as at the date of the merger. Further, these statements do not include the financial effects of the Purchase Price Allocation (PPA) exercise and consider the difference between the fair value of the consideration and the book value of net assets acquired as provisional goodwill. Please refer to Note 20 of the condensed consolidated interim financial statements of Space42 for the nine months ended 30 September 2025 for the actual results of the PPA.

Number of shares issued by Bayanat to Yahsat shareholders (A)	2,190,476,191
Market value per share of Bayanat as at the date of the transaction (AED) (B)	2.38
Total purchase consideration (AED'000) (AxB)	5,213,333
Total purchase consideration (USD'000) (C)	1,419,560
Less: book value of net assets of Yahsat as at 1 January 2023 (USD'000) (D)	(851,135)
Provisional goodwill/intangible assets as at 1 January 2023 (USD'000) (C-D)	568,425

The purpose of the Pro forma financial information is to show the material effects that the transaction would have had on the historical consolidated statement of financial position and historical consolidated statement of profit or loss and comprehensive income of Space42 and its subsidiaries (together referred to as the "Group") as if the merger had happened on 1 January 2023. The presentation of the Pro forma financial information of the Group is based on certain pro forma assumptions and has been prepared for illustrative purposes only. Because of its nature, it addresses a hypothetical situation and, therefore, does not represent and may not provide a true picture of the financial position of the Group as at 30 September 2025 and 31 December 2024 and its financial performance for the nine months ended 30 September 2025 and 30 September 2024.

The Pro forma financial information does not take into consideration the effects of expected synergies or costs incurred to achieve these synergies as a result of the transaction. The Pro forma financial information gives no indication of the results and future financial situation of the Group.

The Pro forma financial information has been compiled based on the accounting policies adopted by the Group for the preparation of 31 December 2024 audited consolidated financial statements and in a manner consistent with International Financial Reporting Standards ("IFRS").



Space42 PLC (formerly Bayanat AI PLC)

Pro forma condensed consolidated interim statement of profit or loss

for the nine months ended 30 September 2025 (Unaudited)

	Three months ended 30 September		Nine months ended 30 September	
	2025	2024	2025	2024
	\$ 000	\$ 000	\$ 000	\$ 000
Revenue	136,196	154,298	362,646	428,462
Cost of revenue - goods and services	(40,255)	(36,917)	(76,562)	(95,909)
Staff costs	(29,536)	(30,901)	(89,203)	(88,780)
Other operating expenses	(22,919)	(15,141)	(49,488)	(48,079)
Other income	1,663	545	7,422	33,953
Adjusted EBITDA	45,149	71,884	154,815	229,647
Depreciation and amortisation	(39,882)	(39,269)	(107,690)	(119,005)
Fair value loss	-	-	(761)	(3,370)
Operating profit	5,267	32,615	46,364	107,272
Finance income	7,567	9,163	26,361	26,961
Finance costs	(5,503)	(3,264)	(9,235)	(8,747)
Net finance income	2,064	5,899	17,126	18,214
Share of results of equity-accounted investments	(885)	3,324	(1,455)	(2,213)
Profit before income tax	6,446	41,838	62,035	123,273
Income tax expense	(508)	(3,682)	(5,975)	(11,622)
Profit for the period	5,938	38,156	56,060	111,651
Loss for the period attributable to non-controlling interests	(1,199)	(2,126)	(1,835)	(7,105)
Profit for the period attributable to the Owners of Space42 PLC	7,137	40,282	57,895	118,756

Pro forma condensed consolidated interim statement of comprehensive income

for the nine months ended 30 September 2025 (Unaudited)

	Three months ended 30 September		Nine months ended 30 September	
	2025	2024	2025	2024
	\$ 000	\$ 000	\$ 000	\$ 000
Profit for the period	5,938	38,156	56,060	111,651
Other comprehensive (loss) income:				
Items that may be reclassified subsequently to profit or loss:				
Cash flow hedge - effective portion of changes in fair value	101	(5,627)	(1,851)	2,413
Cash flow hedge - gain reclassified to profit or loss	(2,488)	(4,502)	(8,549)	(14,204)
Foreign operations - currency translation differences	776	972	4,037	(3,596)
	(1,611)	(9,157)	(6,363)	(15,387)
Items that may not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit obligation, net of tax	(1,976)	(447)	(1,785)	(287)
Other comprehensive loss for the period	(3,587)	(9,604)	(8,148)	(15,674)
Total comprehensive income for the period	2,351	28,552	47,912	95,977
Total comprehensive loss attributable to non-controlling interests	(1,245)	(2,079)	(1,843)	(7,063)
Total comprehensive income attributable to the Owners of Space42 PLC	3,596	30,631	49,755	103,040



Space42 PLC (formerly Bayanat AI PLC)

Pro forma consolidated statement of financial position

at 30 September 2025 (Unaudited)

	30 September 2025 \$ 000	31 December 2024 \$ 000
Assets		
Property, plant and equipment	1,552,692	1,449,455
Right-of-use assets	13,772	18,641
Provisional goodwill/intangible assets relating to business combination (refer basis of preparation)	568,425	568,425
Intangible assets	16,173	16,794
Equity-accounted investments	34,958	34,594
Trade and other receivables	637	367
Derivative financial instruments	10,963	15,854
Other financial assets	-	762
Contract costs	7,747	2,378
Deferred income tax assets	4,146	3,863
Total non-current assets	2,209,513	2,111,133
Inventories	33,265	26,123
Trade and other receivables	177,596	177,642
Contract assets	298,359	301,029
Contract costs	4,836	13,156
Derivative financial instruments	6,623	9,882
Income tax assets	43	182
Cash and short-term deposits	755,405	1,162,610
Total current assets	1,276,127	1,690,624
Total assets	3,485,640	3,801,757
Liabilities		
Trade and other payables	324,757	348,289
Contract liabilities	64,661	51,885
Borrowings	142,726	388,746
Lease liabilities	2,830	3,301
Income tax liabilities	5,496	19,334
Total current liabilities	540,470	811,555
Trade and other payables	37,908	64,483
Contract liabilities	805,691	795,721
Borrowings	185,781	257,913
Lease liabilities	10,799	15,014
Defined benefit obligations	11,839	12,253
Deferred income tax liabilities	1,999	1,575
Total non-current liabilities	1,054,017	1,146,959
Total liabilities	1,594,487	1,958,514
Net assets	1,891,153	1,843,243
Equity		
Share capital	129,664	129,664
Share premium	1,514,253	1,514,253
Hedging reserve	(33,679)	(23,279)
Other reserve	22,807	22,807
Translation reserve	(201)	(4,173)
Remeasurement reserve	(2,247)	(478)
Retained earnings	218,581	168,913
Equity attributable to the Owners of Space42 PLC	1,849,178	1,807,707
Non-controlling interests	41,975	35,536
Total equity	1,891,153	1,843,243

SPACE42 PLC (formerly BAYANAT AI PLC)
Report and Condensed Consolidated Interim Financial Statements
30 September 2025

Space42 PLC (formerly Bayanat AI PLC)**Report and Condensed Consolidated Interim Financial Statements**

30 September 2025

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INDEPENDENT AUDITOR'S REVIEW REPORT ON THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS TO THE SHAREHOLDERS OF SPACE42 PLC (FORMERLY BAYANAT AI PLC)

Introduction

We have reviewed the accompanying condensed consolidated interim statement of financial position of Space42 PLC (formerly Bayanat AI PLC) (the “Company”) and its subsidiaries (together referred to as the “Group”) as at 30 September 2025, and the related statements of profit or loss, comprehensive income, changes in equity and cash flows for the nine months then ended, and other explanatory notes, including material accounting policy information. Management is responsible for the preparation and presentation of this interim financial information in accordance with International Accounting Standard 34 ‘Interim Financial Reporting’ (‘IAS 34’). Our responsibility is to express a conclusion on this interim financial information based on our review.

Scope of Review

We conducted our review in accordance with International Standard on Review Engagements 2410, “*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*”. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial information is not prepared, in all material respects, in accordance with IAS 34.

