



GROUPE AIRWELL SA

Public limited company with a board of directors
Head office: 10 rue du Fort Saint-Cyr, 78180 Montigny Le Bretonneux
824 596 795 Versailles Company Registry
(Hereafter "AIRWELL", the "Group" or the "Company")
<https://www.airwell.com/fr/>

**INTERIM FINANCIAL REPORT AS
OF 30 JUNE 2024**

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A. MANAGEMENT REPORT FOR ACTIVITIES

The Airwell Group (Euronext Growth, ALAIR), creator of smart energy ecosystems, reports its half-year revenue for 2024.

French standards (in €m) - unaudited	H1 2022	H1 2023	Change
Mainland France	15.3	16.0	+4.3%
Overseas territories	2.6	1.4	-44.6%
International	14.6	8.3	-43.1%
TOTAL	32.5	25.7	-20.8%

Activity in H1 2024

Airwell has reported revenue of €25.7m in H1 2024, representing a year-on-year decrease of 20.8%.

Throughout the first half, the Group operated in a generally less favourable environment, marked by a significant market slowdown on the back of several years of strong growth, particularly due to sluggish real estate activity. For instance, in France, the Air/Water heat pump market declined by approximately 46% (source: UNICLIMA).

In this context, Airwell managed to outperform in **mainland France**, delivering growth of 4.3% to €16.0m in H1 2024, thanks in particular to the contribution of Airwell Industrie, amounting to €1.0m. The performance could have improved further without the postponement to the second half of some orders initially expected in the first half, particularly for Air/Water heat pumps and thermodynamic water heaters (slightly down by 4.2% in H1 2024). Conversely, Air/Air heat pumps posted growth of 49.9% over the period.

Revenue in the **French overseas departments and territories (DOM-TOM)** came to €1.4m, down 44.6% year-on-year. As expected, sequential improvement was evident in Q2 2024 (-20.2%) versus Q1 (-68.4%), primarily due to strong sales volumes in La Réunion. Meanwhile, Guadeloupe began its operations under favourable conditions following Airwell's direct takeover of sales activities.

Moreover, **the International region** achieved revenue of €8.3m, declining by 43.1% versus H1 2023. Q2 2024 also showed improvement in this region from the previous quarter, though it continued to be affected by logistical disruptions (current lengthening of international shipping times), which resulted in delivery delays into the next quarter.

In terms of sectors, 95% of H1 2024 sales were propelled by the residential market, and 5% by the commercial market.

Strong growth confirmed in the second half

In a global market expected to improve in H2, particularly with the resumed financial incentives and given the current order book, Airwell Group anticipates a strong rebound in sales in the second half.

This trend will be driven by orders catching up with delays in France and abroad, and an expected ramp-up in the French overseas departments and territories (DOM-TOM).

The Group will also benefit from the contribution of Airwell Industrie as part of its contract with Synerpod ¹and the launch of its new offerings. In this regard, Airwell Group will unveil an updated version of its service solution for smart, connected homes ("Ma Maison Hybride"), in September, and is actively preparing to launch its energy renovation financing offer for the residential sector, as planned. Parallel to this, the Group is developing new offerings for Airwell Industrie to play a pivotal role in the major "Made in France" initiatives.

Based on these developments and the strong rebound expected in the second half, the Group is confident in delivering another financial year of growth in 2024.

Lastly, Airwell restates its ambitions for 2025 to generate revenue of more than €100m, with an EBITDA margin in excess of 5%.

