



# H1 2024 Results

19 September 2024

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# 1 Results

# H1 financial headlines

## Net revenue<sup>1</sup>

**£376.1m**

-15.6% reported  
-13.5% like-for-like<sup>2</sup>

## Operational EBITDA<sup>3</sup>

**£30.1m**

-17.5% reported  
-8.2% like-for-like

## Operational EBITDA Margin<sup>3</sup>

**8.0%**

vs. 8.2% prior year reported  
vs. 7.5% prior year like-for-like

## Adjusted operating profit<sup>4</sup>

**£24.8m**

vs. £30.6m prior year

## Adjusted EPS<sup>4</sup>

**1.2p**

vs. 1.3p prior year

## Net debt at 30 June<sup>5</sup>

**£182.9m**

2.2x leverage<sup>5</sup>  
vs. £109.4m prior year

1. Net revenue is revenue less direct costs
2. Like-for-like is a non-GAAP measure related to 2023 being restated to show the unaudited numbers for the previous period of the existing and acquired businesses consolidated for the same months as in 2024 applying currency rates as used in 2024
3. Operational EBITDA is operating profit or loss adjusted for acquisition related expenses, non-recurring items (primarily acquisition payments tied to continued employment, amortisation of business combination intangible assets and restructuring and other one-off expenses) and recurring items (share-based payments) and includes right-of-use assets depreciation. It is a non-GAAP measure management uses to assess the underlying business performance. Operational EBITDA margin is operational EBITDA as a percentage of net revenue
4. Adjusted figures are adjusted for non-recurring and recurring items as defined above
5. Net debt excludes lease liabilities. Net debt leverage is calculated as net debt / pro forma 12 month Operational EBITDA

# Income statement

- Net revenue down -13.5% like for like, reflecting continued global macroeconomic uncertainty, higher interest rates and client caution particularly amongst our large technology clients, along with expected significantly lower activity with one Technology Services client
- Operating expenses reduced -14.4%. Disciplined approach to cost management maintained. Number of Monks now c.7550, down -11.7% on June 2023
- Operational EBITDA of £30.1m in line with expectations

	H1 2024 £m	H1 2023 £m
Amortisation	23.0	24.2
Acquisition expenses	(2.1)	2.1
Share based payments	3.8	7.1
Restructuring and other expenses	3.8	3.6
<b>Total of adjusting items</b>	<b>28.5</b>	<b>37.0</b>

	H1 2024 £m	H1 2023 Restated <sup>1</sup> £m	Change Reported	Change Like-for-Like
Revenue	422.5	517.1	-18.3%	-16.2%
<b>Net revenue</b>	<b>376.1</b>	<b>445.5</b>	<b>-15.6%</b>	<b>-13.5%</b>
Operating expenses	(342.7)	(407.5)	-15.9%	-14.4%
Acquisition, restructuring & other expenses	(1.7)	(5.7)	-70.2%	
Depreciation & amortisation	(35.5)	(38.8)	-8.5%	
Share of profit of joint ventures	0.1	0.1	+0.0%	
<b>Total operating expenses</b>	<b>(379.8)</b>	<b>(451.9)</b>	<b>-16.0%</b>	<b>-14.5%</b>
<b>Operational EBITDA</b>	<b>30.1</b>	<b>36.5</b>	<b>-17.5%</b>	<b>-8.2%</b>
Operational EBITDA Margin	8.0%	8.2%	-20bps	+50bps
<b>Operating loss</b>	<b>(3.7)</b>	<b>(6.4)</b>	<b>+42.2%</b>	
Adjusting items	28.5	37.0	-23.0%	
Adjusted operating profit	24.8	30.6	-19.0%	
Net finance and other costs	(13.5)	(16.8)	-19.6%	
<b>Loss before income tax</b>	<b>(17.2)</b>	<b>(23.2)</b>	<b>+25.9%</b>	
Income tax credit	3.5	1.4	+150.0%	
<b>Loss for the period</b>	<b>(13.7)</b>	<b>(21.8)</b>	<b>+37.2%</b>	
<b>Adjusted basic earnings per share (pence)</b>	<b>1.2</b>	<b>1.3</b>	<b>(0.1)</b>	

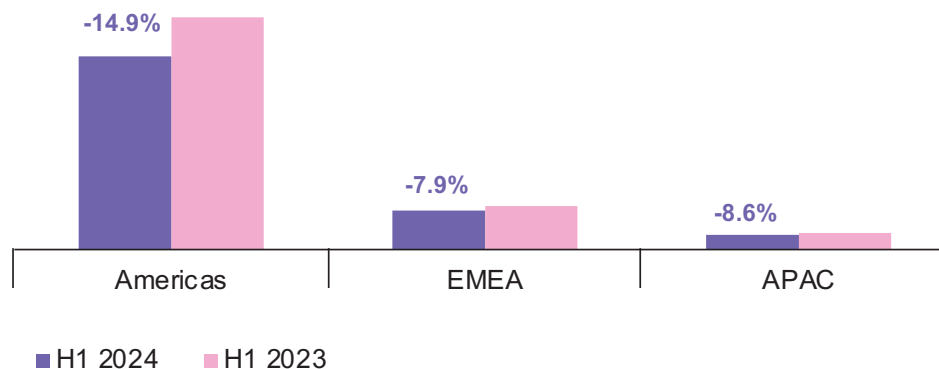
1. The prior period figures have been restated to account for the recognition of deferred tax balances related to certain business combinations in the prior periods