Deloitte & Touche (M.E.) LLP



Obada AlKowatly
Partner
5 November 2025
Abu Dhabi
United Arab Emirates



Space42 PLC (formerly Bayanat AI PLC)

Condensed consolidated interim statement of profit or loss

for the nine months ended 30 September 2025 (unaudited)

	Notes	Three months ended 30 September		Nine months ended 30 September	
		2025 \$ 000	2024 \$ 000	2025 \$ 000	2024 \$ 000
Revenue	4	136,196	56,000	362,646	130,417
Cost of revenue - goods and services		(40,256)	(28,456)	(76,562)	(74,824)
Staff costs		(29,536)	(10,315)	(89,203)	(27,760)
Other operating expenses ⁽¹⁾		(22,920)	(3,490)	(49,489)	(12,329)
Other income	5	1,663	15	7,421	1,970
Adjusted EBITDA ⁽²⁾		45,147	13,754	154,813	17,474
Depreciation and amortisation		(46,989)	(889)	(129,242)	(2,639)
Fair value loss ⁽³⁾		-	-	(762)	-
Operating profit (loss)		(1,842)	12,865	24,809	14,835
Finance income		7,568	1,627	26,361	5,654
Finance costs		(5,762)	(147)	(9,493)	(424)
Net finance income		1,806	1,480	16,868	5,230
Share of results of equity-accounted investments	9	(883)	-	(1,455)	-
Profit (loss) before income tax		(919)	14,345	40,222	20,065
Income tax (charge) credit	6	90	(1,433)	(4,160)	(1,948)
Profit (loss) for the period		(829)	12,912	36,062	18,117
Loss for the period attributable to non-controlling interests		(1,095)	-	(1,545)	-
Profit for the period attributable to the Owners of Space42 PLC		266	12,912	37,607	18,117
Earnings per share					
Basic and diluted (cents per share)	19	0.006	0.502	0.790	0.705

⁽¹⁾ Other operating expenses include expected credit losses on trade and other receivables and contract assets. For the three months and nine months ended 30 September 2025, there was a net charge of expected credit losses of \$2,540 thousand and \$2,625 thousand, respectively. For the three months and nine months ended 30 September 2024, there was a net reversal of \$nil and \$73 thousand, respectively.

⁽²⁾ Adjusted EBITDA is a non-GAAP measure and refers to earnings before interest, tax, depreciation, amortisation, fair value loss and share of results of equity-accounted investments.

⁽³⁾ Fair value loss for the nine months ended 30 September 2025 comprises impairment loss on other financial asset (2024: \$nil).

The accompanying notes form an integral part of these condensed consolidated interim financial statements.

The auditor's review report is set out on page i.



Space42 PLC (formerly Bayanat AI PLC)

Condensed consolidated interim statement of comprehensive income

for the nine months ended 30 September 2025 (unaudited)

	Three months ended 30 September		Nine months ended 30 September	
	2025	2024	2025	2024
	\$ 000	\$ 000	\$ 000	\$ 000
Profit (loss) for the period	(829)	12,912	36,062	18,117
Other comprehensive (loss) income:				
Items that may be reclassified subsequently to profit or loss:				
Cash flow hedge - effective portion of changes in fair value	360	-	(1,592)	-
Cash flow hedge - gain reclassified to profit or loss	(2,488)	-	(8,549)	-
Foreign operations - currency translation differences	584	-	2,967	-
	(1,544)	-	(7,174)	-
Items that may not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit obligation, net of tax	(1,976)	-	(1,785)	-
Other comprehensive loss for the period	(3,520)	-	(8,959)	-
Total comprehensive income (loss) for the period	(4,349)	12,912	27,103	18,117
Total comprehensive loss attributable to non-controlling interests	(1,084)	-	(1,496)	-
Total comprehensive income (loss) attributable to the Owners of Space42 PLC	(3,265)	12,912	28,599	18,117

The accompanying notes form an integral part of these condensed consolidated interim financial statements.

The auditor's review report is set out on page i.



Space42 PLC (formerly Bayanat AI PLC)

Condensed consolidated interim statement of financial position

at 30 September 2025

		(Unaudited) 30 September 2025	(Audited) 31 December 2024
	Notes	\$ 000	\$ 000
Assets			
Property, plant and equipment	7	1,525,796	1,422,394
Right-of-use assets		13,772	18,642
Intangible assets	8	670,766	693,103
Equity-accounted investments	9	27,374	28,080
Trade and other receivables	10	637	367
Derivative financial instruments		10,963	15,854
Other financial assets		-	762
Contract costs		7,747	2,378
Deferred income tax assets		5,532	5,470
Total non-current assets		2,262,587	2,187,050
Inventories		33,265	26,123
Trade and other receivables	10	177,596	177,643
Contract assets	10	298,359	301,028
Contract costs		4,836	13,156
Derivative financial instruments		6,623	9,882
Income tax assets		43	181
Cash and short-term deposits *	11	755,405	1,162,610
Total current assets		1,276,127	1,690,623
Total assets		3,538,714	3,877,673
Liabilities			
Trade and other payables	12	324,757	348,288
Contract liabilities	13	64,661	51,884
Borrowings	14	142,726	388,746
Lease liabilities		2,830	3,301
Income tax liabilities		5,496	19,334
Total current liabilities		540,470	811,553
Trade and other payables	12	37,908	64,483
Contract liabilities	13	805,691	795,721
Borrowings	14	185,781	257,913
Lease liabilities		10,799	15,014
Defined benefit obligations		11,839	12,253
Deferred income tax liabilities		45,668	47,281
Total non-current liabilities		1,097,686	1,192,665
Total liabilities		1,638,156	2,004,218
Net assets		1,900,558	1,873,455
Equity			
Share capital	15	129,664	129,664
Share premium	15	1,514,253	1,514,253
Hedging reserve		(7,279)	2,862
Other reserve		13,687	13,687
Translation reserve		176	(2,727)
Remeasurement reserve		(1,656)	114
Retained earnings		211,716	182,335
Equity attributable to the Owners of Space42 PLC		1,860,561	1,840,188
Non-controlling interests		39,997	33,267
Total equity		1,900,558	1,873,455

* Cash and short term deposits include cash and cash equivalents of \$705,238 thousand (31 December 2024: \$732,545 thousand).

These condensed consolidated interim financial statements were authorized for issue by the Board of Directors on 5 November 2025 and approved on their behalf by:

Signed by:

 06CAB59FD7D6442...

H.E. Mansoor Al Mansoori
Chairman of the Board

Signed by:

 A3B87D46144843A...

Karim Michel Sabbagh
Managing Director

Signed by:

 AB968BCF46384E8...

Andrew Francis Cole
Chief Financial Officer

The accompanying notes form an integral part of these condensed consolidated interim financial statements.

The auditor's review report is set out on page i.

Space42 PLC (formerly Bayanat AI PLC)**Condensed consolidated interim statement of changes in equity**

for the nine months ended 30 September 2025 (unaudited)

Attributable to the Owners of Space42 PLC							
	Share capital	Share premium	Other reserves⁽¹⁾	Retained earnings	Total	Non-controlling interests	Total equity
	\$ 000	\$ 000	\$ 000	\$ 000	\$ 000	\$ 000	\$ 000
At 1 January 2024 (audited)	70,018	154,339	11,436	122,275	358,068	-	358,068
Total comprehensive income for the period	-	-	-	18,117	18,117	-	18,117
Increase in statutory reserve of subsidiaries	-	-	1,298	(1,298)	-	-	-
At 30 September 2024 (unaudited)	70,018	154,339	12,734	139,094	376,185	-	376,185
At 1 January 2025 (audited)	129,664	1,514,253	13,936	182,335	1,840,188	33,267	1,873,455
Profit (loss) for the period	-	-	-	37,607	37,607	(1,545)	36,062
Other comprehensive income (loss):							
Cash flow hedge - effective portion of changes in fair value	-	-	(1,592)	-	(1,592)	-	(1,592)
Cash flow hedge - gain reclassified to profit or loss	-	-	(8,549)	-	(8,549)	-	(8,549)
Currency translation differences	-	-	2,903	-	2,903	64	2,967
Remeasurement of defined benefit obligation, net of tax	-	-	(1,770)	-	(1,770)	(15)	(1,785)
Other comprehensive income (loss) for the period	-	-	(9,008)	-	(9,008)	49	(8,959)
Total comprehensive income (loss) for the period	-	-	(9,008)	37,607	28,599	(1,496)	27,103
Dilution of interest without a loss of control (note 20)	-	-	-	(8,226)	(8,226)	8,226	-
At 30 September 2025 (unaudited)	129,664	1,514,253	4,928	211,716	1,860,561	39,997	1,900,558

⁽¹⁾ Other reserves include hedging reserve, statutory reserve relating to subsidiaries, translation reserve and actuarial remeasurement reserve.

