

**SPACE42 PLC (formerly BAYANAT AI PLC)**  
**Pro forma Financial Information and Condensed Consolidated Interim Financial Statements**  
31 March 2025

**SPACE42 PLC (formerly BAYANAT AI PLC)**  
**Pro forma Financial Information**  
31 March 2025



**Space42 PLC (formerly Bayanat AI PLC)**  
**Pro forma financial information**  
31 March 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 three months ended 31 March 2025.

The Pro forma financial information comprises the unaudited condensed consolidated interim statement of financial position of Space42 as at 31 March 2025 and its unaudited condensed consolidated interim statement of profit or loss and comprehensive income for the three months ended 31 March 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 three months ended 31 March 2025 for the actual results of the PPA.

Number of shares issued by Bayanat to Yahsat shareholders (A)	2,190,476,191
Market value of 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: 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)	<b>568,425</b>

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 and, because of its nature, addresses a hypothetical situation and, therefore, does not represent and may not give a true picture of the financial position of the Group as at 31 March 2025 and 31 December 2024 and its financial performance for the three months ended 31 March 2025 and 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 three months ended 31 March 2025 (Unaudited)

	Three months ended 31 March	
	2025	2024
	\$ 000	\$ 000
<b>Revenue</b>	115,066	131,861
Cost of revenue - goods and services	(16,043)	(26,229)
Staff costs	(33,524)	(28,105)
Other operating expenses	(12,861)	(12,360)
Other income	6,108	32,692
<b>Adjusted EBITDA</b>	<b>58,746</b>	<b>97,859</b>
Depreciation and amortisation	(33,668)	(38,955)
Fair value losses	-	(2,910)
<b>Operating profit</b>	<b>25,078</b>	<b>55,994</b>
Finance income	9,243	9,441
Finance costs	(2,507)	(3,438)
<b>Net finance income</b>	<b>6,736</b>	<b>6,003</b>
Share of results of equity-accounted investments	(56)	(2,890)
<b>Profit before income tax</b>	<b>31,758</b>	<b>59,107</b>
Income tax expense	(2,906)	(5,677)
<b>Profit for the period</b>	<b>28,852</b>	<b>53,430</b>
Profit (loss) for the period attributable to non-controlling interests	209	(547)
<b>Profit for the period attributable to the Owners of Space42 PLC</b>	<b>28,643</b>	<b>53,977</b>

## Space42 PLC (formerly Bayanat AI PLC)

### Pro forma condensed consolidated interim statement of comprehensive income

for the three months ended 31 March 2025 (Unaudited)

	Three months ended 31 March	
	2025	2024
	\$ 000	\$ 000
<b>Profit for the period</b>	<b>28,852</b>	<b>53,430</b>
<b>Other comprehensive (loss) income:</b>		
<b>Items that may be reclassified subsequently to profit or loss:</b>		
Cash flow hedge - effective portion of changes in fair value	(1,887)	6,284
Cash flow hedge - gain reclassified to profit or loss	(3,149)	(4,841)
Foreign operations - currency translation differences	2,013	(1,345)
	<b>(3,023)</b>	98
<b>Items that may not be reclassified subsequently to profit or loss:</b>		
Remeasurement of defined benefit obligation	-	(31)
<b>Other comprehensive (loss) income for the period</b>	<b>(3,023)</b>	67
<b>Total comprehensive income for the period</b>	<b>25,829</b>	<b>53,497</b>
Total comprehensive income (loss) attributable to non-controlling interests	237	(582)
<b>Total comprehensive income attributable to the Owners of Space42 PLC</b>	<b>25,592</b>	<b>54,079</b>



## Space42 PLC (formerly Bayanat AI PLC)

### Pro forma consolidated statement of financial position

at 31 March 2025 (Unaudited)

	31 March 2025 \$ 000	31 December 2024 \$ 000
<b>Assets</b>		
Property, plant and equipment	1,456,052	1,449,455
Right-of-use assets	17,780	18,641
Provisional goodwill/intangible assets relating to business combination (refer basis of preparation)	568,425	568,425
Intangible assets	16,241	16,794
Equity-accounted investments	36,411	34,594
Trade and other receivables	367	367
Derivative financial instruments	14,493	15,854
Other financial assets	762	762
Contract costs	8,313	2,378
Deferred income tax assets	3,858	3,863
<b>Total non-current assets</b>	<b>2,122,702</b>	<b>2,111,133</b>
Inventories	26,331	26,123
Trade and other receivables	188,717	177,642
Contract assets	287,831	301,029
Contract costs	4,548	13,156
Derivative financial instruments	9,357	9,882
Income tax assets	182	182
Cash and short-term deposits	895,004	1,162,610
<b>Total current assets</b>	<b>1,411,970</b>	<b>1,690,624</b>
<b>Total assets</b>	<b>3,534,672</b>	<b>3,801,757</b>
<b>Liabilities</b>		
Trade and other payables	311,292	348,289
Contract liabilities	72,177	51,885
Borrowings	138,746	388,746
Lease liabilities	3,785	3,301
Income tax liabilities	21,873	19,334
<b>Total current liabilities</b>	<b>547,873</b>	<b>811,555</b>
Trade and other payables	27,075	64,483
Contract liabilities	805,609	795,721
Borrowings	258,474	257,913
Lease liabilities	13,503	15,014
Defined benefit obligations	11,279	12,253
Deferred income tax liabilities	1,788	1,575
<b>Total non-current liabilities</b>	<b>1,117,728</b>	<b>1,146,959</b>
<b>Total liabilities</b>	<b>1,665,601</b>	<b>1,958,514</b>
<b>Net assets</b>	<b>1,869,071</b>	<b>1,843,243</b>
<b>Equity</b>		
Share capital	129,664	129,664
Share premium	1,514,253	1,514,253
Hedging reserve	(28,315)	(23,279)
Other reserve	22,807	22,807
Translation reserve	(2,188)	(4,173)
Remeasurement reserve	(478)	(478)
Retained earnings	197,555	168,913
<b>Equity attributable to the Shareholders</b>	<b>1,833,298</b>	<b>1,807,707</b>
Non-controlling interests	35,773	35,536
<b>Total equity</b>	<b>1,869,071</b>	<b>1,843,243</b>