¹ See press release of 13 February 2024

B. CONSOLIDATED FINANCIAL STATEMENTS

GROUPE AIRWELL

10 rue du Fort de Saint Cyr
78180 Montigny le Bretonneux

SEMESTRIAL CONSOLIDATED ACCOUNTS

Unaudited

AT JUNE 30 2024

I – CONSOLIDATED BALANCE SHEET

ASSETS	30/06/2024	31/12/2023
In Euros		
Uncalled subscribed capital		
Intangible assets	4 705 798	4 575 597
of which Goodwill	500 000	500 000
Property, plant and equipment	1 395 774	1 394 244
Equity-accounted securities		
Long-term financial investments	1 232 859	1 469 922
Fixed assets	7 334 431	7 439 763
Inventories and work in progress	23 598 058	15 244 532
Trade receivables	13 866 795	18 187 658
Other receivables and accruals	3 390 914	3 080 649
Marketable securities		
Cash and cash equivalents	2 246 873	3 470 933
Current assets	43 102 639	39 983 772
Total assets	50 437 070	47 423 534
LIABILITIES	30/06/2024	31/12/2023
In Euros		
Share capital	304 177	304 177
Share premium account	7 407 663	7 407 663
Legal reserve	30 417	24 237
Other reserves		
Retained earnings	255 098	-150 259
Group reserves	2 697 875	1 678 468
Consolidated income	-756 523	1 430 945
Shareholders' equity (group share)	9 938 707	10 695 230
Translation differences		
Minority interets	-117 875	-90 570
Provisions for risk and expenses	2 936 290	3 197 280
Loans and debts with credit institutions	2 204 129	2 642 287
Borrowings and financial liabilities	5 000 000	5 000 000
Trade payables	18 186 012	11 996 607
Tax and social security liabilities	2 315 515	2 355 238
Other liabilities and accruals	9 974 292	11 627 461
Debts	37 679 948	33 621 594
TOTAL	50 437 070	47 423 534

II – CONSOLIDATED PROFIT AND LOSS

Consolidated Statement of Income	30/06/2024	30/06/2023
In Euros		
Sales of goods	24 632 803	32 227 238
Production sold of goods	808 377	
Production sold of services	288 954	277 332
REVENUE	25 730 133	32 504 570
Stocked production		
Write-back of depreciation, provisions, transfer	282 656	25 044
Other operating income	99 906	180 287
Total Income	26 112 695	32 709 901
Purchases of goods and other	31 842 830	26 550 587
Change in stock	-15 986 126	-4 147 707
Other purchases and external expenses	5 299 747	4 647 555
Taxes other than on income	150 150	100 035
Payroll costs	4 640 860	3 624 299
Other Operating expenses	83 836	89 876
Depreciation, amortisation and provisions	804 488	287 488
Operating Expenses	26 835 785	31 152 134
Operating income before depreciation, amortisation and impairment of goodwill	-723 090	1 557 768
Depreciation, amortisation and impairment of goodwill	-262 926	-151 345
Operating income after depreciation, amortisation and impairment of goodwill	-460 164	1 709 113
Financial income	7 458	9 538
Financial expenses	452 805	463 949
Financial income	-445 347	-454 411
Current income of integrated companies	-905 511	1 254 702
Non-recurring income	55 739	0
Non-recurring expenses	17 187	0
Non-recurring income	38 551	0
Corporate income tax	-83 132	276 268
Net income of integrated companies	-783 828	978 434
Share of income of associates		
Net consolidated income	-783 828	978 434
Minority interests	-27 305	-27 266
Attributable net income (Group share)	-756 523	1 005 700

III – CONSOLIDATED STATEMENT OF CASH FLOW

	30/06/2024	31/12/2023
<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
Net income of integrated companies	(783 827)	1 381 456
<i>Elimination of non-cash or non-operational income and expenses</i>		
Amortisation and provisions (net)	(201 562)	199 259
Change in deferred taxes	(460 935)	640 251
(Gain) / loss on disposal		
Other calculated income and expense		
Cash flow from operating activities of integrated companies	(1 446 324)	2 220 965
Dividends from associates		
Change in operating receivables	4 353 706	(1 764 679)
Change in stocks and work in progress	(8 175 764)	(2 755 723)
Change in operating liabilities	4 688 084	(3 824 459)
Change in operating working capital	866 026	(8 344 860)
Net cash flow operating activities	(580 298)	(6 123 895)
<u>CASH FLOW FROM INVESTING ACTIVITIES</u>		
Acquisitions of tangible and intangible assets	(471 647)	(1 305 828)
Disposals or decreases in tangible and intangible assets	28 980	25 467
Change in financial assets	237 062	(230 623)
Impact of changes in scope of consolidation		(120 000)
Net cash flow from investing activities	(205 605)	(1 630 985)
<u>CASH FLOW FROM FINANCING ACTIVITIES</u>		
Capital increase in cash		5 357 435
Issuance of warrants		
Dividends paid to the parent company's shareholders		
Bonds issued		5 111 250
Loan repayments	(438 159)	(1 312 532)
Net cash flow from financing activities	(438 159)	9 156 154
CHANGE IN CASH FLOW	(1 224 062)	1 401 274
Impact of exchange rate changes		
Impact of changes in scope of consolidation		
Opening cash position	3 470 933	2 069 660
Closing cash position	2 246 873	3 470 933
CHANGE IN CASH FLOW	(1 224 060)	1 401 273