The accompanying notes form an integral part of these condensed consolidated interim financial statements.

The auditor's review report is set out on page i.



Space42 PLC (formerly Bayanat AI PLC)

Condensed consolidated interim statement of cash flows

for the nine months ended 30 September 2025 (unaudited)

		Nine months ended 30 September	
	Notes	2025 \$ 000	2024 \$ 000
Operating activities			
Profit before income tax		40,222	20,065
Adjustments for:			
Share of results of equity-accounted investments	9	1,455	-
Depreciation and amortisation		129,242	2,639
Allowance (reversal) for expected credit losses		2,625	(73)
Fair value loss		762	-
Allowance for inventories		2,412	-
Finance income		(26,361)	(5,654)
Finance costs		9,493	424
Loss on termination of lease		257	-
Current service cost		236	369
Operating profit before working capital changes		160,343	17,770
Working capital changes:			
Trade and other receivables		(3,606)	30,352
Contract assets		2,696	(45,110)
Contract costs		2,951	(6,550)
Inventories		(9,507)	-
Trade and other payables		(39,214)	(34,320)
Contract liabilities		22,747	(27,391)
Cash generated from (used in) operations		136,410	(65,249)
Payments for defined benefit obligations		(3,103)	(117)
Income tax paid		(19,220)	-
Net cash from (used in) operating activities		114,087	(65,366)
Investing activities			
Purchases of property, plant and equipment		(216,494)	(18,400)
Additions to intangible assets		(2,952)	(33)
Return of investment in an associate		1,950	-
Proceeds of term deposits with original maturities more than three months		554,898	-
Term deposits placed with original maturities more than three months		(175,000)	-
Interest received		27,064	5,877
Net cash from (used in) investing activities		189,466	(12,556)
Financing activities			
Repayment of term loans	14	(319,835)	-
Payment of lease liabilities		(3,163)	(270)
Interest paid including derivative settlements		(7,902)	(290)
Net cash used in financing activities		(330,900)	(560)
Net decrease in cash and cash equivalents		(27,347)	(78,482)
Net foreign exchange difference		40	-
Cash and cash equivalents at the beginning of the period		732,545	207,505
Cash and cash equivalents as the end of the period		705,238	129,023

The accompanying notes form an integral part of these condensed consolidated interim financial statements.
The auditor's review report is set out on page i.

Space42 PLC (formerly Bayanat AI PLC)

Notes to the condensed consolidated interim financial statements

for the nine months ended 30 September 2025 (unaudited)

1 Corporate information

Space42 PLC (formerly Bayanat AI PLC) (the "Company") is registered in Abu Dhabi Global Market (ADGM) under license number 000008474 as a Public Company Limited by Shares. The Company was incorporated on 28 September 2022 (the "inception date"). The registered address of the Company is Al Sarab Tower, ADGM Square, Al Maryah Island, Abu Dhabi, United Arab Emirates. The Company's ordinary shares are listed on the Abu Dhabi Stock Exchange (ADX).

The Group's parent company and controlling party is Group 42 Holding Ltd (the "Parent Company"), a private company registered in Abu Dhabi Global Market.

On 1 October 2024, the Company and Al Yah Satellite Communications Company PJSC (Yahsat), a global satellite operator, merged to create Space42, a UAE-based AI-powered SpaceTech company with a global reach, integrating satellite communications, geospatial analytics, and artificial intelligence capabilities. On this date, Yahsat was dissolved and its shares were delisted from Abu Dhabi Securities Exchange (ADX). Its assets and liabilities were transferred to the Company in exchange for newly issued shares. Following the merger, the legal name of the Company was changed from Bayanat AI PLC to Space42 PLC.

These condensed consolidated interim financial statements include the financial performance and position of the Company, its subsidiaries (collectively referred to as the "Group") and the Group's interest in its equity-accounted investees.

The Group is organized into two business units and its principal activities are:

1) Yahsat Space Services (YSS): YSS provides robust, secure satellite communication solutions for government and mission-critical applications; reliable mobility and communication solutions; and high-speed data connectivity solutions.

2) Bayanat Smart Solutions (BSS): BSS provides earth observation and geospatial solutions using a multi-sensor system, advanced data analytics using GIQ platform, and industry-specific solutions using advanced Artificial Intelligence (AI).

During the period, the Group incorporated a new subsidiary, Space 42 Space Satellite Systems L.L.C – S.P.C. The subsidiary has not started commercial operations yet.

2 Material accounting policy information

2.1 Basis of preparation

Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standard ("IAS") 34 Interim Financial Reporting and comply where appropriate, with the Articles of Association of the Company and applicable requirements of Abu Dhabi Global Market ("ADGM") Companies Regulations 2020 (as amended), and Companies Regulations (International Accounting Standards) Rules 2015.

These condensed consolidated interim financial statements should be read in conjunction with the Group's last annual consolidated financial statements as at and for the year ended 31 December 2024 ('last annual financial statements'). These condensed consolidated interim financial statements do not include all of the information required for a complete set of financial statements prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB). However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance since the last annual financial statements. In addition, results for the nine months ended 30 September 2025 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2025.

The same accounting policies and methods of computation are followed in the condensed consolidated interim financial statements as compared with the last annual financial statements, except for new and amended standards applicable from 1 January 2025 as disclosed in note 2.2 below.

Basis of measurement

These condensed consolidated interim financial statements have been prepared on the historical cost basis, except for derivative financial instruments and other financial assets, which are measured at fair value. Historical cost is generally based on the fair value of the consideration given in exchange for assets.

Functional and presentation currency

These condensed consolidated interim financial statements are presented in United States Dollars ("USD" or "\$"), the functional currency of the Company and the presentation currency of the Group. Subsidiaries and its equity-accounted investees determine their own functional currency and items included in the financial statements of these companies are measured using that functional currency. All financial information presented in USD has been rounded to the nearest thousand (" \$ 000"), unless stated otherwise.

Use of judgements and estimates

In preparing these condensed consolidated interim financial statements, management has made judgements and estimates that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates. The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those described in the last annual financial statements, except for significant estimate in relation to determination of transaction price of a contract.

Space42 PLC (formerly Bayanat AI PLC)

Notes to the condensed consolidated interim financial statements

for the nine months ended 30 September 2025 (unaudited)

2 Material accounting policy information (continued)

2.1 Basis of preparation (continued)

Use of judgements and estimates (continued)

Determination of transaction price

The Group is required to determine the transaction price in respect of each of its contracts with customers. In making such judgement the Group assesses the impact of any variable consideration in the contract, the existence of any significant financing component, non-cash consideration and consideration payable to the customer (if any).

The Group signed the AY4/5 managed services agreement with a government entity (AY4/5-MSA) in 2024 for a total contract value of \$5,103.4 million. The managed services include satellite capacity services, operation and maintenance services and supply of customer terminals. The term of the AY4/5-MSA is 17 years starting from 9 November 2026 ("commencement date"). Pursuant to the terms of AY4/5-MSA, the Group is entitled to receive an aggregate amount of \$1 billion as "Advance Payment" in three instalments starting from December 2024. Accordingly, the Group received the first instalment of \$500 million in December 2024 which will be offset against the quarterly payments for satellite capacity and operation and maintenance services in equal instalments over a period of eight years starting from the commencement date. The contract contains both lease and non-lease components. Management has determined that the contract contains a significant financing component relating to the non-lease elements, as defined by IFRS 15 'Revenue from contracts with customers'. In forming its judgement, the Group's management considered the terms and conditions of the AY4/5-MSA and relevant accounting standards.

Subsequent to the period end, the Group has also received the second instalment of the Advance Payment amounting to \$300 million.

2.2 New and amended standards and interpretations

The Group applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 January 2025. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

Amendments to IAS 21: Lack of exchangeability

The amendments to IAS 21 *The Effects of Changes in Foreign Exchange Rates* specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments are effective for annual reporting periods beginning on or after 1 January 2025. When applying the amendments, an entity cannot restate comparative information. The amendments did not have a material impact on the Group's condensed consolidated interim financial statements.