**SPACE42 PLC (formerly BAYANAT AI PLC)**  
**Report and Condensed Consolidated Interim Financial Statements**  
31 March 2025

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

31 March 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 statement of financial position of Space42 PLC (formerly Bayanat AI PLC) (the “Company”) and its subsidiaries (together referred to as the “Group”) as at 31 March 2025, and the related statements of profit or loss, other comprehensive income, changes in equity and cash flows for the three months then ended, and other explanatory notes, including material accounting policy information. Management is responsible for the preparation and fair 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



Monah Adnan Abou-Zaki  
Partner  
14 May 2025  
Abu Dhabi  
United Arab Emirates





## Space42 PLC (formerly Bayanat AI PLC)

### Condensed consolidated interim statement of profit or loss

for the three months ended 31 March 2025 (unaudited)

	Notes	Three months ended 31 March	
		2025 \$ 000	2024 \$ 000
<b>Revenue</b>	4	115,066	30,843
Cost of revenue - goods and services		(16,043)	(20,133)
Staff costs		(33,524)	(8,022)
Other operating expenses <sup>(1)</sup>		(12,861)	(2,625)
Other income	5	6,108	1,914
<b>Adjusted EBITDA <sup>(2)</sup></b>		<b>58,746</b>	<b>1,977</b>
Depreciation and amortisation		(41,003)	(881)
<b>Operating profit</b>		<b>17,743</b>	<b>1,096</b>
Finance income		9,243	2,160
Finance costs		(2,507)	(174)
<b>Net finance income</b>		<b>6,736</b>	<b>1,986</b>
Share of results of equity-accounted investments	9	(56)	-
<b>Profit before income tax</b>		<b>24,423</b>	<b>3,082</b>
Income tax expense	6	(2,288)	(277)
<b>Profit for the period</b>		<b>22,135</b>	<b>2,805</b>
Profit for the period attributable to non-controlling interests		291	-
<b>Profit for the period attributable to the Owners of Space42 PLC</b>		<b>21,844</b>	<b>2,805</b>
<b>Earnings per share</b>			
Basic and diluted (cents per share)	19	0.459	0.109

<sup>(1)</sup> Other operating expenses include expected credit losses on trade receivables and contract assets. For the three months ended 31 March 2025, there was a net reversal of expected credit losses of \$1,120 thousand (three months ended 31 March 2024: \$73 thousand).

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

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 three months ended 31 March 2025 (unaudited)

	Three months ended 31 March	
	2025 \$ 000	2024 \$ 000
<b>Profit for the period</b>	<b>22,135</b>	<b>2,805</b>
<b>Other comprehensive income (loss):</b>		
<b>Items that may be reclassified subsequently to profit or loss:</b>		
Cash flow hedge - effective portion of changes in fair value	(1,887)	-
Cash flow hedge - gain reclassified to profit or loss	(3,149)	-
Foreign operations - currency translation differences	1,502	-
	<b>(3,534)</b>	-
<b>Other comprehensive loss for the period</b>	<b>(3,534)</b>	-
<b>Total comprehensive income for the period</b>	<b>18,601</b>	<b>2,805</b>
Total comprehensive income attributable to non-controlling interests	319	-
<b>Total comprehensive income attributable to the Owners of Space42 PLC</b>	<b>18,282</b>	<b>2,805</b>

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 31 March 2025

		(Unaudited) 31 March 2025 \$ 000	(Audited) 31 December 2024 \$ 000
	Notes		
<b>Assets</b>			
Property, plant and equipment	7	1,428,893	1,422,394
Right-of-use assets		17,780	18,642
Intangible assets	8	685,313	693,103
Equity-accounted investments	9	29,386	28,080
Trade and other receivables	10	367	367
Derivative financial instruments		14,493	15,854
Other financial assets		762	762
Contract costs		8,313	2,378
Deferred income tax assets		5,391	5,470
<b>Total non-current assets</b>		<b>2,190,698</b>	<b>2,187,050</b>
Inventories		26,331	26,123
Trade and other receivables	10	188,717	177,643
Contract assets	10	287,832	301,028
Contract costs		4,548	13,156
Derivative financial instruments		9,357	9,882
Income tax assets		181	181
Cash and short-term deposits *	11	895,004	1,162,610
<b>Total current assets</b>		<b>1,411,970</b>	<b>1,690,623</b>
<b>Total assets</b>		<b>3,602,668</b>	<b>3,877,673</b>
<b>Liabilities</b>			
Trade and other payables	12	311,288	348,288
Contract liabilities	13	72,177	51,884
Borrowings	14	138,746	388,746
Lease liabilities		3,786	3,301
Income tax liabilities		21,873	19,334
<b>Total current liabilities</b>		<b>547,870</b>	<b>811,553</b>
Trade and other payables	12	27,075	64,483
Contract liabilities	13	805,609	795,721
Borrowings	14	258,474	257,913
Lease liabilities		13,504	15,014
Defined benefit obligations		11,279	12,253
Deferred income tax liabilities		46,801	47,281
<b>Total non-current liabilities</b>		<b>1,162,742</b>	<b>1,192,665</b>
<b>Total liabilities</b>		<b>1,710,612</b>	<b>2,004,218</b>
<b>Net assets</b>		<b>1,892,056</b>	<b>1,873,455</b>
<b>Equity</b>			
Share capital	15	129,664	129,664
Share premium	15	1,514,253	1,514,253
Hedging reserve		(2,174)	2,862
Other reserve		13,687	13,687
Translation reserve		(1,253)	(2,727)
Remeasurement reserve		114	114
Retained earnings		204,179	182,335
<b>Equity attributable to the Owners of Space42 PLC</b>		<b>1,858,470</b>	<b>1,840,188</b>
Non-controlling interests		33,586	33,267
<b>Total equity</b>		<b>1,892,056</b>	<b>1,873,455</b>

\* Cash and short term deposits include cash and cash equivalents of \$514,820 thousand (31 December 2024: \$732,545 thousand).