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Founded in 1947 France, Airwell is a major french operator in heat pumps for residential and tertiary markets. In a market driven by the energy transition, the company aims to become a leader in Europe, and a key player in climate and thermal solutions based on needs and uses on a global level, with presence in 80 countries.

A. ACCOUNTING METHODS AND PRINCIPLES

The consolidated semestrial financial statements were drawn up in line with accounting principles and valuation rules set by the law and the French Commercial Code, in line with Regulation ANC n° 2020-01 modifying Regulation CRC n°99-02 relative to the consolidated financial statements of public companies.

The preparation of these financial statements requires, on behalf of management, the use of certain forecasts and assumptions which impact the amounts presented in these financial statements and the related notes. Financial outcomes may vary from the forecasts provided.

The semestrial consolidated financial statements were drawn up under the continuity of operations principle and report at 30 June 2024, consolidated net profit group share of -756 523€

1. SCOPE OF CONSOLIDATION

The financial statement of the companies over which GROUPE AIRWELL has exclusive are fully consolidated using the full consolidation method.

All transactions and significant reciprocal accounts between Group entities have been eliminated.

The companies included within the scope of consolidation are as follows:

Companies	Adresses	Activities	% held	% stake	Consolidation Method	Closing dates
GROUPE AIRWELL	10 rue du Fort de Saint Cyr 78180 Montigny le Bretonneux	Wholesaler	NA	NA	Parent company	31-déc
AIRWELL RESIDENTIAL SAS	10 rue du Fort de Saint Cyr 78180 Montigny le Bretonneux	Wholesaler	100%	100 %	Full consolidation	31-déc
AIRWELL ACADEMY	10 rue du Fort de Saint Cyr 78180 Montigny le Bretonneux	Training	80%	80%	Full consolidation	31-déc
AIRWELL INDUSTRIE	Zone de Penhoat 521 rue Gustave Eiffel 29860 Plabennec	Industry	100%	100 %	Full consolidation	31-déc
AIRWELL RESIDENTIAL DEUTSCHLAND GMBH	Dornhofstr.34 62263 Neu-Isenburg Allemagne	Wholesaler	100%	100 %	Full consolidation	31-déc
LEEZY	10 rue du Fort de Saint Cyr 78180 Montigny le Bretonneux	Construction management	100%	100 %	Full consolidation	31-déc

2. HIGHLIGHTS OF THE FIRST SEMESTER 2024

The Airwell Group has acquired a minority stake in the capital of Synerpod, an innovative start-up founded in 2021, aimed at scaling up energy renovation for both collective and individual housing in energy poverty.

The Airwell Group has also established two new companies: AIRWELL Italia and Leezy.

Additionally, a secondary establishment in French Guiana was opened during the first half of 2024.

3. SUBSEQUENTS EVENTS TO FIRST SEMESTER 2024

No important event to mention

4. CONSOLIDATION METHODS

➤ Equity

The share capital is made up of 6 083 542 shares de 0.05 €.

Group share of the capital at 30 June 2024 amounted to 9 938 707 €, including net consolidated profit group share of – 756 523 € .

➤ Goodwill

Goodwill corresponds to the difference between the acquisition price investments and their corresponding share of capital. These differences are in priority allocated to identified assets and liabilities in the companies acquired so that their contribution to the consolidated balance sheet is presented at fair value. The remaining difference is booked as goodwill and allocated to each Cash Generating Unit likely to benefit from the synergies of the economic grouping.