2.3 Standards issued but not yet effective and not early adopted

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's condensed consolidated interim financial statements, are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

New and amended standards issued but not effective and not yet adopted by the Group	Effective date
<i>IFRS 18 Presentation and Disclosure in Financial Statements</i>	1 January 2027
<i>IFRS 19 Subsidiaries without Public Accountability: Disclosures</i>	1 January 2027
<i>Amendments to IFRS 9 and IFRS 7: Contracts Referencing Nature-dependent Electricity</i>	1 January 2026
<i>Annual Improvements to IFRS Accounting Standards—Volume 11</i>	1 January 2026
<i>Amendment to IFRS 9 and IFRS 7: Classification and Measurement of Financial Instruments</i>	1 January 2026
<i>Amendments to IFRS 10 'Consolidated Financial Statements' and IAS 28 'Investments in Associates and Joint Ventures': Sale or contribution of assets between investor and its associate or joint venture</i>	Deferred indefinitely
<i>IFRS S1 General Requirements for Disclosure of Sustainability-related Financial Information and IFRS S2 Climate-related Disclosures</i>	1 January 2024, subject to adoption by the local jurisdiction

The above stated new standards and amendments are not expected to have any significant impact on the condensed consolidated interim financial statements of the Group.

There are no other applicable new standards and amendments to published standards or IFRIC interpretations that have been issued that would be expected to have a material impact on the condensed consolidated interim financial statements of the Group.

Space42 PLC (formerly Bayanat AI PLC)**Notes to the condensed consolidated interim financial statements**

for the nine months ended 30 September 2025 (unaudited)

3 Segment information

Information regarding the Group's operating segments is set out below in accordance with IFRS 8 Operating Segments.

Information on segments

Consequent to the merger (note 1 and 20), the Group's operating model was changed organizing the Group into two business units, namely, Yahsat Space Services or YSS (comprising the businesses acquired from Yahsat as part of the merger) and Bayanat Smart Solutions or BSS (comprising the business carried out by the Group before the merger). BSS combines all the four segments that were reported separately prior to the merger, namely Smart Geospatial Solutions, Smart Mobility Solutions, Smart Operations Solutions and Smart Space Solutions.

Each business unit is headed by a Chief Executive Officer (CEO), who reports to the Managing Director, who is also the Chief Operating Decision Maker (CODM). The CODM assesses the financial performance and financial position of the business units and the Group, in making decisions to allocate resources.

The business units meet the definition of operating segments as per IFRS 8 Operating Segments. The details of the operating segments are as follows:

1) Yahsat Space Services (YSS): YSS provides robust, secure satellite communication solutions for government and mission-critical applications; reliable mobility and communication solutions; and high-speed data connectivity solutions.

2) Bayanat Smart Solutions (BSS): BSS provides earth observation and geospatial solutions using a multi-sensor system, advanced data analytics using GIQ platform, and industry-specific solutions using advanced Artificial Intelligence (AI).

Segment revenue is measured in a manner consistent with that in the consolidated statement of profit or loss. The performance of the segments are evaluated based on Adjusted EBITDA.

Capital expenditure includes additions during the period to property, plant and equipment, right-of-use assets and intangible assets.

The breakdown of revenue from external customers by nature of business activity is provided in note 4.

The segment information for the nine months ended 30 September 2025 and 30 September 2024 is as follows.

	Nine months ended 30 September 2025			Nine months ended 30 September 2024		
	Yahsat Space Services	Bayanat Smart Solutions	Total	Yahsat Space Services	Bayanat Smart Solutions	Total
	\$ 000	\$ 000	\$ 000	\$ 000	\$ 000	\$ 000
Revenue	307,387	55,259	362,646	-	130,417	130,417
Cost of revenue - goods and services	(26,680)	(49,882)	(76,562)	-	(74,824)	(74,824)
Staff costs	(53,241)	(35,962)	(89,203)	-	(27,760)	(27,760)
Other operating expenses	(37,289)	(12,200)	(49,489)	-	(12,329)	(12,329)
Other income (loss)	9,413	(1,992)	7,421	-	1,970	1,970
Adjusted EBITDA	199,590	(44,777)	154,813	-	17,474	17,474
Depreciation and amortisation	(118,738)	(10,504)	(129,242)	-	(2,639)	(2,639)
Fair value loss	(762)	-	(762)	-	-	-
Operating profit (loss)	80,090	(55,281)	24,809	-	14,835	14,835
Finance income	23,766	2,595	26,361	-	5,654	5,654
Finance costs	(8,938)	(555)	(9,493)	-	(424)	(424)
Net finance income	14,828	2,040	16,868	-	5,230	5,230
Share of results of equity-accounted investments	(1,455)	-	(1,455)	-	-	-
Profit (loss) before income tax	93,463	(53,241)	40,222	-	20,065	20,065
Income tax (charge) credit	(8,935)	4,775	(4,160)	-	(1,948)	(1,948)
Profit (loss) for the period	84,528	(48,466)	36,062	-	18,117	18,117
(Loss) profit for the period attributable to non-controlling interests	(1,588)	43	(1,545)	-	-	-
Profit (loss) for the period attributable to the Owners of Space42 PLC	86,116	(48,509)	37,607	-	18,117	18,117
Capital expenditure	145,702	62,065	207,767	-	878	878

Space42 PLC (formerly Bayanat AI PLC)**Notes to the condensed consolidated interim financial statements**

for the nine months ended 30 September 2025 (unaudited)

3 Segment information (continued)

The segment information for the three months ended 30 September 2025 and 30 September 2024 is as follows.

	Three months ended 30 September 2025			Three months ended 30 September 2024		
	Yahsat Space Services	Bayanat Smart Solutions	Total	Yahsat Space Services	Bayanat Smart Solutions	Total
	\$ 000	\$ 000	\$ 000	\$ 000	\$ 000	\$ 000
Revenue	111,454	24,742	136,196	-	56,000	56,000
Cost of revenue - goods and services	(9,127)	(31,129)	(40,256)	-	(28,456)	(28,456)
Staff costs	(16,557)	(12,979)	(29,536)	-	(10,315)	(10,315)
Other operating expenses	(17,544)	(5,376)	(22,920)	-	(3,490)	(3,490)
Other income	1,620	43	1,663	-	15	15
Adjusted EBITDA	69,846	(24,699)	45,147	-	13,754	13,754
Depreciation and amortisation	(43,441)	(3,548)	(46,989)	-	(889)	(889)
Fair value loss	-	-	-	-	-	-
Operating profit (loss)	26,405	(28,247)	(1,842)	-	12,865	12,865
Finance income	6,795	773	7,568	-	1,627	1,627
Finance costs	(5,510)	(252)	(5,762)	-	(147)	(147)
Net finance income	1,285	521	1,806	-	1,480	1,480
Share of results of equity-accounted investments	(883)	-	(883)	-	-	-
Profit (loss) before income tax	26,807	(27,726)	(919)	-	14,345	14,345
Income tax (charge) credit	(2,577)	2,667	90	-	(1,433)	(1,433)
Profit (loss) for the period	24,230	(25,059)	(829)	-	12,912	12,912
(Loss) profit for the period attributable to non-controlling interests	(1,138)	43	(1,095)	-	-	-
Profit (loss) for the period attributable to the Owners of Space42 PLC	25,368	(25,102)	266	-	12,912	12,912
Capital expenditure	69,411	5,576	74,987	-	494	494

Geographical information

The information on Group's revenue by geography has been compiled based on the principal location of the customers. The Group's principal place of operations is the United Arab Emirates.

Information on significant revenues from a single customer is provided in note 17.