These condensed consolidated interim financial statements were authorized for issue by the Board of Directors on 14 May 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 three months ended 31 March 2025 (unaudited)

	Attributable to the Owners of Space42 PLC						
	Share capital	Share premium	Other reserves ( <sup>(1)</sup> )	Retained earnings	Total	Non-controlling interests	Total equity
	\$ 000	\$ 000	\$ 000	\$ 000	\$ 000	\$ 000	\$ 000
<b>At 1 January 2024</b>	<b>70,018</b>	<b>154,339</b>	<b>11,437</b>	<b>122,275</b>	<b>358,069</b>	<b>-</b>	<b>358,069</b>
Total comprehensive income for the period	-	-	-	2,805	2,805	-	2,805
<b>At 31 March 2024</b>	<b>70,018</b>	<b>154,339</b>	<b>11,437</b>	<b>125,080</b>	<b>360,874</b>	<b>-</b>	<b>360,874</b>
<b>At 1 January 2025</b>	<b>129,664</b>	<b>1,514,253</b>	<b>13,936</b>	<b>182,335</b>	<b>1,840,188</b>	<b>33,267</b>	<b>1,873,455</b>
Profit for the period	-	-	-	21,844	21,844	291	22,135
Other comprehensive income (loss):							
Currency translation differences	-	-	1,474	-	1,474	28	1,502
Cash flow hedge - effective portion of changes in fair value	-	-	(1,887)	-	(1,887)	-	(1,887)
Cash flow hedge - net gain reclassified to profit or loss	-	-	(3,149)	-	(3,149)	-	(3,149)
<b>Other comprehensive income (loss) for the period</b>	<b>-</b>	<b>-</b>	<b>(3,562)</b>	<b>-</b>	<b>(3,562)</b>	<b>28</b>	<b>(3,534)</b>
<b>Total comprehensive income for the period</b>	<b>-</b>	<b>-</b>	<b>(3,562)</b>	<b>21,844</b>	<b>18,282</b>	<b>319</b>	<b>18,601</b>
<b>At 31 March 2025</b>	<b>129,664</b>	<b>1,514,253</b>	<b>10,374</b>	<b>204,179</b>	<b>1,858,470</b>	<b>33,586</b>	<b>1,892,056</b>

<sup>(1)</sup> 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 three months ended 31 March 2025 (unaudited)

		Three months ended 31 March	
	Notes	2025 \$ 000	2024 \$ 000
<b>Operating activities</b>			
Profit before income tax		24,423	3,082
Adjustments for:			
Share of results of equity-accounted investments	9	56	-
Depreciation and amortisation		41,003	881
Reversal of allowance for expected credit losses		(1,120)	(73)
Allowance for inventories		41	-
Finance income		(9,243)	(2,160)
Finance costs		2,507	174
Current service cost		498	205
<b>Operating profit before working capital changes</b>		<b>58,165</b>	<b>2,109</b>
Working capital changes:			
Trade and other receivables		(9,416)	(17,062)
Contract assets		14,011	15,252
Contract costs		2,673	(3,205)
Inventories		(249)	-
Trade and other payables		(43,603)	(27,135)
Contract liabilities		30,181	(2,748)
<b>Cash generated from (used in) operations</b>		<b>51,762</b>	<b>(32,789)</b>
Payments for defined benefit obligations		(1,668)	(15)
Income tax paid		(150)	-
<b>Net cash from (used in) operating activities</b>		<b>49,944</b>	<b>(32,804)</b>
<b>Investing activities</b>			
Purchases of property, plant and equipment		(70,683)	(357)
Additions to intangible assets		(189)	(27)
Proceeds of term deposits with original maturities more than three months		224,881	-
Term deposits placed with original maturities more than three months		(175,000)	-
Interest received		7,878	2,245
<b>Net cash (used in) from investing activities</b>		<b>(13,113)</b>	<b>1,861</b>
<b>Financing activities</b>			
Repayment of term loans	14	(250,000)	-
Payment of lease liabilities		(1,205)	(90)
Interest paid including derivative settlements		(3,462)	(104)
<b>Net cash used in financing activities</b>		<b>(254,667)</b>	<b>(194)</b>
<b>Net decrease in cash and cash equivalents</b>		<b>(217,836)</b>	<b>(31,137)</b>
Net foreign exchange difference		111	-
Cash and cash equivalents at the beginning of the period		732,545	207,505
<b>Cash and cash equivalents as the end of the period</b>		<b>514,820</b>	<b>176,368</b>

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 three months ended 31 March 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 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).

#### 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 IFRS Standards as issued by the International Accounting Standards Board (IASB) and comply where appropriate, with the Articles of Association 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 International Financial Reporting Standards ("IFRS"). 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 three months ended 31 March 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 three months ended 31 March 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 has signed the AY4/5 managed services agreement with a government entity (AY4/5-MSA) 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 non-lease elements as defined by IFRS 15 'Revenue from contracts with customers'. In making its judgement, the Group's management considered the terms and conditions of the AY4/5-MSA and relevant accounting standards.