## Net revenue by practice and geography

- Content had a difficult first half net revenue performance, reflecting ongoing caution and lower activity with some of our larger technology clients in particular
- Data&Digital Media performed as expected, with lower activity in the activation business line partly offset by growth in media agency of record
- Technology Services' net revenue decreased as anticipated with lower activity from one key client, as well as longer sales cycles for new business due to macroeconomic conditions
- FX impacted reported growth, particularly USD to GBP

£millions	H1 2024	H1 2023	Change Reported	Change Like-for-like
Content	234.3	264.7	-11.5%	-9.3%
Data&Digital Media	95.7	106.6	-10.2%	-7.7%
Technology Services	46.1	74.2	-37.9%	-36.6%
<b>Net revenue</b>	<b>376.1</b>	<b>445.5</b>	<b>-15.6%</b>	<b>-13.5%</b>

### Net revenue by region, like-for-like



## Operational EBITDA by Practice

- Content's operational EBITDA and operational EBITDA margin improved by +165.6% to £16.2m (+450bps to 6.9%) respectively, reflecting the benefit of action taken on costs in 2023 and H1 2024
- Data&Digital Media also saw operational EBITDA margin improvement (+330bps to 18.5%), with benefits from cost actions taken in 2023 and continued cost control
- Technology Services' operational EBITDA was challenged by the reduction in transformation revenue from one large client, noticeably impacting margin
- Central costs were down -27% vs. prior year period due to cost control
- FX impacted reported EBITDA, particularly USD to GBP

£millions	H1 2024	H1 2023	Change Reported	Change Like-for-like
Content	16.2	6.8	+138.2%	+165.6%
Data&Digital Media	17.7	16.3	+8.6%	+12.0%
Technology Services	5.7	26.5	-78.5%	-76.2%
S <sup>4</sup> Central	(9.5)	(13.1)	+27.5%	+26.9%
<b>Operational EBITDA</b>	<b>30.1</b>	<b>36.5</b>	<b>-17.5%</b>	<b>-8.2%</b>
Content	6.9%	2.6%	+430bps	+450bps
Data&Digital Media	18.5%	15.3%	+320bps	+330bps
Technology Services	12.4%	35.7%	-2,330bps	-2,050bps
<b>Operational EBITDA margin</b>	<b>8.0%</b>	<b>8.2%</b>	<b>-20bps</b>	<b>+50bps</b>

## Debt & balance sheet

- 2024 H1 net debt £182.9m (versus £206m at Q1 2024) after combination related payments of £9.7m in the first half
- Leverage at 2.2x
- £100m RCF remains undrawn
- The balance sheet has sufficient liquidity and long-dated maturities to facilitate future growth
- Current headroom against key covenant is comfortable<sup>1</sup>

£millions	Net debt £m	Facility	Undrawn £m	Maturity due date
Term loan	317.7	€375.0m	-	August 2028
RCF	-	£100.0m	100.0	August 2026
Other loans	0.2			
Cash	(135.0)			
<b>Net debt</b>	<b>182.9</b>		<b>100.0</b>	
Net debt to pro-forma operational EBITDA	2.2x			

1. The facility agreement imposes certain covenants on the Group. S4Capital Group will ensure that the net debt will not exceed 4.5:1 of the pro-forma earnings before interest, tax, depreciation, and amortisation, measured at the end of any relevant period of 12 months ending each semi-annual date in a financial year, as defined in the facility agreement. During the half year S4Capital Group complied with the covenants set in the loan agreement

S<sup>4</sup>Capital plc H1 2024 Results

£millions	As at 30 Jun 2024	As at 31 Dec 2023 Restated <sup>2</sup>
<b>Non-current assets</b>		
Intangible assets	1,043.3	1,072.9
Right-of-use assets	42.4	45.8
Property, plant and equipment	19.7	21.9
Deferred tax assets	26.1	24.7
Others	9.9	13.9
<b>Current assets</b>		
Trade and other receivables	366.2	407.5
Current tax assets	7.7	4.9
Cash and cash equivalents	135.0	145.7
<b>Total assets</b>	<b>1,650.3</b>	<b>1,737.3</b>
<b>Non-current liabilities</b>		
Deferred tax liabilities	(20.0)	(24.1)
Loans and borrowings	(313.1)	(320.9)
Others	(40.8)	(45.8)
<b>Current liabilities</b>		
Trade and other payables	(378.8)	(418.1)
Contingent consideration and holdbacks	(4.9)	(18.2)
Others	(14.8)	(18.3)
<b>Total liabilities</b>	<b>(772.4)</b>	<b>(845.4)</b>
<b>Net assets</b>	<b>877.9</b>	<b>891.9</b>
Attributable to owners of the company	877.8	891.8
Non-controlling interests	0.1	0.1
<b>Total equity</b>	<b>877.9</b>	<b>891.9</b>

2. The prior period figures have been restated to account for the recognition of deferred tax balances related to certain business combinations in the prior periods