	Three months ended 30 September		Nine months ended 30 September	
	2025	2024	2025	2024
	\$ 000	\$ 000	\$ 000	\$ 000
United Arab Emirates	124,313	54,962	328,636	128,864
Asia	4,883	1,038	14,815	1,553
Africa	2,680	-	9,218	-
Europe	3,685	-	7,654	-
North America	635	-	2,017	-
Others	-	-	306	-
Revenue	136,196	56,000	362,646	130,417



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Notes to the condensed consolidated interim financial statements

for the nine months ended 30 September 2025 (unaudited)

4 Revenue

	Note	Three months ended 30 September		Nine months ended 30 September	
		2025 \$ 000	2024 \$ 000	2025 \$ 000	2024 \$ 000
Services rendered		137,175	56,000	359,820	130,417
Sale of equipment and accessories, net		(979)	-	2,826	-
		136,196	56,000	362,646	130,417
Revenue from related parties is disclosed in note 17.					
Revenue includes:					
Revenue from contracts with customers (IFRS 15)		103,126	56,000	263,438	130,417
Income from operating leases (IFRS 16)		33,070	-	99,208	-
		136,196	56,000	362,646	130,417
Disaggregation of revenue by reportable segment:					
	3				
Services rendered:					
Space services		112,433	-	304,561	-
Smart solutions		24,742	56,000	55,259	130,417
Sale of equipment and accessories:					
Space services		(979)	-	2,826	-
		136,196	56,000	362,646	130,417
Timing of recognition of revenue from contracts with customers:					
Over time		103,743	53,919	251,096	122,670
At a point in time		(617)	2,081	12,342	7,747
		103,126	56,000	263,438	130,417

Revenue by geography is disclosed in note 3.

		30 September 2025 \$ 000	31 December 2024 \$ 000
	Notes		
Contract balances:			
Trade receivables, net of loss allowance	10	133,268	140,672
Contract assets, net of loss allowance	10	298,359	301,028
Contract liabilities	13	870,352	847,605

5 Other income

	Note	Three months ended 30 September		Nine months ended 30 September	
		2025 \$ 000	2024 \$ 000	2025 \$ 000	2024 \$ 000
Income from insurance claims *		567	-	8,334	-
Reversal of liability no longer required	17	-	-	-	1,861
Others **		1,096	15	(913)	109
		1,663	15	7,421	1,970

* Represents amount receivable, net of claim fees, resulting from the Group's insurance claim against an anomaly relating to Al Yah 3 satellite.

** Includes reversal of \$2,096 thousand of grant recognised in the prior year as no longer receivable.

Space42 PLC (formerly Bayanat AI PLC)**Notes to the condensed consolidated interim financial statements**

for the nine months ended 30 September 2025 (unaudited)

6 Income tax

The major components of income tax (charge) credit in the interim condensed consolidated statement of comprehensive income are:

	Three months ended 30 September		Nine months ended 30 September	
	2025	2024	2025	2024
	\$ 000	\$ 000	\$ 000	\$ 000
Current income tax	503	1,433	5,670	1,948
Deferred tax (relating to origination and reversal of temporary differences)	(593)	-	(1,510)	-
Income tax (credited) charged in profit or loss	(90)	1,433	4,160	1,948
Income tax credited in other comprehensive income	(150)	-	(150)	-

Global Minimum Tax

In an effort to end tax avoidance and to address concerns regarding the erosion of the global corporate tax base, a global framework for corporate taxation has been formed by the OECD/G20 Inclusive Framework and is supported by over 135 jurisdictions. The goal of the framework is to reduce the shifting of profit from one jurisdiction to another, in order to reduce global tax obligations in corporate structures and introduce a minimum 15% tax rate by jurisdiction ("Pillar Two").

On 9 December 2024, the UAE Ministry of Finance announced a 15% Domestic Minimum Top-up Tax (DMTT) for multinational enterprises (MNE) with global revenues of Euro 750 million at the ultimate parent level, aligning with the OECD Pillar Two framework. During the period, the UAE Cabinet resolution no. 142 of 2024 (the "resolution") concerning 'Imposition of UAE Qualified Domestic Minimum Top-up Taxes ("QDMTT") on Multinational Enterprises (MNE)' was issued which is effective from 1 January 2025. The resolution accompanies detailed provisions, rules and procedures on the QDMTT.

Space42 PLC and its subsidiaries will be subject to QDMTT since the global revenues of the Company's ultimate parent entity exceed the minimum threshold of EUR 750 million and therefore meet the definition of constituent entities that are a member of an MNE Group, as defined under the resolution. As a result of the Group's assessment of the applicable requirements of the resolution, no QDMTT was recognised in the condensed consolidated profit or loss during the nine months ended 30 September 2025.

The Group applies mandatory exception to recognizing and disclosing deferred tax assets and liabilities related to Pillar Two income taxes in accordance with amendments to IAS 12 (International Tax Reform – Pillar Two Model Rules).

7 Property, plant and equipment

	30 September 2025 \$ 000	31 December 2024 \$ 000
At the beginning of the period/year	1,422,394	60,061
Acquisition (note 20)	-	1,258,141
Additions	205,429	146,429
Depreciation	(102,343)	(32,754)
Transfer to inventories	(47)	(37)
Transfer from intangible assets (note 8)	277	-
Capitalized to contract costs	-	(9,327)
Exchange differences	86	(119)
At the end of the period/year	1,525,796	1,422,394

Property, plant and equipment includes capital work in progress which mainly relates to satellite systems under construction comprising i) AY4/5 satellites program, ii) T4-NGS ground stations, iii) development of low earth orbit (LEO) satellites and iv) high-altitude platform systems (HAPS) amounting to \$681.1 million (31 December 2024: \$902.6 million). Additions during the period mainly relate to satellites systems amounting to \$187.2 million.

In January 2025, the T4-NGS satellite was successfully launched into orbit, and the commercial operations commenced on 1 July 2025. Accordingly, the capital work in progress relating to the T4-NGS satellite, amounting to \$401,428 thousand, was transferred to satellite systems under property, plant and equipment, and depreciation was commenced with effect from 1 July 2025. Additions to property, plant and equipment during the nine months ended 30 September 2024 amounted to \$29,461 thousand.

Borrowing costs capitalised during the nine months ended 30 September 2025 amounted to \$17,221 thousand at a capitalisation rate of 3% per annum (nine months ended 30 September 2024: nil).

Space42 PLC (formerly Bayanat AI PLC)**Notes to the condensed consolidated interim financial statements**

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8 Intangible assets

	30 September 2025 \$ 000	31 December 2024 \$ 000
At the beginning of the period/year	693,103	458
Acquisition (note 20)	-	698,622
Additions	2,338	2,398
Transfer to property, plant and equipment (note 7)	(277)	-
Amortization	(24,398)	(8,377)
Exchange differences	-	2
At the end of the period/year	670,766	693,103

Additions during the nine months ended 30 September 2024 amounted to \$33 thousand.

Acquisition during the prior year

As part of the merger (note 1 and 20) the Group acquired customer contracts and relationships valued at \$508,354 thousand. The customer contracts include the long-term satellite capacity contracts with the UAE Government relating to Yahsat Space Services, while the customer relationships represent the Group's long-term relationships with customers relating to managed solutions business. The Group also recognised goodwill of \$173.3 million arising on the business combination (note 20) which has been allocated to the Infrastructure and Managed solutions CGUs as follows. Goodwill is not amortized but subject to annual impairment testing.

	30 September 2025 \$ 000	31 December 2024 \$ 000
Infrastructure	46,096	46,096
Managed solutions	127,214	127,214
At the end of the period/year	173,310	173,310

9 Equity-accounted investments

	30 September 2025 \$ 000	31 December 2024 \$ 000
At the beginning of the period/year	28,080	-
Acquisition (note 20)	-	34,893
Return of investment from Al Maisan	(1,950)	(3,250)
Share of results for the period/year	(1,455)	(1,178)
Exchange differences	2,699	(2,385)
At the end of the period/year	27,374	28,080
of which Investment in HPE	18,021	17,693
of which Investment in Al Maisan	9,353	10,387

10 Trade and other receivables and contract assets**Trade and other receivables**

	30 September 2025 \$ 000	31 December 2024 \$ 000
Trade receivables	161,327	166,114
Allowance for expected credit losses	(28,059)	(25,442)
Trade receivables, net of allowance	133,268	140,672
Prepayments	8,962	4,605
Advances to suppliers	11,187	9,153
Other receivables, net of allowance	24,816	23,580
Total trade and other receivables	178,233	178,010
of which non-current	637	367
of which current	177,596	177,643

Trade and other receivables (net of allowance) of \$93,200 thousand (31 December 2024: \$89,931 thousand) pertain to related parties.



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10 Trade and other receivables and contract assets (continued)

Contract assets

	30 September 2025 \$ 000	31 December 2024 \$ 000
Contract assets - Space services	43,771	38,183
Contract assets - Smart solutions	262,929	271,213
Allowance for expected credit losses	(8,341)	(8,368)
Contract assets, net of allowance	298,359	301,028

Contract assets (net of allowance) of \$294,014 thousand (December 2024: \$294,420 thousand) pertain to related parties.