**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.

<b>New and amended standards issued but not effective and not yet adopted by the Group</b>	<b>Effective date</b>
<i>IFRS 18 Presentation and Disclosure in Financial Statements</i>	<i>1 January 2027</i>
<i>IFRS 19 Subsidiaries without Public Accountability: Disclosures</i>	<i>1 January 2027</i>
<i>Amendments to IFRS 9 and IFRS 7: Power Purchase Agreements</i>	<i>1 January 2026</i>
<i>Annual Improvements to IFRS Accounting Standards—Volume 11</i>	<i>1 January 2026</i>
<i>Amendment to IFRS 9 and IFRS 7: Classification and Measurement of Financial Instruments</i>	<i>1 January 2026</i>
<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>	<i>Deferred indefinitely</i>

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 three months ended 31 March 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).

Inter-segment eliminations are reported in the column reconciliation. Corporate costs including costs of enabling functions (such as Human Capital, Finance, IT, Legal, Marketing, Business Support Services etc.) are shared between the business units in an agreed proportion. The amounts in the reconciliation column represent the net recharges between the segments of such common costs.

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 three months ended 31 March 2025 is as follows.

	<b>Yahsat Space Services</b>	<b>Bayanat Smart Solutions</b>	<b>Reconciliation</b>	<b>Total</b>
	<b>\$ 000</b>	<b>\$ 000</b>	<b>\$ 000</b>	<b>\$ 000</b>
<b>Revenue</b>	95,517	19,549	-	115,066
Cost of revenue - goods and services	(6,858)	(9,185)	-	(16,043)
Staff costs	(19,584)	(13,940)	-	(33,524)
Other operating expenses	(10,397)	(3,917)	1,453	(12,861)
Other income	7,539	22	(1,453)	6,108
<b>Adjusted EBITDA</b>	<b>66,217</b>	<b>(7,471)</b>	<b>-</b>	<b>58,746</b>
Depreciation and amortisation	(37,649)	(3,354)	-	(41,003)
<b>Operating profit</b>	<b>28,568</b>	<b>(10,825)</b>	<b>-</b>	<b>17,743</b>
Finance income	8,295	948	-	9,243
Finance costs	(2,362)	(145)	-	(2,507)
<b>Net finance income</b>	<b>5,933</b>	<b>803</b>	<b>-</b>	<b>6,736</b>
Share of results	(56)	-	-	(56)
<b>Profit before income tax</b>	<b>34,445</b>	<b>(10,022)</b>	<b>-</b>	<b>24,423</b>
Income tax expense	(2,288)	-	-	(2,288)
<b>Profit for the period</b>	<b>32,157</b>	<b>(10,022)</b>	<b>-</b>	<b>22,135</b>
Profit for the period attributable to non-controlling interests	291	-	-	291
<b>Profit for the period attributable to the Owners of Space42 PLC</b>	<b>31,866</b>	<b>(10,022)</b>	<b>-</b>	<b>21,844</b>
Capital expenditure	35,017	3,796	-	38,813





## Space42 PLC (formerly Bayanat AI PLC)

### Notes to the condensed consolidated interim financial statements

for the three months ended 31 March 2025 (unaudited)

### 3 Segment information (continued)

The segment information for the three months ended 31 March 2024 is as follows:

	Yahsat Space Services \$ 000	Bayanat Smart Solutions \$ 000	Total \$ 000
<b>Revenue</b>	-	<b>30,843</b>	<b>30,843</b>
Cost of revenue - goods and services	-	(20,133)	(20,133)
Staff costs	-	(8,022)	(8,022)
Other operating expenses	-	(2,625)	(2,625)
Other income	-	1,914	1,914
<b>Adjusted EBITDA</b>	-	<b>1,977</b>	<b>1,977</b>
Depreciation and amortisation	-	(881)	(881)
<b>Operating profit</b>	-	<b>1,096</b>	<b>1,096</b>
Finance income	-	2,160	2,160
Finance costs	-	(174)	(174)
<b>Net finance income</b>	-	<b>1,986</b>	<b>1,986</b>
<b>Profit before income tax</b>	-	<b>3,082</b>	<b>3,082</b>
Income tax expense	-	(277)	(277)
<b>Profit for the period</b>	-	<b>2,805</b>	<b>2,805</b>
Capital expenditure	-	384	384

### 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 31 March	
	2025 \$ 000	2024 \$ 000
United Arab Emirates	105,125	30,843
Asia	4,197	-
Africa	2,842	-
Europe	2,062	-
North America	674	-
Others	166	-
<b>Revenue</b>	<b>115,066</b>	<b>30,843</b>



## Space42 PLC (formerly Bayanat AI PLC)

### Notes to the condensed consolidated interim financial statements

for the three months ended 31 March 2025 (unaudited)

#### 4 Revenue

		Three months ended 31 March	
	Note	2025 \$ 000	2024 \$ 000
Services rendered		114,627	30,843
Sale of equipment and accessories		439	-
		<b>115,066</b>	<b>30,843</b>
Revenue from related parties is disclosed in Note 17.			
<b>Revenue includes:</b>			
Revenue from contracts with customers (IFRS 15)		81,996	30,843
Income from operating leases (IFRS 16)		33,070	-
		<b>115,066</b>	<b>30,843</b>
<b>Disaggregation of revenue by reportable segment:</b>			
Services rendered:	3		
Space services		95,078	-
Smart solutions		19,549	30,843
Sale of equipment and accessories:			
Space services		439	-
		<b>115,066</b>	<b>30,843</b>
<b>Timing of recognition of revenue from contracts with customers:</b>			
Over time		74,120	27,038
At a point in time		7,876	3,805
		<b>81,996</b>	<b>30,843</b>
Revenue by geography is disclosed in note 3.			