## Cash flow highlights

- Capital expenditure is mainly investment in IT infrastructure
- Increase in interest paid reflects higher Euribor rates on the term loan
- Decrease in tax paid reflects a lower tax base versus prior year period
- H1 2024 included £3.7m of restructuring costs, mainly related to rationalisation, and £1.9m of spend on ERP implementation
- Continued focus on working capital and receivables. Working capital inflow of £4.2m vs outflow of £6.4m in the prior year period
- Significant M&A payments are now completed, after £9.7m in the first half

£millions	H1 2024	H1 2023
Operational EBITDA	30.1	36.5
Capital expenditure <sup>1</sup>	(4.1)	(5.1)
Interest and facility fees paid	(15.2)	(12.8)
Interest Received	1.2	-
Income tax paid	(7.5)	(10.7)
Restructuring and other one-off expenses paid	(5.6)	(3.2)
Change in working capital <sup>2</sup>	4.2	(6.4)
<b>Free Cashflow</b>	<b>3.1</b>	<b>(1.7)</b>
Mergers & Acquisitions	(9.7)	(0.3)
Share Buy Backs	(2.5)	-
Other	7.0	2.8
<b>Movement in net debt</b>	<b>(2.1)</b>	<b>0.8</b>
Opening net debt	(180.8)	(110.2)
<b>Net debt</b>	<b>(182.9)</b>	<b>(109.4)</b>
Net debt to pro-forma operational EBITDA	2.2x	0.9x

1. Includes purchases of intangible assets, purchase of property, plant and equipment and security deposits

2. Working capital primarily includes movement on receivables, payables, principal elements of lease payments and depreciation of right-of-use assets

# 2024 Guidance

## Net revenue<sup>1</sup>

Targeted to be down on prior year<sup>2</sup>, to a greater extent than assumed in May

Client caution likely to persist and wider market uncertainty

## 2024 Operational EBITDA<sup>3</sup>

Targeted to be broadly similar like-for-like to 2023<sup>2</sup>

Heavily H2 weighted with normal seasonality supported by further cost saving actions

## Practice outlook

Content profitability expected to improve due to cost reductions

DDM expects similar top and bottom-line performance to 2023

Technology Services expects challenging year

## Net finance expense

c.£30m (cash c.£28m)

## Effective tax rate

30 – 32% expected

## Net debt

c.£150m – £190m expected

Reflects no further material cash contingent consideration payments after c.£10m in Q1

1. Net revenue is revenue less direct costs

2. This is a target, not a forecast or a profit forecast

3. Operational EBITDA is operating profit or loss adjusted for acquisition related expenses, non-recurring items (primarily acquisition payments tied to continued employment, amortisation of business combination intangible assets and restructuring and other one-off expenses) and recurring items (share-based payments) and includes right-of-use assets depreciation. It is a non-GAAP measure management uses to assess the underlying business performance

# 2

## Market Momentum

## 2024 strong growth in digital media, Tech Services flat

### Digital media spend

Growth in 2023<sup>1</sup>

**+7.8%**

Projected growth in 2024<sup>1</sup>

**+6.9% to \$552bn**

### Ad revenue growth – 5 main platforms

Q2 2024

**+15%**

2024 forecast<sup>2</sup>

**+15% to \$497bn**

### Digital Transformation Service revenues at peers

2023 growth

**+5.2%**

2024 projected growth<sup>3</sup>

**-0.25%**

1. Groupm, Dentsu, 2024

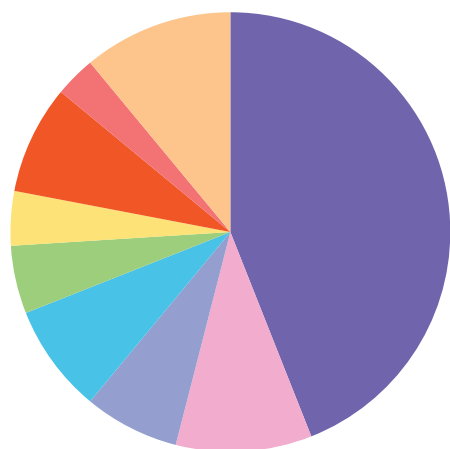
2. Morgan Stanley, Aug 2024 (Alphabet, Meta, Amazon, Microsoft, Snap Ad Revenues)

3. Company Reports (Globant, EPAM, Endava, Thoughtworks, CI&T, Accenture) Aug 24

# 3 Client Analysis

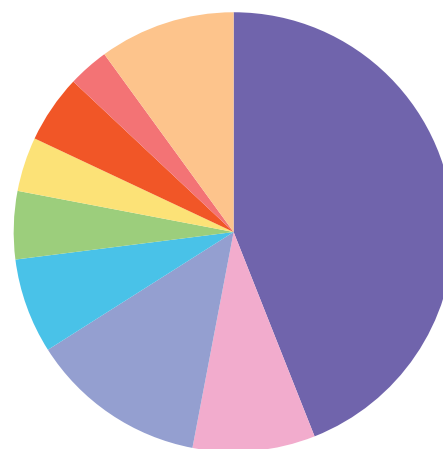
# Our Client Portfolio

HY 2024 Client Categories



Technology	44%
FMCG	10%
Financial	7%
Auto	8%
Retail	5%
Media & Ent	4%
Fashion & Lux	8%
Agency	3%
Other	11%