11 Cash and short-term deposits

	30 September 2025 \$ 000	31 December 2024 \$ 000
Cash on hand and in banks	73,059	17,210
Cash in banks - related parties	121,653	468,954
Short-term deposits with banks - related parties	544,355	676,361
Short-term deposits with banks - third parties	16,338	85
Cash and short-term deposits	755,405	1,162,610
Less: Short-term deposits with original maturities of over three months	(50,167)	(430,065)
Cash and cash equivalents	705,238	732,545

12 Trade and other payables

	30 September 2025 \$ 000	31 December 2024 \$ 000
Trade payables	82,381	122,564
Accruals	153,634	138,169
Advance lease rentals	114,520	140,126
Satellite incentive program *	10,833	-
Other payables	1,297	11,912
Total trade and other payables	362,665	412,771
of which non-current	37,908	64,483
of which current	324,757	348,288

* Represents obligation payable to the satellite manufacturer in relation to T4-NGS provided that it continues to operate satisfactorily in accordance with contractual specifications.

Trade and other payables of \$154,315 thousand (31 December 2024: \$145,945 thousand) pertain to related parties.

13 Contract liabilities

	30 September 2025 \$ 000	31 December 2024 \$ 000
Contract liabilities - Space services	863,595	841,869
Contract liabilities - Smart solutions	6,757	5,736
Total contract liabilities	870,352	847,605
of which non-current	805,691	795,721
of which current	64,661	51,884

Contract liabilities of \$848,918 thousand (31 December 2024: \$824,535 thousand) pertain to related parties.

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for the nine months ended 30 September 2025 (unaudited)

14 Borrowings

	30 September 2025 \$ 000	31 December 2024 \$ 000
The carrying amount of borrowings are as follows:		
Principal amounts	337,525	657,360
Unamortised transaction costs	(9,018)	(10,701)
Term loans - net of unamortised transaction costs	328,507	646,659
of which current	142,726	388,746
of which non-current	185,781	257,913

The breakdown of the carrying amounts of the term loans is as follows:

	Repayment tenor Years	Principal amount \$ 000	Unamortised transaction costs \$ 000	Carrying amount \$ 000
At 30 September 2025				
Term loan 1	2022-2026	115,000	(812)	114,188
Term loan 2	2024-2032	222,525	(8,206)	214,319
		337,525	(9,018)	328,507
At 31 December 2024				
Term loan 1	2022-2026	170,000	(1,646)	168,354
Term loan 2	2024-2032	237,360	(9,055)	228,305
Term loan 3	2024-2025	250,000	-	250,000
		657,360	(10,701)	646,659

The table below provides the changes in the term loans arising from financing activities, including both cash and non-cash changes:

	30 September 2025 \$ 000	31 December 2024 \$ 000
At the beginning of the period/year	646,659	-
Acquisition (note 20)	-	662,814
Additions (cash)	-	23,106
Additions (interest capitalised)	-	12
Amortisation of transaction costs (non-cash)	1,683	562
Repayments (cash)	(319,835)	(39,835)
At the end of the period/year	328,507	646,659

The principal amounts of the term loans are repayable as follows:

	Term loan 1 \$ 000	Term loan 2 \$ 000	Term loan 3 \$ 000	Total \$ 000
At 30 September 2025				
Within one year	115,000	29,670	-	144,670
1 - 2 years	-	29,670	-	29,670
2 - 5 years	-	89,010	-	89,010
Beyond 5 years	-	74,175	-	74,175
	115,000	222,525	-	337,525
At 31 December 2024				
Within one year	110,000	29,670	250,000	389,670
1 - 2 years	60,000	29,670	-	89,670
2 - 5 years	-	89,010	-	89,010
Beyond 5 years	-	89,010	-	89,010
	170,000	237,360	250,000	657,360



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14 Borrowings (continued)

Borrowings include outstanding balances due to related party banks aggregating to \$33,063 thousand (31 December 2024: \$48,875 thousand).

During the period, the Group repaid the entire principal amount of \$250 million relating to the short-term Bridge Facility Agreement (Term Loan 3).

During the period, the Group has signed a \$695.5 million Export Credit Agency (ECA)-backed financing facility to fund the development of its next-generation geostationary satellites, Al Yah 4 and Al Yah 5. The entire facility remains undrawn as at 30 September 2025.

15 Share capital

	30 September 2025 \$ 000	31 December 2024 \$ 000
Issued and fully paid:		
4,761,905,551 shares of \$0.027 each (AED 0.10 each)	129,664	129,664
The movement in the share capital is as follows:		
	30 September 2025 \$ 000	31 December 2024 \$ 000
At the beginning of the period/year	129,664	70,018
Issue of new shares *	-	59,646
At the end of the period/year	129,664	129,664

* On 1 October 2024, the Company merged with Yahsat and its name was changed to Space42 Plc. Consequently, Yahsat was delisted and its assets and liabilities were transferred to the Company in exchange for the issuance of 2,190,476,979 new ordinary shares of AED 0.1 each to former Yahsat shareholders (note 1 and note 20) resulting into share premium of \$1,359,914 thousand. As at 30 September 2025, the Company's share premium amounts to \$1,514,253 thousand (31 December 2024: \$1,514,253 thousand).

On 13 October 2022, pursuant to the public offering, the share capital of the Company was increased to \$70,018 thousand (AED 257,143 thousand divided into 2,571,428,572 shares of AED 0.1 each), with 571,428,572 shares being offered for public subscription. The Company's offer price was set at AED 1.1 per share and was fully subscribed, resulting into share premium of \$154,339 thousand (AED 571,429 thousand). Share issue costs amounted to \$1,258 thousand (AED 4,620 thousand).

16 Capital commitments and contingent liabilities

	30 September 2025 \$ 000	31 December 2024 \$ 000
Capital commitments - committed and contracted	468,562	639,670
Contingent liabilities - performance bonds and letter of credits provided by banks in the normal course of business	939,567	636,736

Capital commitments mainly relate to AY4/5 Satellite Program, low earth orbit (LEO) satellites and high-altitude platform systems (HAPS) assets under construction.

Space42 PLC (formerly Bayanat AI PLC)**Notes to the condensed consolidated interim financial statements**

for the nine months ended 30 September 2025 (unaudited)

17 Related party transactions

	Three months ended 30 September		Nine months ended 30 September	
	2025 \$ 000	2024 \$ 000	2025 \$ 000	2024 \$ 000
Transaction with key management personnel				
Key management personnel compensation:				
Short term employment benefits *	1,572	823	6,447	4,182
Post-employment benefits	84	47	246	140

* Includes Board of directors and committee fees charged to consolidated profit or loss during the three months and nine months ended 30 September 2025 amounting to \$350 thousand and \$924 thousand respectively (three months and nine months ended 30 September 2024: \$128 thousand and \$496 thousand respectively).

	Note	Three months ended 30 September		Nine months ended 30 September	
		2025 \$ 000	2024 \$ 000	2025 \$ 000	2024 \$ 000
Transaction with other related parties					
Revenue					
Government entities *		106,246	50,769	287,887	96,031
Entities under common control *		5	1,679	370	23,582
Associate		203	-	913	-
Total		106,454	52,448	289,170	119,613
Purchase of services and materials					
Government entities		106	-	321	-
Entities under common control		708	20,825	1,566	36,942
Associate		415	-	1,247	-
Total		1,229	20,825	3,134	36,942
Other income					
Government entities	5	-	-	-	1,861
Interest income on short term deposits - with banks					
Other related parties		7,539	1,627	25,903	5,654
Interest on term loans from banks, net of hedges					
Other related parties		(2,000)	-	(6,686)	-
Interest on contract liability					
Government entities		4,909	128	14,623	367
Outsourced expenses, office lease rent, systems support					
Entities under common control		1,355	1,360	5,161	4,151
Other related parties		49	-	271	-
		1,404	1,360	5,432	4,151

* Revenue includes \$249.8 million from one customer (nine months ended 30 September 2024: \$102.5 million from three customers). There are no revenues from an individual customer, except as disclosed above, that represent 10 percent or more of the Group's total revenue.