		31 March 2025 \$ 000	31 December 2024 \$ 000
	Notes		
<b>Contract balances:</b>			
Trade receivables, net of loss allowance	10	141,486	140,672
Contract assets, net of loss allowance	10	287,832	301,028
Contract liabilities	13	877,786	847,605

#### 5 Other income

		Three months ended 31 March	
	Note	2025 \$ 000	2024 \$ 000
Income from insurance claims *		6,070	-
Reversal of liability no longer required	17	-	1,861
Others		38	53
		<b>6,108</b>	<b>1,914</b>

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



## Space42 PLC (formerly Bayanat AI PLC)

### Notes to the condensed consolidated interim financial statements

for the three months ended 31 March 2025 (unaudited)

#### 6 Income tax

The major components of income tax expense in the interim condensed consolidated statement of profit or loss are:

	Three months ended	
	2025	31 March 2024
	\$ 000	\$ 000
Current income tax	2,682	277
Deferred tax (relating to origination and reversal of temporary differences)	(394)	-
<b>Income tax expense reported in the statement of profit or loss</b>	<b>2,288</b>	<b>277</b>

#### 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 three months ended 31 March 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

	31 March 2025	31 December 2024
	\$ 000	\$ 000
At the beginning of the period/year	1,422,394	60,061
Acquisition (note 20)	-	1,258,141
Additions	38,624	146,429
Depreciation	(32,164)	(32,754)
Transfer to inventories	-	(37)
Capitalized to contract costs	-	(9,327)
Exchange differences	39	(119)
<b>At the end of the period/year</b>	<b>1,428,893</b>	<b>1,422,394</b>

Capital work in progress at the end of the reporting period mainly relates to satellite systems under construction comprising i) the Thuraya 4 satellite (T4-NGS) program, ii) AY4/5 satellites program, iii) development of low earth orbit (LEO) and iv) high-altitude platform systems (HAPS) amounting to \$934.8 million (31 December 2024: \$892.3 million). Additions during the period mainly relate to satellites systems amounting to \$32.2 million. In January 2025, T4-NGS was successfully launched into orbit.

Additions to property, plant and equipment during the three months ended 31 March 2024 amounted to \$357 thousand.

Borrowing costs capitalised during the three months ended 31 March 2025 amounted to \$8,793 thousand at a capitalisation rate of 3% per annum (three months ended 31 March 2024: nil).

During the three months ended 31 March 2025, the Group has signed an agreement with a third party to sell its rights in certain assets relating to the African business including Africa payload rights, contracts, and shares in its South African subsidiary (Star Network Marketing Services Pty Ltd or SNMS). Given that the proposed sale is subject to certain conditions to be completed (including agreement on terms and conditions of other definitive agreements and obtaining approvals from regulatory authorities), a reasonable estimate of the timing and probability of the sale cannot be made at this point in time. Accordingly, it does not meet the requirements of IFRS 5 "Non-current Assets Held for Sale and Discontinued Operations" as at 31 March 2025.



## Space42 PLC (formerly Bayanat AI PLC)

### Notes to the condensed consolidated interim financial statements

for the three months ended 31 March 2025 (unaudited)

#### 8 Intangible assets

	31 March 2025 \$ 000	31 December 2024 \$ 000
At the beginning of the period/year	693,103	458
Acquisition (note 20)	-	698,622
Additions	189	2,398
Amortization	(7,979)	(8,377)
Exchange differences	-	2
<b>At the end of the period/year</b>	<b>685,313</b>	<b>693,103</b>

Additions during the three months ended 31 March 2024 amounted to \$27 thousand.

#### Acquisition during the prior year

As part of the merger (note 1 and 20) the Group acquired customer contracts and relationships valued at \$513,986 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.

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

#### 9 Equity-accounted investments

	31 March 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	-	(3,250)
Share of results for the period/year	(56)	(1,178)
Exchange differences	1,362	(2,385)
<b>At the end of the period/year</b>	<b>29,386</b>	<b>28,080</b>
of which Investment in HPE	17,972	17,693
of which Investment in Al Maisan	11,414	10,387

#### 10 Trade and other receivables and contract assets

##### Trade and other receivables

	31 March 2025 \$ 000	31 December 2024 \$ 000
Trade receivables	166,634	166,114
Allowance for expected credit losses	(25,148)	(25,442)
<b>Trade receivables, net of allowance</b>	<b>141,486</b>	<b>140,672</b>
Prepayments	8,080	4,605
Advances to suppliers	12,584	9,153
Other receivables, net of allowance	26,934	23,580
<b>Total trade and other receivables</b>	<b>189,084</b>	<b>178,010</b>
of which non-current	367	367
of which current	188,717	177,643

Trade and other receivables (net of allowance) of \$94,631 thousand (31 December 2024: \$89,931 thousand) pertain to related parties.



## Space42 PLC (formerly Bayanat AI PLC)

### Notes to the condensed consolidated interim financial statements

for the three months ended 31 March 2025 (unaudited)

#### 10 Trade and other receivables and contract assets (continued)

##### Contract assets

	31 March 2025 \$ 000	31 December 2024 \$ 000
Contract assets - Space services	34,943	38,183
Contract assets - Smart solutions	260,443	271,213
Allowance for expected credit losses	(7,554)	(8,368)
<b>Contract assets, net of allowance</b>	<b>287,832</b>	<b>301,028</b>

Contract assets (net of allowance) of \$283,680 thousand (December 2024: \$294,420 thousand) pertain to related parties.

#### 11 Cash and short-term deposits

	31 March 2025 \$ 000	31 December 2024 \$ 000
Cash on hand and in banks	12,254	17,210
Cash in banks - related parties	113,916	468,954
Short-term deposits with banks - related parties	768,750	676,361
Short-term deposits with banks - third parties	84	85
<b>Cash and short-term deposits</b>	<b>895,004</b>	<b>1,162,610</b>
Less: Short-term deposits with original maturities of over three months	(380,184)	(430,065)
<b>Cash and cash equivalents</b>	<b>514,820</b>	<b>732,545</b>

\* During the period, the Group a) placed short term deposits with banks (related parties \$491,859 thousand) and b) received maturity proceeds on short term deposits (related parties \$390,471 thousand).