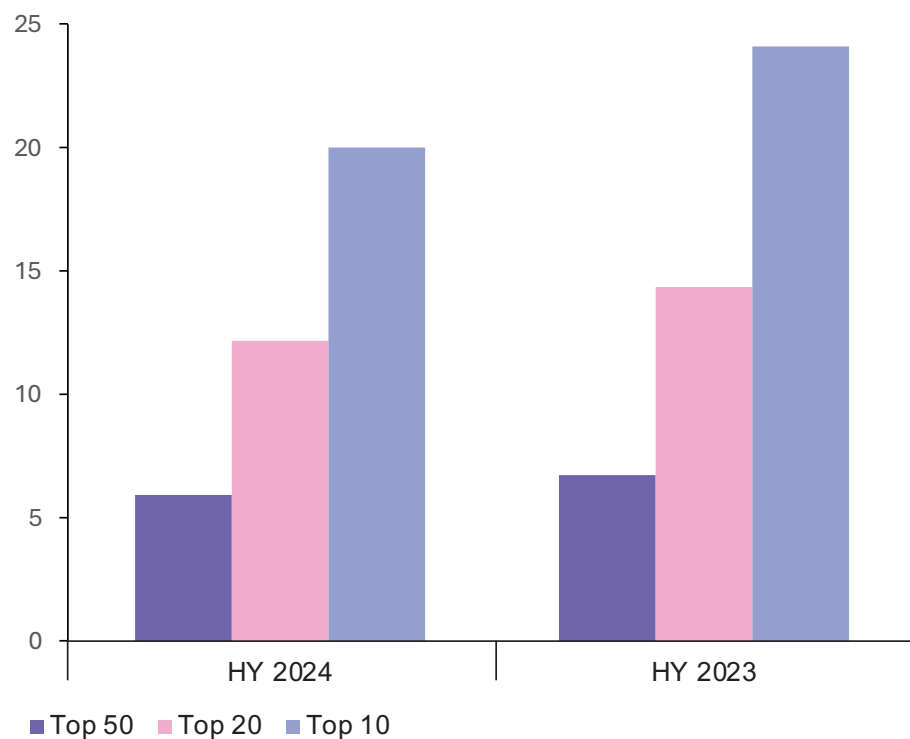
HY 2023 Client Categories



Technology	44%
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Retail	5%
Media & Ent	4%
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Agency	3%
Other	10%

## An attractive & growing client base

Average revenue by client £m



£millions	HY 2024			HY 2023		
	No of clients	% of revenue	Cumulative %	No of clients	% of revenue	Cumulative %
>£10m	6	39%	39%	8	45%	45%
£5–10m	5	10%	49%	8	12%	56%
£1–5m	45	23%	72%	38	18%	74%
£0.1–1m	321	22%	94%	353	20%	94%

# 4

## Artificial Intelligence



# Adweek's AI Agency of the Year

media  
.monks

ADWEEK



# A superpower for creativity.



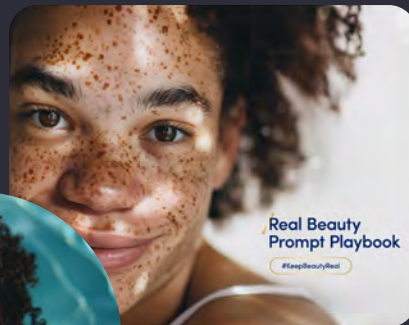
**nep**  
NONI ENTERPRISES

**Unlocking new experiences**  
NEP Kiki virtual sign language



Unilever

**Setting new standards**  
Dove Prompt Playbook



**Blending worlds**  
BMW x Lil' Miquela iX2



SALES



Opening a new sales pipeline through Adobe's Executive Program offers access on both product and services levels.

This partnership allows business leaders to collaborate directly with Adobe's top executives, fostering joint business development that is aimed at C-suite executives and executive committees (ExCo).

LAUNCHING PARTNER

### Joint Launch Brand Model Practice



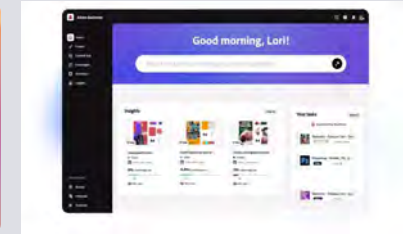
MONKS.FLOW

### Monks.Flow Powered by Adobe



FIRST IS FIRST

### First to implement Gen Studio



STRATEGIC SALES

### New Whoppers on the horizon



CO-SELLING IN THE REGIONS

### Expanding our outbound sales with 100's people



CREATIVE CLOUD

### First Access to FireFly Beta Features & Training



None of it matters  
if we don't change  
the economics of  
digital advertising

FACTS & FINDINGS – CMOs

Companies need 10-100 times  
more content than is currently  
available.

You recently might have seen

# A world-class marketing engine for a world-famous brand: GM



Monks will “bring a modern approach to real-time, efficient content development” and a “a significant change in the way that we’re doing business.”

Molly Peck | Chief Transformation Officer GM



As GM’s global ‘Foundational Agency’, we bring simplicity, consistency, scale and cost savings to how content is created through technology (Adobe), automation (AI) and best-in-class digital creative and craft.

Agency News →

## GENERAL MOTORS OVERHAULS ITS AGENCY ROSTER—BEHIND THE DECISION

The automaker changes creative, CRM and content shops

By [E.J. Schultz](#), Published on June 21, 2024.