Space42 PLC (formerly Bayanat AI PLC)

Notes to the condensed consolidated interim financial statements

for the nine months ended 30 September 2025 (unaudited)

18 Fair value disclosures

A number of the Group's accounting policies and disclosures require the determination of fair values, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and / or disclosure purposes as explained below.

The fair value of the derivative financial instruments is based on broker quotes, which are tested for reasonableness by discounting estimated future cash flows based on the terms and maturity of each contract and using market interest rates for a similar instrument at the measurement date. Derivatives fall into Level 2 of the fair value hierarchy.

There were no transfers between Level 1, Level 2 and Level 3 during current and previous periods.

The fair values of the Group's current financial assets and liabilities are equal to their carrying amounts. The fair values of the Group's borrowings, which bear interest at variable rates, approximate their carrying amounts. These are determined using discounted cash flows.

19 Earnings per share

	Three months ended 30 September		Nine months ended 30 September	
	2025	2024	2025	2024
Profit for the period attributable to the Owners of Space42 Plc (in \$'000)	266	12,912	37,607	18,117
Weighted average number of ordinary shares outstanding ('000)	4,761,906	2,571,429	4,761,906	2,571,429
Basic and diluted earnings per share (cents)	0.006	0.502	0.790	0.705
Basic and diluted earnings per share (fils)	0.021	1.844	2.900	2.587

20 Business combinations

Dilution of interest without a loss of control during the period:

During 2022, the Group entered into a shareholder agreement with another shareholder ("JV Partner") to incorporate a company ("Joint venture" or "JV") to establish a business in respect of the research and development, manufacture, sales (and other required or agreed operations) of products in the high-altitude pseudo satellite ("HAPS") business in the UAE and other territories. It was agreed that the Group will hold 53% ownership interest in the JV while the JV partner will hold 47% ownership interest.

During 2023, the JV was incorporated under the name of Mira Aerospace Ltd ("Mira") by issuing 1,000 shares with 100% ownership by the Group. On 1 July 2025, the Group completed the transfer of its 47% ownership interest in Mira, to the JV partner in accordance with the terms and conditions of the shareholder agreement. The transfer was made for nil consideration and did not result in a loss of control by the Group, hence was accounted for as an equity transaction. The carrying amount of Mira's net assets in the Group's condensed consolidated interim financial statements on the date of the transfer was \$17,502 thousand of which \$8,226 thousand, representing 47% ownership interest, was recognised as an adjustment between retained earnings and non-controlling interests as a dilution of interest in a subsidiary.

Acquisition during the prior year:

On 1 October 2024, the Company and Yahsat, a global satellite operator, merged to create Space 42, a UAE-based AI-powered SpaceTech company with a global reach, integrating satellite communications, geospatial analytics, and artificial intelligence capabilities.

On the date of the merger, Yahsat was dissolved and its shares de-listed from Abu Dhabi Securities Exchange (ADX). All assets and liabilities of Yahsat were transferred to the Company in exchange for newly issued shares of the Company, which were allocated to former Yahsat shareholders at a ratio of 0.897821 new shares in the Company for every one Yahsat share. Following the merger, the legal name of the Company was changed from Bayanat AI PLC to Space42 PLC.

The acquisition of Yahsat's assets and liabilities qualifies as a business combination in accordance with IFRS 3 Business Combinations. The Group has elected to measure the non-controlling interests in the acquiree at their proportionate share of the acquired net identifiable assets.



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20 Business combinations (continued)

Acquisition during the prior year (continued):

The fair values of the identifiable assets and liabilities of Yahsat as at the date of acquisition were:

		Fair value recognised on acquisition
	Notes	\$ 000
Assets		
Property, plant and equipment	7	1,258,141
Right-of-use assets		6,787
Intangible assets	8	525,312
Equity-accounted investments	9	34,893
Other financial assets		2,146
Deferred income tax assets		233
Inventories		30,605
Contract costs		2,378
Trade and other receivables (net of allowance for ECL of \$19,294 thousand)		123,692
Contract assets		23,793
Derivative financial instruments		27,603
Income tax assets		182
Cash and short-term deposits		594,359
Non-current assets classified as held for sale		28,390
		2,658,514
Liabilities		
Trade and other payables		477,752
Contract liabilities		166,637
Borrowings	14	662,814
Lease liabilities		7,149
Income tax liabilities		9,256
Defined benefit obligations		10,178
Deferred income tax liabilities		45,636
		1,379,422
Total identifiable net assets at fair value		1,279,092
Less: Non-controlling interests		(32,842)
Goodwill arising on acquisition	8	173,310
Purchase consideration transferred		1,419,560

The goodwill of \$173,310 thousand is attributed to the expected synergies arising from the acquisition. Goodwill has been allocated to the Group's Infrastructure and Managed solutions CGUs (note 8). None of the goodwill is expected to be deductible for income tax purposes.

The Company issued 2,190,476,979 ordinary shares as consideration for the acquisition of assets and liabilities of Yahsat (note 15). The fair value of the shares is calculated with reference to the quoted price of the shares of the Company at the date of acquisition, which was AED 2.38 per share (\$0.65 per share). The fair value of the consideration given was therefore \$1,419,560 thousand (AED 5,213,335 thousand).

21 Seasonality and cyclicity of interim operations

No income of a seasonal nature was recorded in the condensed consolidated interim statement of profit or loss for the nine months ended 30 September 2025 and 30 September 2024.



Space42 PLC (formerly Bayanat AI PLC)

Notes to the condensed consolidated interim financial statements

for the nine months ended 30 September 2025 (unaudited)

22 Changes in presentation of comparatives

Prior to the merger, the Group adopted 'analysis of expenses by function' method of presentation of the statement of profit or loss in accordance with IAS 1. Management reassessed the presentation of profit or loss after the merger with Yahsat (note 20) and adopted 'analysis of expenses by nature' method of presentation as it is more relevant to the users of the consolidated financial statements of the Group. As a result, the comparative figures have been reclassified to conform to the current period presentation.

	Nine months ended 30 September 2024		
	As previously reported	Reclassification	As presented
	\$ 000	\$ 000	\$ 000
Revenue	130,417	-	130,417
Cost of revenue - goods and services	-	(74,824)	(74,824)
Direct cost	(83,026)	83,026	-
Gross profit	47,391	(47,391)	-
Staff costs	-	(27,760)	(27,760)
Other operating expenses	-	(12,329)	(12,329)
Other income	1,970	-	1,970
Adjusted EBITDA	-	17,474	17,474
General and administrative expenses	(34,333)	34,333	-
Impairment gain, net of reversals, on financial and contract assets	73	(73)	-
Depreciation and amortisation	-	(2,639)	(2,639)
Operating profit	-	14,835	14,835
Finance costs	(690)	266	(424)
Finance income	-	5,654	5,654
Income from Wakala deposits	5,654	(5,654)	-
Net finance income	-	5,230	5,230
Profit before income tax	20,065	-	20,065
Income tax expense	(1,948)	-	(1,948)
Profit for the period	18,117	-	18,117

Space42 PLC (formerly Bayanat AI PLC)**Supplemental information to the condensed consolidated interim financial statements**

for the nine months ended 30 September 2025 (Unaudited)

The condensed consolidated interim financial statements are presented in United States Dollars ("USD" or "\$"), the functional currency of the Company and the presentation currency of the Group. The following selected supplemental information is presented in United Arab Emirates Dirhams (AED) solely for convenience. AED amounts have been translated at the rate of AED 3.6725 to USD 1, except for share capital and additional paid-in capital which are translated using historical rates. For the purpose of this translation, numbers have been rounded where necessary.