#### 12 Trade and other payables

	31 March 2025 \$ 000	31 December 2024 \$ 000
Trade payables	62,840	122,564
Accruals	135,188	138,169
Other payables	5,569	11,912
Advance lease rentals	134,766	140,126
<b>Total trade and other payables</b>	<b>338,363</b>	<b>412,771</b>
of which non-current	27,075	64,483
of which current	311,288	348,288

Trade and other payables of \$139,974 thousand (31 December 2024: \$145,945 thousand) pertain to related parties.

#### 13 Contract liabilities

	31 March 2025 \$ 000	31 December 2024 \$ 000
Contract liabilities - Space services	874,217	841,869
Contract liabilities - Smart solutions	3,569	5,736
<b>Total contract liabilities</b>	<b>877,786</b>	<b>847,605</b>
of which non-current	805,609	795,721
of which current	72,177	51,884

Contract liabilities of \$853,233 thousand (31 December 2024: \$824,535 thousand) pertain to related parties.



## Space42 PLC (formerly Bayanat AI PLC)

### Notes to the condensed consolidated interim financial statements

for the three months ended 31 March 2025 (unaudited)

#### 14 Borrowings

	31 March 2025 \$ 000	31 December 2024 \$ 000
<b>The carrying amount of borrowings are as follows:</b>		
Principal amounts	407,360	657,360
Unamortised transaction costs	(10,140)	(10,701)
<b>Term loans - net of unamortised transaction costs</b>	<b>397,220</b>	<b>646,659</b>
of which current	138,746	388,746
of which non-current	258,474	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
<b>At 31 March 2025</b>				
Term loan 1	2022-2026	170,000	(1,368)	168,632
Term loan 2	2024-2032	237,360	(8,772)	228,588
		<b>407,360</b>	<b>(10,140)</b>	<b>397,220</b>
<b>At 31 December 2024</b>				
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
		<b>657,360</b>	<b>(10,701)</b>	<b>646,659</b>

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

	31 March 2025 \$ 000	31 December 2024 \$ 000
At 1 January	646,659	-
Acquisition (note 20)	-	662,814
Additions (cash)	-	23,106
Additions (interest capitalised)	-	12
Amortisation of transaction costs (non-cash)	561	562
Repayments (cash)	(250,000)	(39,835)
<b>At the end of the period/year</b>	<b>397,220</b>	<b>646,659</b>



## Space42 PLC (formerly Bayanat AI PLC)

### Notes to the condensed consolidated interim financial statements

for the three months ended 31 March 2025 (unaudited)

#### 14 Borrowings (continued)

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
<b>At 31 March 2025</b>				
Within one year	110,000	29,670	-	139,670
1 - 2 years	60,000	29,670	-	89,670
2 - 5 years	-	89,010	-	89,010
Beyond 5 years	-	89,010	-	89,010
	<b>170,000</b>	<b>237,360</b>	<b>-</b>	<b>407,360</b>
<b>At 31 December 2024</b>				
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
	<b>170,000</b>	<b>237,360</b>	<b>250,000</b>	<b>657,360</b>

During the period the Group repaid the entire principal amount of \$250 million relating to the short-term Bridge Facility Agreement (Term Loan 3). Borrowings include outstanding balances due to related party banks aggregating to \$48,875 thousand (31 December 2024: \$48,875 thousand).

#### 15 Share capital

	31 March 2025 \$ 000	31 December 2024 \$ 000
<b>Issued and fully paid:</b>		
4,761,905,551 shares of \$0.027 each (AED 0.10 each)	<b>129,664</b>	<b>129,664</b>
The movement in the share capital is as follows:		
	31 March 2025 \$ 000	31 December 2024 \$ 000
At 1 January	129,664	70,018
Issue of new shares *	-	59,646
<b>At the end of the period/year</b>	<b>129,664</b>	<b>129,664</b>

\* On 1 October 2024, the Company merged with Yabsat and its name was changed to Space42 Plc. Consequently, Yabsat 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 Yabsat shareholders (note 1 and note 20) resulting into share premium of \$1,359,914 thousand. As at 31 March 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).



## Space42 PLC (formerly Bayanat AI PLC)

### Notes to the condensed consolidated interim financial statements

for the three months ended 31 March 2025 (unaudited)

#### 16 Capital commitments and contingent liabilities

	31 March 2025 \$ 000	31 December 2024 \$ 000
Capital commitments - committed and contracted	608,024	639,670
Contingent liabilities - performance bonds and letter of credits provided by banks in the normal course of business	136,700	136,600

Capital commitments mainly relate to T4-NGS project, AY4/5 Satellite Program and low earth orbit (LEO) and high-altitude platform systems (HAPS) assets under construction.

#### 17 Related party transactions

	Three months ended 31 March 2025 \$ 000	2024 \$ 000
<b>Transaction with key management personnel</b>		
Key management personnel compensation:		
Short term employment benefits *	3,685	2,277
Post-employment benefits	145	46

\* Includes Board of directors and committee fees charged to consolidated profit or loss during the period amounting to \$433 thousand (2024: nil).