In accordance with ANC 2020-01 regulations, the Group carries out impairment tests on goodwill as its useful life is unlimited. These tests are carried out at least once a year at the closing of accounts and when internal or external indicators call into question the level of their net book value. An exceptional impairment is then booked, as appropriate, to adjust fair value.

- ARS acquisition

The amount of gross goodwill booked at the time of acquisition of ARS company was negative at €3,026,900 and was booked to the provisions for risk and contingencies item. The provision is reversed on a straight line basis over 10 years and booked as « allocations to amortization, depreciation of goodwill » in the income statement.

The goodwill was determined as follows :

Airwell Residential SAS at 12/04/21		€
Share Capital+ reserves		4 009 092,00
Net profit		178 919,00
Equity		4 188 011,00
Unrealised capital gains on brands		2 721 000,00
Deferred tax liabilities on unrealised capitals gains	-	680 250,00
Deferred tax assets (deficit at 31/12/20)		1 127 115,00
Total net group cash position at the date of acquisition (A)		7 355 876,00
Acquisition price of ARS shares (B)		4 328 976,00
Goodwill (A)-(B)		3 026 900,00

- **Acquisition AMZAIR INDUSTRIE**

During the 2023 financial year, following the takeover of the activities of the company AMZAIR, negative goodwill was recorded for an amount of €440 thousand. This is due to a valuation gap on stocks. Negative goodwill will be taken into the income statement based on the consumption of stocks that have been revalued. As of June 30, 2024, the recovery amounts to €112 thousand.

The goodwill was determined as follows:

Acquisition price of Amzair (a)		196 674
Reel value of assets acquired (b)		636 340,00
<i>Intangibles</i>		<i>10 000,00</i>
<i>Tangibles</i>		<i>40 000,00</i>
<i>Stocks</i>		<i>758 454,00</i>
<i>Deferred tax liabilities</i>		<i>- 172 113,00</i>
Goodwill (a)-(b)		- 439 666,00

➤ **Valuation differential**

The valuation differential corresponds, on the one hand, to the restatement at fair value of all of the assets identified in the asset base of the company consolidated, owing to a possible lag in the accounting of the different items of the statement of financial position at their historical cost and their fair value amounts.

The valuation differential is included in the value of assets and liabilities of the consolidated company. The valuation differential was determined for the two brands held by ARS.

The Airwell brand was valued at 3.5 M€ and the Johnson brand at 1 M€. The brands are not amortised owing to their indefinite useful lives.

The Johnson brand was sold during the first half of 2022 for 1 M€.

A valuation difference was also determined on the stocks taken over during the acquisition of the activity of the company AMZAIR for an amount of €1.2M.

➤ **Intangible assets**

Intangible assets are valued :

- At their acquisition cost for assets acquired in return for payment,
- At their production cost for assets produced by the company,
- At their market value for assets acquired free of charge or via exchange.

The cost of an asset is made up of its acquisition price, including any unrecoverable customs duties and taxes, after deducting any reductions, commercial discounts and payment rebates stemming from the costs directly attributable to setting up the asset and its use for its intended function.

Transfer rights, fees and commissions and legal fees linked to the acquisition, are included in the acquisition cost.

All cost which are not part of the acquisition price of an asset and which cannot be linked directly to the costs incurred to set up the asset and ensure its use for its intended purpose, are booked as expenses.

Within the framework of the asset allocation price, ongoing business is restated at zero and revalued either as an intangible, or as goodwill if not attributable.

Intangible assets include the following items :

- Software acquired
- Brand

Amortisation for depreciation are calculated on a straight line basis in line with the useful life of the asset.

▪ Software acquired	3 et 5 years
▪ Brand	Non-amortisable

For brands, impairment testing is carried out each year. Impairment is booked when the current value of the asset is lower than its net book value.

The current value is the higher value between the use value and the market value.

The use value is obtained by discounting the cash flows generated by the asset.

The market value corresponds to the market value of the asset which is determined by reference to recent similar transactions, or to evaluations carried out by independent experts.