Share article



# A new model orchestration of tech & talent

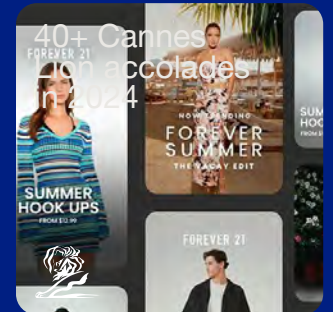
rapid

Technology:  
to make you **faster**  
& create **more**.



& real

The **best** talent:  
to deliver outcomes,  
with **less** headcount



 **monks.flow**



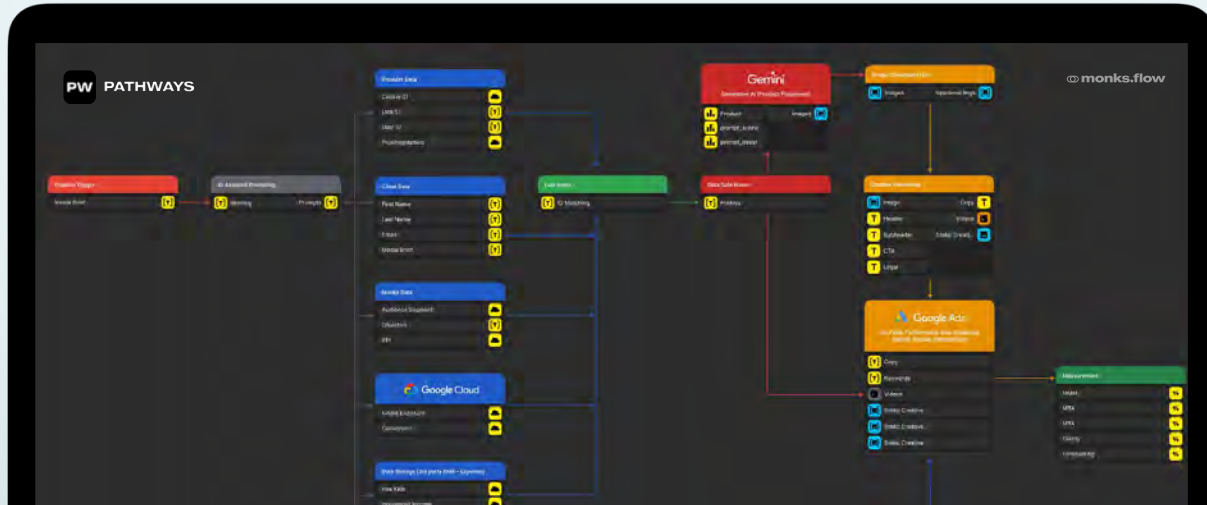
# 10+ applications, infinite workflow customization