i) Condensed consolidated interim statement of profit or loss

	Three months ended 30 September		Nine months ended 30 September	
	2025	2024	2025	2024
	AED 000	AED 000	AED 000	AED 000
Revenue	500,180	205,660	1,331,817	478,956
Cost of revenue - goods and services	(147,840)	(104,505)	(281,174)	(274,791)
Staff costs	(108,471)	(37,882)	(327,598)	(101,949)
Other operating expenses	(84,174)	(12,817)	(181,748)	(45,278)
Other income (loss)	6,107	55	27,254	7,235
Adjusted EBITDA	165,802	50,511	568,551	64,173
Depreciation and amortisation	(172,567)	(3,265)	(474,641)	(9,692)
Fair value loss	-	-	(2,798)	-
Operating profit (loss)	(6,765)	47,246	91,112	54,481
Finance income	27,793	5,975	96,811	20,764
Finance costs	(21,161)	(540)	(34,863)	(1,557)
Net finance income	6,632	5,435	61,948	19,207
Share of results of equity-accounted investments	(3,243)	-	(5,343)	-
Profit (loss) before income tax	(3,376)	52,681	147,717	73,688
Income tax (charge) credit	331	(5,263)	(15,278)	(7,154)
Profit (loss) for the period	(3,045)	47,418	132,439	66,534
Loss for the period attributable to non-controlling interests	(4,021)	-	(5,674)	-
Profit for the period attributable to the Owners of Space42 PLC	976	47,418	138,113	66,534
Earnings per share				
Basic and diluted (fils per share)	0.021	1.844	2.900	2.587

ii) Condensed consolidated interim statement of comprehensive income

	Three months ended 30 September		Nine months ended 30 September	
	2025	2024	2025	2024
	AED 000	AED 000	AED 000	AED 000
Profit (loss) for the period	(3,045)	47,418	132,439	66,534
Other comprehensive (loss) income:				
Items that may be reclassified subsequently to profit or loss:				
Cash flow hedge - effective portion of changes in fair value	1,322	-	(5,847)	-
Cash flow hedge - gain reclassified to profit or loss	(9,137)	-	(31,396)	-
Foreign operations - currency translation differences	2,145	-	10,896	-
	(5,670)	-	(26,347)	-
Items that may not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit obligation, net of tax	(7,257)	-	(6,555)	-
Other comprehensive loss for the period	(12,927)	-	(32,902)	-
Total comprehensive income (loss) for the period	(15,972)	47,418	99,537	66,534
Total comprehensive loss attributable to non-controlling interests	(3,981)	-	(5,494)	-
Total comprehensive income (loss) attributable to the Owners of Space42 PLC	(11,991)	47,418	105,031	66,534



Space42 PLC (formerly Bayanat AI PLC)

Supplemental information to the condensed consolidated interim financial statements

for the nine months ended 30 September 2025 (Unaudited)

iii) Condensed consolidated interim statement of financial position

	30 September 2025 AED 000	31 December 2024 AED 000
Assets		
Property, plant and equipment	5,603,486	5,223,742
Right-of-use assets	50,578	68,463
Intangible assets	2,463,388	2,545,421
Equity-accounted investments	100,531	103,124
Trade and other receivables	2,339	1,348
Derivative financial instruments	40,262	58,224
Other financial assets	-	2,798
Contract costs	28,451	8,733
Deferred income tax assets	20,316	20,089
Total non-current assets	8,309,351	8,031,942
Inventories	122,166	95,937
Trade and other receivables	652,221	652,394
Contract assets	1,095,723	1,105,525
Contract costs	17,760	48,315
Derivative financial instruments	24,323	36,292
Income tax assets	158	665
Cash and short-term deposits	2,774,225	4,269,685
Total current assets	4,686,576	6,208,813
Total assets	12,995,927	14,240,755
Liabilities		
Trade and other payables	1,192,669	1,279,089
Contract liabilities	237,468	190,544
Borrowings	524,161	1,427,670
Lease liabilities	10,393	12,123
Income tax liabilities	20,184	71,004
Total current liabilities	1,984,875	2,980,430
Trade and other payables	139,217	236,814
Contract liabilities	2,958,900	2,922,285
Borrowings	682,281	947,185
Lease liabilities	39,659	55,139
Defined benefit obligations	43,479	44,999
Deferred income tax liabilities	167,716	173,639
Total non-current liabilities	4,031,252	4,380,061
Total liabilities	6,016,127	7,360,491
Net assets	6,979,800	6,880,264
Equity		
Share capital	476,191	476,191
Share premium	5,561,094	5,561,094
Hedging reserve	(26,732)	10,511
Other reserve	50,266	50,266
Translation reserve	646	(10,015)
Remeasurement reserve	(6,081)	419
Retained earnings	777,527	669,625
Equity attributable to the Owners of Space42 PLC	6,832,911	6,758,091
Non-controlling interests	146,889	122,173
Total equity	6,979,800	6,880,264

Space42 PLC (formerly Bayanat AI PLC)**Supplemental information to the condensed consolidated interim financial statements**

for the nine months ended 30 September 2025 (Unaudited)

iv) Condensed consolidated interim statement of changes in equity

	Attributable to the owners of Space42 PLC					Non-controlling interests	Total equity
	Share capital	Share premium	Other Reserves ⁽¹⁾	Retained earnings	Total		
	AED 000	AED 000	AED 000	AED 000	AED 000	AED 000	AED 000
At 1 January 2024 (audited)	257,141	566,810	41,999	449,055	1,315,005	-	1,315,005
Total comprehensive income for the period	-	-	-	66,534	66,534	-	66,534
At 30 September 2024 (unaudited)	257,141	566,810	41,999	515,589	1,381,539	-	1,381,539
At 1 January 2025 (audited)	476,191	5,561,094	51,181	669,625	6,758,091	122,173	6,880,264
Profit (loss) for the period	-	-	-	138,112	138,112	(5,674)	132,438
Other comprehensive income (loss):							
Cash flow hedge - effective portion of changes in fair value	-	-	(5,847)	-	(5,847)	-	(5,847)
Cash flow hedge - gain reclassified to profit or loss	-	-	(31,396)	-	(31,396)	-	(31,396)
Currency translation differences	-	-	10,661	-	10,661	235	10,896
Remeasurement of defined benefit obligation, net of tax	-	-	(6,500)	-	(6,500)	(55)	(6,555)
Other comprehensive income (loss) for the period	-	-	(33,082)	-	(33,082)	180	(32,902)
Total comprehensive income (loss) for the period	-	-	(33,082)	138,112	105,030	(5,494)	99,536
Dilution of interest without a loss of control (note 20)	-	-	-	(30,210)	(30,210)	30,210	-
At 30 September 2025 (unaudited)	476,191	5,561,094	18,099	777,527	6,832,911	146,889	6,979,800

⁽¹⁾ Other reserves include hedging reserve, statutory reserve relating to subsidiaries, translation reserve and actuarial remeasurement reserve.



Space42 PLC (formerly Bayanat AI PLC)

Supplemental information to the condensed consolidated interim financial statements

for the nine months ended 30 September 2025 (Unaudited)

v) Condensed consolidated interim statement of cash flows

	Nine months ended 30 September	
	2025	2024
	AED 000	AED 000
Operating activities		
Profit before income tax	147,715	73,689
Adjustments for:		
Share of results of equity-accounted investments	5,343	-
Depreciation and amortisation	474,641	9,692
Allowance (reversal) for expected credit losses	9,640	(268)
Fair value loss	2,798	-
Allowance for inventories	8,858	-
Finance income	(96,811)	(20,764)
Finance costs	34,863	1,557
Loss on termination of lease	944	-
Current service cost	867	1,355
Operating profit before working capital changes	588,858	65,261
Working capital changes:		
Trade and other receivables	(13,243)	111,467
Contract assets	9,901	(165,666)
Contract costs	10,838	(24,055)
Inventories	(34,914)	-
Trade and other payables	(144,013)	(126,040)
Contract liabilities	83,538	(100,593)
Cash generated from (used in) operations	500,965	(239,626)
Payments for defined benefit obligations	(11,396)	(430)
Income tax paid	(70,585)	-
Net cash from (used in) operating activities	418,984	(240,056)
Investing activities		
Purchases of property, plant and equipment	(795,074)	(67,574)
Additions to intangible assets	(10,841)	(121)
Return of investment in an associate	7,161	-
Proceeds of term deposits with original maturities more than three months	2,037,863	-
Term deposits placed with original maturities more than three months	(642,688)	-
Interest received	99,393	21,583
Net cash from (used in) investing activities	695,814	(46,112)
Financing activities		
Repayment of term loans	(1,174,594)	-
Payment of lease liabilities	(11,616)	(992)
Interest paid including derivative settlements	(29,020)	(1,065)
Net cash used in financing activities	(1,215,230)	(2,057)
Net decrease in cash and cash equivalents	(100,432)	(288,225)
Net foreign exchange difference	147	-
Cash and cash equivalents at the beginning of the period	2,690,272	762,062
Cash and cash equivalents as the end of the period	2,589,987	473,837