➤ **Property, plant and equipment**

Tangible assets are valued :

- At their acquisition cost for assets acquired in return for payment,
- At their production cost for assets produced by the company,
- At their market value for assets acquired free of charge or via exchange.

The cost of an asset is made up of its acquisition price, including any unrecoverable customs duties and taxes, after deducting any reductions, commercial discounts and payment rebates stemming from the costs directly attributable to setting up the asset and its use for its intended function.

Transfer rights, fees and commissions and legal fees linked to the acquisition, are included in the acquisition cost.

All cost which are not part of the acquisition price of an asset and which cannot be linked directly to the costs incurred to set up the asset and ensure its use for its intended purpose, are booked as expenses.

Amortisation for depreciation are calculated on a straight line basis in line with the useful life of the asset.

- | | |
|-------------------------------------|-------------------|
| • General equipment and furnishings | 5 years |
| • Furniture and office equipment | from 1 à 10 years |
| • Assets under construction | Non-amortisable |

➤ **Long-term financial investments**

The gross value is made up of the acquisition cost excluding ancillary expenses. When the carrying value is lower than the gross value, an impairment is booked to cover the difference.

➤ **Inventories**

Inventories are valued using the weighted average method.

Depreciation is applied when carrying value is lower than the book value.

In particular, this depreciation is assessed by taking account of the age of the products and sales statistics.

Among other things, this means that products dating from less than one year are not depreciated, and that a depreciation rate is considered on other products according to defined depreciation tables.

The gross value of the goods includes the purchase price and the costs associated with transporting the goods.

➤ **Trade and other receivables**

Receivables are measured at their nominal value. Depreciation is applied when the carrying value is lower than the book value.

➤ **Foreign currency transactions**

Income and expenses denominated in foreign currencies are recognized on the balance sheet at their exchange value at the transaction date. Debt, receivables, cash & cash equivalents denominated in

foreign currencies are recognized on the balance sheet at their exchange value using the closing rate for the period.

➤ **Deferred tax assets**

Deferred tax assets are determined, using the liability method, based on temporary differences between the tax base and the accounting base for assets and liabilities. They are treated in accordance with the extended framework which was made obligatory by regulation ANC 2020-01.

Non-meaningful restatements of deferred tax assets have not been taken into consideration..

➤ **Turnover**

The Group's turnover comes mainly from the sale of air/water heat pumps and air/air heat pumps.

The turnover is recognized when the transfer of ownership is carried out, depending on the FOB (Free on board) incoterms for export and DPU (Delivered at destination) in mainland France.

➤ **Provisions for contingencies and charges**

Provisions for contingencies and charges correspond to probable outflows of resources without counterparty for the company. These provisions correspond to the most probable amounts the company may be required to outlay.

➤ **Provision for pension and obligations**

Pension commitments and retirement benefits are assessed on an actuarial basis based on the annual remuneration of personnel, seniority and a turn-over coefficient, which varies in line with the employee's age.

Pension commitments are calculated taking account of :

- An annual discount rate of 3.20%
- Average annual wages changes of between 2% and 3.5% depending on categories
- An average personnel turn-over rate between 1% and 12% depending on age and professional category
- The INSEE mortality table
- Employer costs of 52% for executives and of 45% for non-executive staff

Given the significant change in the discount rate since 2019, and the impact on the amount of the provision, the corridor method is applied in the interests of coherence.

➤ **Exceptional charges and income**

Exceptional expenses and income consist of few, unusual, significant, abnormal and infrequent income and expenses which cannot be considered as inherent to current activity.

B - NOTES RELATIVE TO CERTAIN STATEMENT OF FINANCIAL POSITION ITEMS

NOTE 1 – INTANGIBLE ASSETS AND AMORTISATION-DEPRECIATION

➤ Changes in the gross values of intangible assets are presented as follows (in Euros) :

Nature	31/12/2023	Increase	Decrease	30/06/2024
Concessions, licences, software and patents	1 792 345	282 721		2 075 066
Goodwill	500 000			500 000
Brands	3 525 000	9 400		3 534 400
Total gross amounts	5 817 345	292 121	0	6 109 466