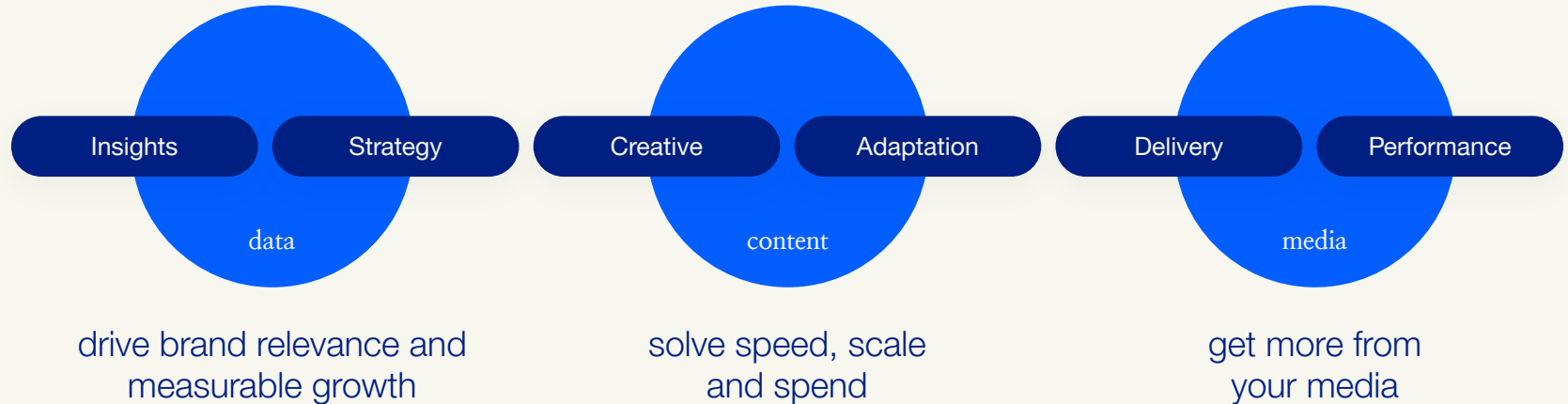




# Pathways is the powerful workflow editor inside monks.flow



# Supercharging the big 6: Change how work gets done with AI and automation at scale

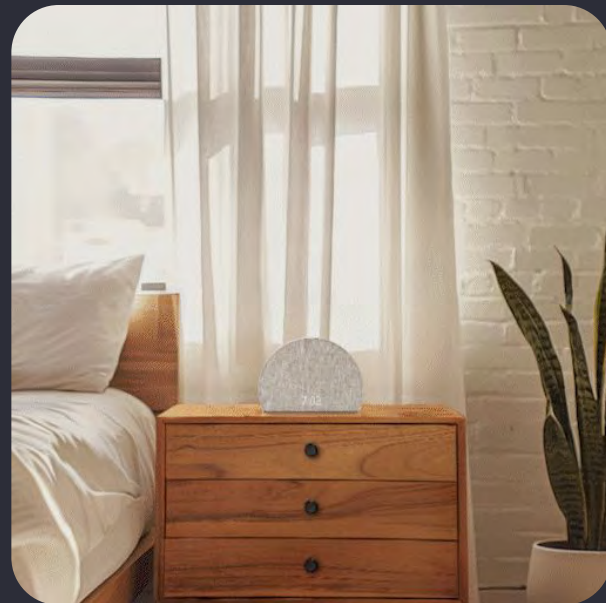


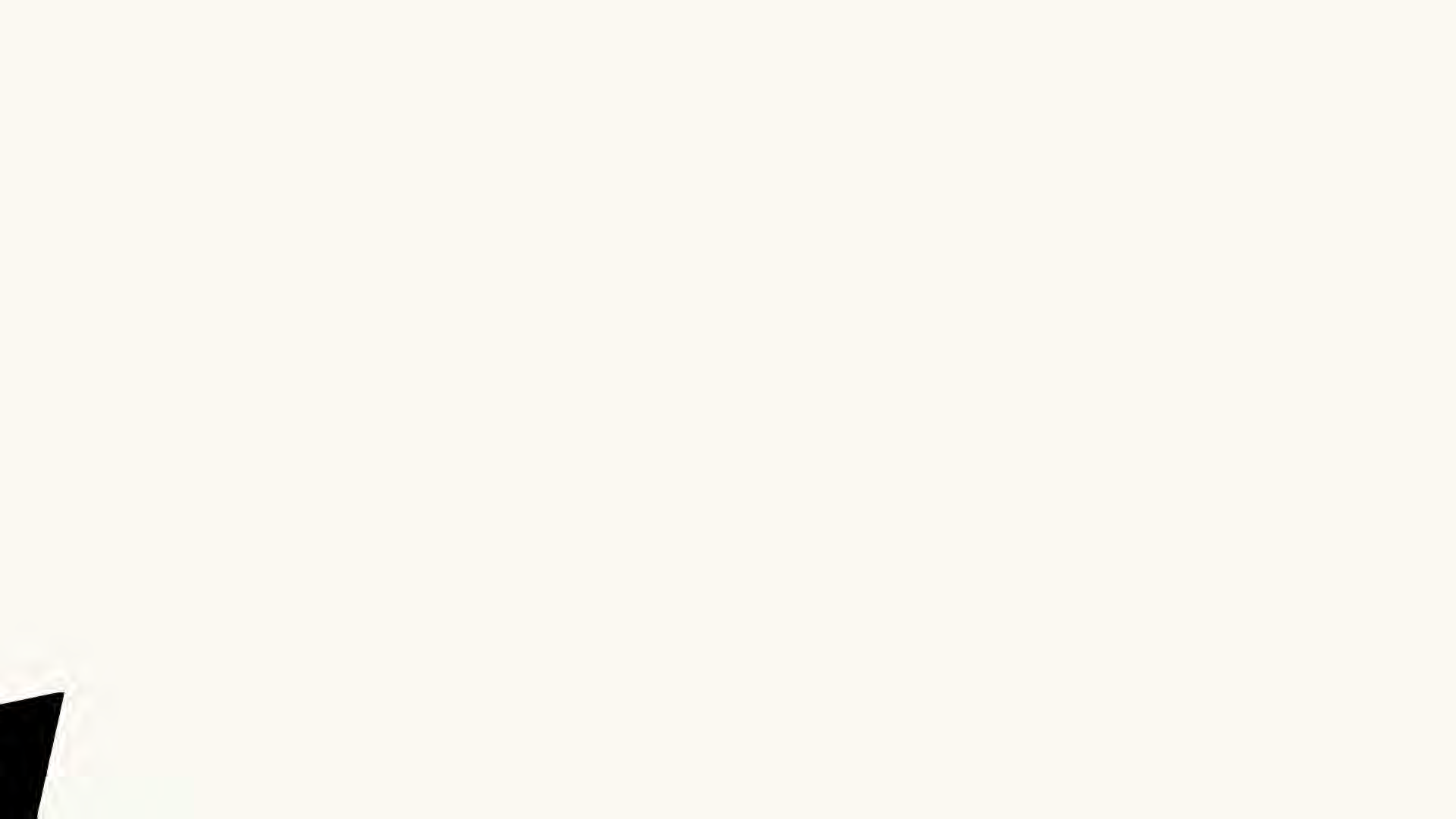
# The Impossible Ad

Google

Hatch

media.monks





Delivering *supercharged creative and media services*, more affordable for any business.