		Three months ended 31 March 2025 \$ 000	2024 \$ 000
<b>Transaction with other related parties</b>	<b>Notes</b>		
<b>Revenue</b>			
Government entities *		101,028	15,490
Entities under common control *		283	14,306
Associate		369	-
Total		<b>101,680</b>	<b>29,796</b>
<b>Purchase of services and materials</b>			
Government entities		113	-
Entities under common control		1,338	552
Associate		416	-
Total		<b>1,867</b>	<b>552</b>
<b>Other income</b>			
Government entities	5	-	1,861
<b>Interest income on short term deposits - with banks</b>			
Other related parties		9,206	2,160
<b>Interest on term loans from banks, net of hedges</b>			
Other related parties		(2,445)	-
<b>Interest on contract liability</b>			
Government entities		6,417	152
<b>Outsourced expenses, office lease rent, systems support</b>			
Parent Company		1,029	-
Entities under common control		95	477
Other related parties		124	-
		<b>1,248</b>	<b>477</b>

\* Revenue includes \$81.8 million from one customer (three months ended 31 March 2024: \$19.5 million from two 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 three months ended 31 March 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**

	<b>Three months ended</b>	
	<b>31 March</b>	
	<b>2025</b>	<b>2024</b>
Profit for the period attributable to the Owners of Space42 Plc (in \$'000)	21,844	2,805
Weighted average number of ordinary shares outstanding ('000)	4,761,906	2,571,429
Basic and diluted earnings per share (cents)	0.459	0.109
Basic and diluted earnings per share (fils)	1.685	0.401

**20 Business combination**

**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.



## Space42 PLC (formerly Bayanat AI PLC)

### Notes to the condensed consolidated interim financial statements

for the three months ended 31 March 2025 (unaudited)

#### 20 Business combination (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:

	Notes	Fair value recognised on acquisition \$ 000
<b>Assets</b>		
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
		<b>2,658,514</b>
<b>Liabilities</b>		
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
		<b>1,379,422</b>
Total identifiable net assets at fair value		<b>1,279,092</b>
Less: Non-controlling interests		(32,842)
Goodwill arising on acquisition	8	173,310
Purchase consideration transferred		<b>1,419,560</b>

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 cyclicalities of interim operations

No income of a seasonal nature was recorded in the condensed consolidated interim statement of profit or loss for the three months ended 31 March 2025 and 31 March 2024.



## Space42 PLC (formerly Bayanat AI PLC)

### Notes to the condensed consolidated interim financial statements

for the three months ended 31 March 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.

	Three months ended 31 March 2024		
	As previously reported \$ 000	Reclassification \$ 000	As presented \$ 000
Revenue	30,843	-	30,843
Cost of revenue - goods and services	-	(20,133)	(20,133)
Direct cost	(22,209)	22,209	-
<b>Gross Profit</b>	<b>8,634</b>	<b>(8,634)</b>	<b>-</b>
Staff costs	-	(8,022)	(8,022)
Other operating expenses	-	(2,625)	(2,625)
Other income	1,914	-	1,914
<b>Adjusted EBITDA</b>	<b>-</b>	<b>1,977</b>	<b>1,977</b>
General and administrative expenses	(9,434)	9,434	-
Expected credit loss on financial assets	73	(73)	-
Depreciation and amortisation	-	(881)	(881)
<b>Operating profit</b>	<b>-</b>	<b>1,096</b>	<b>1,096</b>
Finance costs	(265)	91	(174)
Finance income	-	2,160	2,160
Income from Wakala deposits	2,160	(2,160)	-
<b>Net finance income</b>	<b>-</b>	<b>1,986</b>	<b>1,986</b>
<b>Profit before income tax</b>	<b>3,082</b>	<b>3,082</b>	<b>3,082</b>
Income tax expense	(277)	-	(277)
<b>Profit for the period</b>	<b>2,805</b>	<b>-</b>	<b>2,805</b>



## Space42 PLC (formerly Bayanat AI PLC)

### Supplemental information to the condensed consolidated interim financial statements

for the three months ended 31 March 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 31 March	
	2025	2024
	AED 000	AED 000
<b>Revenue</b>	422,580	113,271
Cost of revenue - goods and services	(58,918)	(73,938)
Staff costs	(123,117)	(29,461)
Other operating expenses	(47,232)	(9,640)
Other income	22,432	7,029
<b>Adjusted EBITDA</b>	<b>215,745</b>	<b>7,261</b>
Depreciation and amortisation	(150,584)	(3,235)
<b>Operating profit</b>	<b>65,161</b>	<b>4,026</b>
Finance income	33,945	7,933
Finance costs	(9,207)	(639)
<b>Net finance income</b>	<b>24,738</b>	<b>7,294</b>
Share of results of equity-accounted investments	(206)	-
<b>Profit before income tax</b>	<b>89,693</b>	<b>11,320</b>
Income tax expense	(8,403)	(1,017)
<b>Profit for the period</b>	<b>81,290</b>	<b>10,303</b>
Profit for the period attributable to non-controlling interests	1,069	-
<b>Profit for the period attributable to the Owners of Space42 PLC</b>	<b>80,221</b>	<b>10,303</b>
<b>Earnings per share</b>		
Basic and diluted (fils per share)	1.685	0.401

#### ii) Condensed consolidated interim statement of comprehensive income

	Three months ended 31 March	
	2025	2024
	AED 000	AED 000
<b>Profit for the period</b>	<b>81,290</b>	<b>10,303</b>
<b>Other comprehensive income (loss):</b>		
<b>Items that may be reclassified subsequently to profit or loss:</b>		
Cash flow hedge - effective portion of changes in fair value	(6,930)	-
Cash flow hedge - gain reclassified to profit or loss	(11,565)	-
Foreign operations - currency translation differences	5,516	-
	<b>(12,979)</b>	<b>-</b>
<b>Other comprehensive loss for the period</b>	<b>(12,979)</b>	<b>-</b>
<b>Total comprehensive income for the period</b>	<b>68,311</b>	<b>10,303</b>
Total comprehensive income attributable to non-controlling interests	1,172	-
<b>Total comprehensive income attributable to the Owners of Space42 PLC</b>	<b>67,139</b>	<b>10,303</b>



## Space42 PLC (formerly Bayanat AI PLC)

### Supplemental information to the condensed consolidated interim financial statements

for the three months ended 31 March 2025 (Unaudited)