➤ Changes to amortisation – depreciation of intangible assets presented as follows (in Euros) :

Nature	31/12/2023	Increase	Decrease	30/06/2024
Concessions, licences, software and patents	1 241 750	168 203	6 284	1 403 669
Total depreciation and amortisation	1 241 750	168 203	6 284	1 403 669

NOTE 2 – TANGIBLE ASSETS AND AMORTISATION - DEPRECIATION

➤ The gross value of tangible assets is presented as follows (in Euros) :

Gross Value	31/12/2023	Increase	Decrease	30/06/2024
Industrial equipment	23 540			23 540
Fixtures and fittings	1 568 889	25 583	0	1 594 472
Passenger vehicle	7 500			7 500
Equipment and office furniture	455 913	153 944		609 857
Assets under construction	39 060		28 980	10 080
Total gross amount	2 094 902	179 527	28 980	2 245 449

➤ **Changes to depreciation and amortisation of tangible assets presented as follows (in Euros) :**

Depreciation and amortisation	31/12/2023	Increase	Decrease	30/06/2024
Industrial equipment	3 248	3 497		6 745
Fixtures and fittings	523 465	134 740	41 327	616 878
Passenger vehicle	403	746		1 149
Equipment and office furniture	173 542	51 359		224 901
Assets under construction				0
Total depreciation and amortisation	700 658	190 342	41 327	849 673

NOTE 3 – FINANCIAL FIXED ASSETS

At 30 June 2024, financial fixed assets break down as follows :

	31/12/2023	Increase	Decrease	30/06/2024
Guarantees and sureties	1 469 922	124 828	682 034	912 716
Equity securities		320 144		320 144
Net financial non-current assets	1 469 922	444 972	682 034	1 232 860

NOTE 4 – TRADE RECEIVABLES

Gross value	30/06/2024	31/12/2023	Variations
Trade receivables	14 195 184	18 456 916	4 261 732
Customer on-payments			
Invoices to issue			0
Impairment	-328 389	-269 258	59 131
TOTAL	13 866 795	18 187 658	4 320 863

The amount of receivables transferred which had not matured at 30 June 2024 stood at 6 509 999€.

NOTE 5 – OTHER RECEIVABLES AND ADJUSTMENT ACCOUNTS

The breakdown of other current assets is as follows :

	at less than one year	at more than one year	Total
Supplier debt	723 723		723 723
Personnel and related accounts	17 312		17 312
Social security and other social organisms	0		0
Government - VAT	516 351		516 351
Deferred tax asset on deficit	269 363		269 363
Current account	0		0
Other debtors	0		0
Factoring	1 026 168		1 026 168
Prepaid expenses	837 124		837 124
Translation differences, assets	872		872
TOTAL	3 390 913	0	3 390 913

The deferred tax asset is calculated on the basis of a tax rate of :

- 25 % in France

NOTE 6 – CASH AND CASH EQUIVALENTS

Cash and cash equivalent items break down as follows :

	30/06/2024	31/12/2023
Treasury stock	293 323	321 323
Term accounts	1 000 000	2 000 000
Bank accounts	946 718	1 141 889
Fund	6 832	7 721
Cash and cash equivalents	2 246 873	3 470 933

NOTE 7 – EQUITY GROUP SHARE

➤ **Share Capital**

The share capital of Group Airwell stands at 304 177.10 € following capital increase set out below :

Share movements	Number of shares	By Value	Share capital
Shares at start of year	6 083 542	0,05	304 177
Change in par value			
Capital increase			
Shares redeemed or cancelled			
Shares at year-end	6 083 542	0,05	304 177

The Airwell Group holds 16 082 shares in treasury at an acquisition price of €46 323 . This treasury stock is booked as investment securities in the statement of financial position.