-50%

hours

+74%

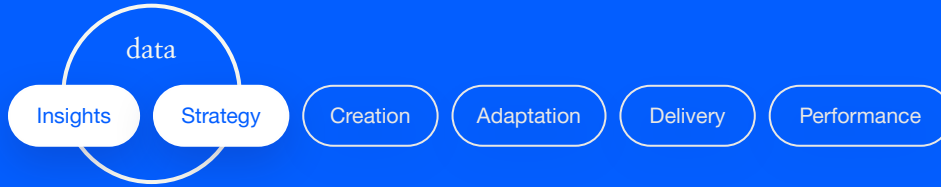
CTR

+42%

engagement

-32%

cost of sale



# Reveal cultural insights, trend and pattern reporting

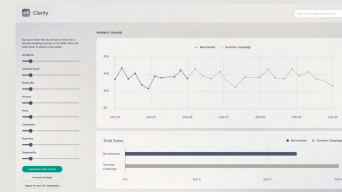
Build campaign strategies alongside virtual customers. Conduct virtual focus groups, validate insights, and refine creative.



Data-Driven Insights access



Direct Audience Insights



Identify key drivers across product portfolio



Insights

Strategy

Creation

Adaptation

Delivery

Performance

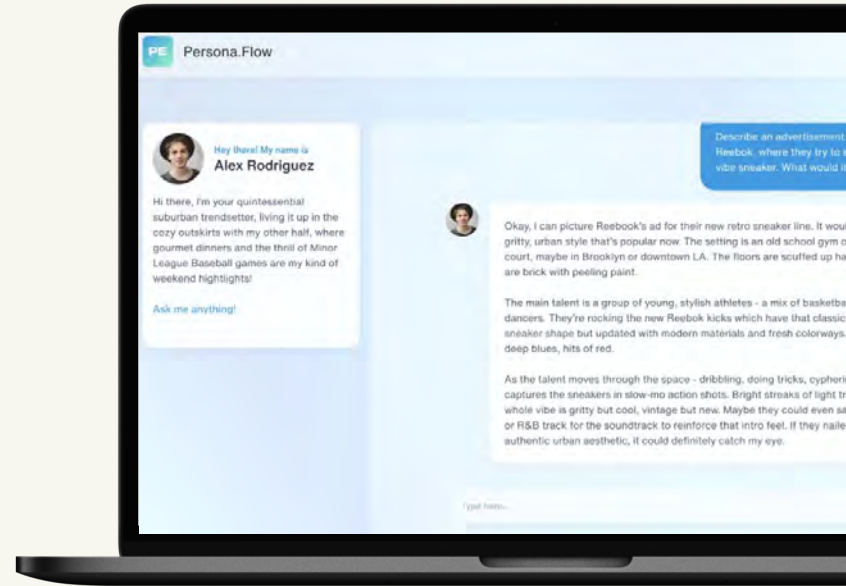
*Build campaign strategies  
alongside virtual customers.*  
Conduct virtual focus groups,  
validate insights, and refine  
creative.

powered by



**PERSONA**

ONE OF THE STRATEGY APPS



## Use cases

### Direct Audience Insights

Deep insights into customer sentiment without lengthy surveys. Engage directly with your audience to identify key messages.

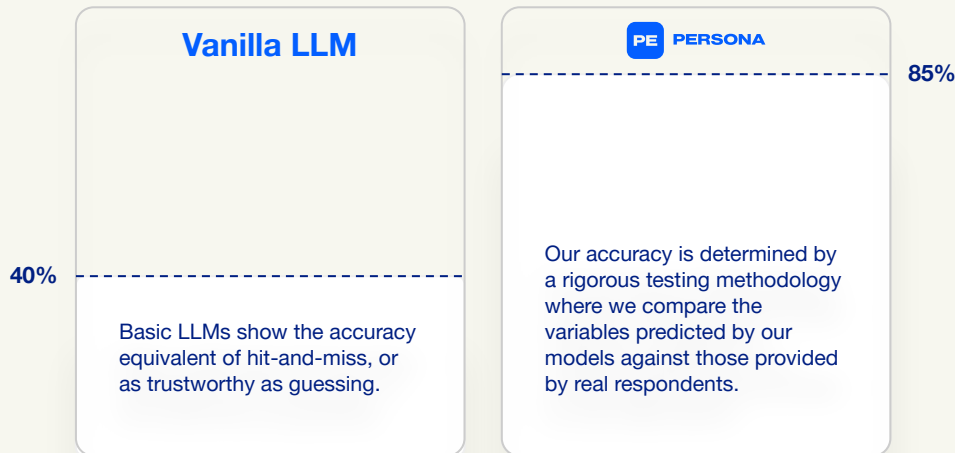
### Scenario Planning

Test different strategies by simulating various business scenarios by analyzing historical data and predicting potential future outcomes.

### Media Mix Modelling

Use AI to model the potential impact of different media strategies, identifying the optimal mix that will deliver the highest ROI.

Our models consistently deliver *over 85% accuracy* in predicting consumer **behavior & preferences.**





Insights

Strategy

Creation

Adaptation

Delivery

Performance

*Enhance existing datasets*, leading to more informed decisions, brand specific answers & **better targeting.**

### Off the shelf data



**GWI.**

Get started with one of our data partners, and hit the ground running. Each provider comes with its unique set of insights and markets.

+

### Additional data

social listening / 1P CRM data /  
campaign results / customer reviews

Utilize additional data to enhance your results. Get richer and more specific answers matching your specific use case.