#### iii) Condensed consolidated interim statement of financial position

	31 March 2025 AED 000	31 December 2024 AED 000
<b>Assets</b>		
Property, plant and equipment	5,247,610	5,223,742
Right-of-use assets	65,297	68,461
Intangible assets	2,516,812	2,545,423
Equity-accounted investments	107,920	103,124
Trade and other receivables	1,348	1,348
Derivative financial instruments	53,226	58,224
Other financial assets	2,798	2,798
Contract costs	30,529	8,733
Deferred income tax assets	19,798	20,089
<b>Total non-current assets</b>	<b>8,045,338</b>	<b>8,031,942</b>
Inventories	96,701	95,937
Trade and other receivables	693,063	652,394
Contract assets	1,057,063	1,105,525
Contract costs	16,703	48,315
Derivative financial instruments	34,364	36,292
Income tax assets	665	665
Cash and short-term deposits	3,286,902	4,269,685
<b>Total current assets</b>	<b>5,185,461</b>	<b>6,208,813</b>
<b>Total assets</b>	<b>13,230,799</b>	<b>14,240,755</b>
<b>Liabilities</b>		
Trade and other payables	1,143,205	1,279,089
Contract liabilities	265,070	190,544
Borrowings	509,545	1,427,670
Lease liabilities	13,904	12,123
Income tax liabilities	80,329	71,004
<b>Total current liabilities</b>	<b>2,012,053</b>	<b>2,980,430</b>
Trade and other payables	99,433	236,814
Contract liabilities	2,958,599	2,922,285
Borrowings	949,246	947,185
Lease liabilities	49,593	55,139
Defined benefit obligations	41,422	44,999
Deferred income tax liabilities	171,877	173,639
<b>Total non-current liabilities</b>	<b>4,270,170</b>	<b>4,380,061</b>
<b>Total liabilities</b>	<b>6,282,223</b>	<b>7,360,491</b>
<b>Net assets</b>	<b>6,948,576</b>	<b>6,880,264</b>
<b>Equity</b>		
Share capital	476,191	476,191
Share premium	5,561,094	5,561,094
Hedging reserve	(7,984)	10,511
Other reserve	50,266	50,266
Translation reserve	(4,602)	(10,015)
Remeasurement reserve	419	419
Retained earnings	749,847	669,625
<b>Equity attributable to the Owners of Space42 PLC</b>	<b>6,825,231</b>	<b>6,758,091</b>
Non-controlling interests	123,345	122,173
<b>Total equity</b>	<b>6,948,576</b>	<b>6,880,264</b>

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

for the three months ended 31 March 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 <sup>(1)</sup>	Retained earnings	Total			
	AED 000	AED 000	AED 000	AED 000	AED 000	AED 000		
At 1 January 2024	257,141	566,810	21,367	449,055	1,294,373	-	1,294,373	
Total comprehensive income for the period	-	-	-	10,303	10,303	-	10,303	
At 31 March 2024	257,141	566,810	21,367	459,358	1,304,676	-	1,304,676	
At 1 January 2025	476,191	5,561,094	51,181	669,625	6,758,091	122,173	6,880,264	
Profit for the period	-	-	-	80,222	80,222	1,069	81,291	
Other comprehensive income (loss):								
Currency translation differences	-	-	5,413	-	5,413	103	5,516	
Cash flow hedge - effective portion of changes in fair value	-	-	(6,930)	-	(6,930)	-	(6,930)	
Cash flow hedge - net gain reclassified to profit or loss	-	-	(11,565)	-	(11,565)	-	(11,565)	
Other comprehensive income (loss) for the period	-	-	(13,082)	-	(13,082)	103	(12,979)	
Total comprehensive income for the period	-	-	(13,082)	80,222	67,140	1,172	68,312	
At 31 March 2025	476,191	5,561,094	38,099	749,847	6,825,231	123,345	6,948,576	

<sup>(1)</sup> 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 three months ended 31 March 2025 (Unaudited)

#### v) Condensed consolidated interim statement of cash flows

	Three months ended 31 March	
	2025 AED 000	2024 AED 000
<b>Operating activities</b>		
Profit before income tax	89,693	11,319
Adjustments for:		
Share of results of equity-accounted investments	206	-
Depreciation and amortisation	150,584	3,235
Reversal of allowance for expected credit losses	(4,113)	(268)
Allowance for inventories	151	-
Finance income	(33,945)	(7,933)
Finance costs	9,207	639
Current service cost	1,829	753
<b>Operating profit before working capital changes</b>	<b>213,612</b>	<b>7,745</b>
Working capital changes:		
Trade and other receivables	(34,583)	(62,661)
Contract assets	51,455	56,013
Contract costs	9,817	(11,770)
Inventories	(914)	-
Trade and other payables	(160,132)	(99,653)
Contract liabilities	110,840	(10,092)
<b>Cash generated from (used in) operations</b>	<b>190,095</b>	<b>(120,418)</b>
Payments for defined benefit obligations	(6,126)	(55)
Income tax paid	(551)	-
<b>Net cash from (used in) operating activities</b>	<b>183,418</b>	<b>(120,473)</b>
<b>Investing activities</b>		
Purchases of property, plant and equipment	(259,583)	(1,311)
Additions to intangible assets	(694)	(99)
Proceeds of term deposits with original maturities more than three months	825,875	-
Term deposits placed with original maturities more than three months	(642,688)	-
Interest received	28,932	8,245
<b>Net cash (used in) from investing activities</b>	<b>(48,158)</b>	<b>6,835</b>
<b>Financing activities</b>		
Repayment of term loans	(918,125)	-
Payment of lease liabilities	(4,425)	(331)
Interest paid including derivative settlements	(12,714)	(382)
<b>Net cash used in financing activities</b>	<b>(935,264)</b>	<b>(713)</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(800,004)</b>	<b>(114,351)</b>
Net foreign exchange difference	408	-
Cash and cash equivalents at the beginning of the period	2,690,272	762,062
<b>Cash and cash equivalents as the end of the period</b>	<b>1,890,676</b>	<b>647,711</b>