Changes to the share capital were as follows :

	Share capital	Consolidated reserves	Issue premium	Retained earnings	Consolidated reserves	Consolidated income	Translation differences	TOTAL
Share capital at 31/12/2022	242 361	13 306	2 112 044	-542 982	1 039 239	1 042 882	0	3 906 850
Allocation of 2022 earnings		10 931		392 722	639 229	-1 042 882		0
Capital increase	61 815		5 295 619					5 357 435
Result at 31/12/2023						1 430 945		1 430 945
Capital increase costs								
Share capital at 31/12/2023	304 176	24 237	7 407 663	-150 260	1 678 468	1 430 945	0	10 695 230
Allocation of 2023 earnings		10 931		405 358	1 014 656	-1 430 945		0
Capital increase								0
Result at 30/06/2024						-756 523		-756 523
Share capital at 30/06/2024	304 176	35 168	7 407 663	255 098	2 693 124	-756 523	0	9 938 707

NOTE 8 – MINORITY INTERESTS

	30/06/2024	31/12/2023
Minority reserves	90 570	-41 081
Dividends paid to minorities		
Changes in scope		
Other		
Minority income	27 305	-49 489
Cash and cash equivalents	117 875	-90 570

NOTE 9 – GOODWILL

➤ The changes to the gross value of goodwill presented as follows (in Euros) :

Companies concerned	31/12/2023	Increase	Decrease	30/06/2024
AIRWELL RESIDENTIAL SAS negative goodwill	-2 207 115		-151 345	-2 055 770
GROUPE AIRWELL Positive goodwill	500 000			500 000
AIRWELL INDUSTRIE negative goodwill	-217 433		-111 581	-105 852
TOTAL	-1 924 547	0	-262 926	-1 661 622

The goodwill related to AIRWELL RESIDENTIAL, amounting to €3,026,900, is negative and has been recognized as a liability under the provision for risks and charges. The provision is reversed in the income statement on a straight-line basis over a period of 10 years. The decrease of €151,345 corresponds to the reversal of this provision for the fiscal year.

The same applies to the goodwill related to Airwell Industrie. However, the provision is reversed based on the rate of inventory consumption.

The goodwill of 500 k€ corresponds to the acquisition of the ongoing business by Group Airwell in 2016, Representative of Airwell's activity in France.

NOTE 10 - PROVISIONS

Provisions break down as follows:

	31/12/2023	Additions	Reversals	30/06/2024
After sales provisions	222 057	163 536	217 659	167 934
Retirement provision	438 860	66 500	9 500	495 860
Provision for risk	111 816		942	110 875
Goodwill	2 424 547		262 926	2 161 621
TOTAL	3 197 280	230 036	491 027	2 936 290

NOTE 11 – BORROWINGS AND FINANCIAL BANK DEBT

Borrowings and financial bank debt break down as follows :

	Due in less than 1 year	Due in 1 - 5 years	Due in over 5 years	Total
Bank borrowings	801 360	1 402 769		2 204 129
Total borrowings and bank debt	801 360	1 402 769	0	2 204 129

NOTE 12 - BORROWINGS AND FINANCIAL DEBT

Borrowings and financial debt break down as follows :

	Due in less than 1 year	Due in 1 - 5 years	Due in over 5 years	Total
bond loan		5 000 000		5 000 000
Total borrowings and financial debt	0	5 000 000	0	5 000 000

Features of the bond loan :

- The amount of the bond loan is 5.000.000 € corresponding to 100 bonds at a unit value of 50.000 €
- Maturity date is 30 June 2028
- Interest rate is Euribor 3 months (capped at 3%) + 5.90 % annual

NOTE 13 – OTHER DEBT

Other debt breaks down as follows :

	30/06/2024	31/12/2023
Customer factors	8 430 386	9 695 856
Customer credit notes to issue	416 197	749 864
Trade receivables	3 887	4 829
Other	555 618	407 125
Deferred tax liabilities	568 204	759 775
Advance payments		
Translation adjustments , liabilities		10 012
Cash and cash equivalents	9 974 292	11 627 461

C - NOTES RELATIVES TO CERTAIN INCOME STATEMENT ITEMS**NOTE 14 – REVENUE BY TYPE :**

Revenue by type breaks down as follows :

in €	30/06/2024	30/06/2023
Sales of goods	25 292 793	32 923 035
Sales of finished good	933 815	
Provision of services	288 954	277 332
Other		
Reductions, discounts and rebates	-785 429	-695 797
Cash and cash equivalents	25 730 133	32 504 570

Revenue by geographic region breaks down as follows :

in €	30/06/2024	30/06/2023
France	16 000 798	15 343 711
Outside France	9 729 335	17 160 859
Cash and cash equivalents	25 730 133	32 504 570

NOTE 15 – PURCHASES AND EXTERNAL SERVICES

This item breaks down as follows :

in €	30/06/2024	30/06/2023
Purchases of goods and other	15 858 457	22 397 525
Outsourcing	1 105 768	1 177 351
Leases and lease charges	631 967	409 518
Maintenance and repair	363 149	233 797
Insurance	161 570	182 982
Fees and commissions	796 848	616 485
Publications, trade fairs, gifts, donations	403 968	787 100
Transport costs	584 497	325 372
Travel and reception costs	379 467	295 332
Telecommunication costs	71 666	47 503
Other	799 094	577 470
TOTAL	21 156 451	27 050 435

NOTE 16 – FINANCIAL RESULT

The financial result breaks down as follows :

in €	30/06/2024	30/06/2023
Interests on borrowings	246 567	265 424
Late charges and others		115
Discounts	9 119	17 208
Foreign currency losses	4 518	13 065
Factoring	174 169	168 137
Provision for risks		
Other expenses	18 431	
Other income	-9 863	
Reversals of provision for risk		
Foreign exchange gains	17 321	
TOTAL	-445 346	-463 949

NOTE 17 – EXCEPTIONNEL RESULT

The exceptional result mainly corresponds to the adjustment of receivables and payables.

NOTE 18 – CORPORATE INCOME TAX

in €	30/06/2024	30/06/2023
Corporate income tax	-3 581	99 640
Tax credit		
Deferred tax	-79 551	176 628
TOTAL	-83 132	276 268

NOTE 19 – OFF BALANCE SHEET COMMITMENTS

Commitments given

Surety on ongoing business of Airwell Residential SAS

As part of the bond loan granted by the lenders, the following security has been granted;
Security trust covering 100% of the securities of the subsidiary Airwell Residential SAS (ARS) bearing the AIRWELL brand coupled with a pledge on the brand or a ban on pledging the assets of the subsidiary as security.

NOTE 20 – EARNING PER SHARE

It is calculated based on the number of shares outstanding at 30 June 2024.

At 30 June 2024, it amounted to -0.12 euros per share as indicated below

		At 30/06/2024	At 30/06/2023
Number of shares		6 083 542	4 347 226
Consolidated net income, group share	Total	-756 523	1 042 882
Group Share	Per share	-0.12€	0.22€

NOTE 21 – REMUNERATION OF EXECUTIVE OFFICERS

This information is not provided as it would indirectly equate to providing information on individual remuneration.

NOTE 22– GROUP HEADCOUNT

The Group's average headcount stands at 111 employees and is broken down as follows :

Executives : 56

Non-executives : 55

NOTE 23 – STATUTORY AUDITOR FEES

The amount of statutory auditors fees on the first semester 2024 stands at 85 K€.

NOTE 24 – GREENHOUSE GAS QUOTAS

In 2024, a new carbon footprint assessment is underway, with the results expected by the end of the year. Additionally, the company has implemented a CSR (Corporate Social Responsibility) platform that will, among other things, allow for better quantification of energy expenditures. A report will be issued from this platform at the end of the year, outlining the future actions to be taken as part of a continuous improvement process. recommendations were taken into account. Furthermore, in 2023, Groupe Airwell carried out its first carbon assessment with a specialist company – Results are in the process of being analysed.

NOTE 25 – LINKED PARTIES

These are significant transactions carried out with related parties and which were not concluded under normal market conditions.

This obligation is imposed by article R. 233-14-19° of the commercial code “The list of transactions carried out with related parties, within the meaning of article R. 123-199-I, by the consolidating company, a company or entity included in the consolidation scope. This list is established for transactions which are not internal to the consolidated group, which are of significant importance and have not been concluded under normal market conditions. The terms of preparation of this list are specified by a regulation of the Accounting Regulation Committee. »

Transactions with related parties were concluded under normal market conditions or are not significant.