Insights

Strategy

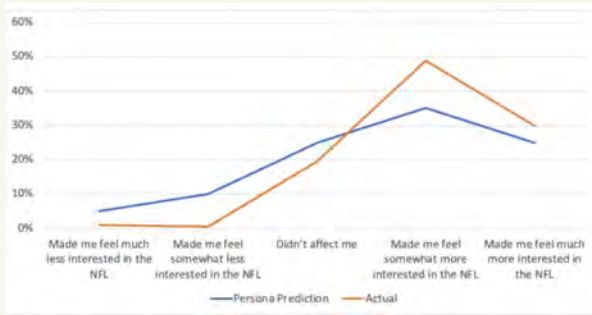
Creation

Adaptation

Delivery

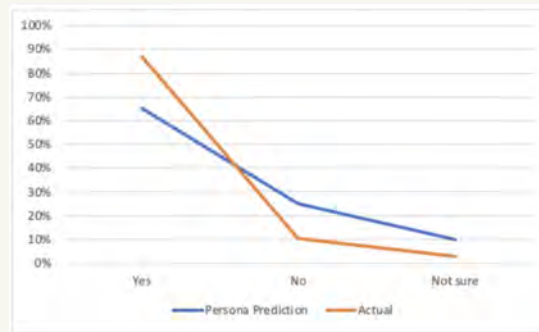
Performance

## Results



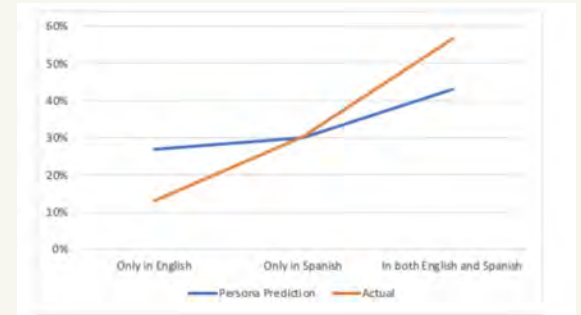
Mean Absolute Error =  $(4\% + 10\% + 5\% + 15\% + 5\%) / 5 = 7.8\%$

**92%**  
accurate



Mean Absolute Error =  $(23\% + 15\% + 5\%) / 3 = 14.33\%$

**85%**  
accurate



Mean Absolute Error =  $(15\% + 0\% + 15\%) / 3 = 10\%$

**90%**  
accurate

## Identify key drivers across product portfolio

Rapidly model your core and trending business drivers across business, markets, brands and products.

## Forecast growth across portfolio & markets

See how future investments play out across different scenarios, factoring in global economic, competitive, price, risk, PR, and advertising data.

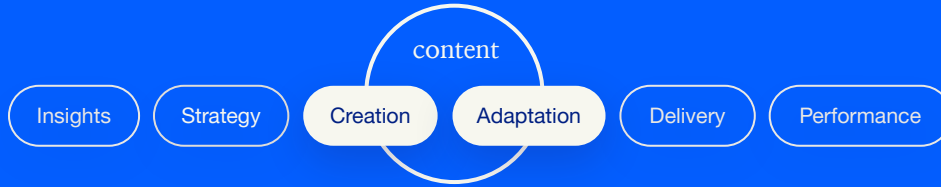
## Gain sales & save on media investments

Make the most out of each spend allocation. See gains in media performance across digital, IRL, and complex mixes.



Econometrics can be a powerful source of insight for C-Suite decision makers.





# Create and adapt high quality content at speed and scale.

Multicultural moments and audiences demand a scaled content model



High fidelity content origination

**GS** GENERATIVE STUDIO



Create and adapt high quality content at speed and scale

**AP** ASSET PLANNER



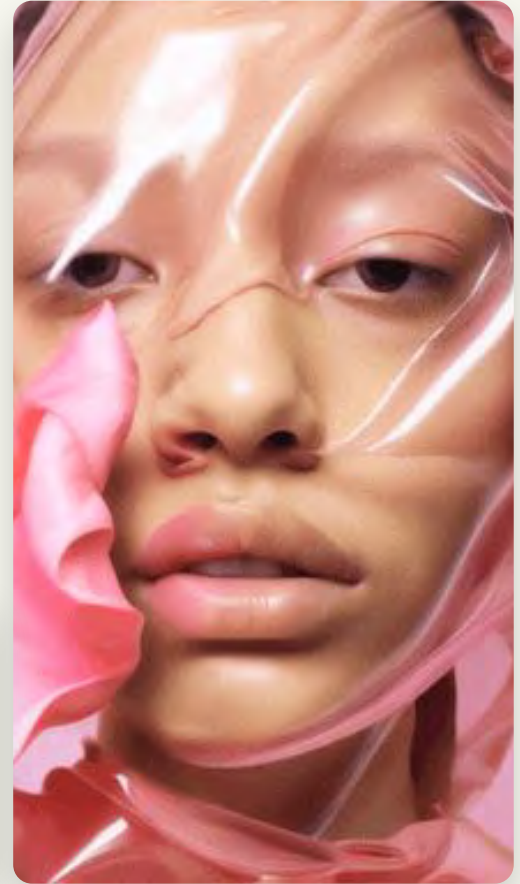
single source product variations through Digital Twins

**DT** DIGITAL TWIN

# We have a global roster of the finest *AI artist.monks* directors



Leilanni Todd, Caleb Ward, Martin Haerlin, Gerry Martinez, Diego Ante, Ronnie Allman, and many more  
Visit [artist.monks.com](https://artist.monks.com) to view the full roster.



Insights

Strategy

Creation

Adaptation

Delivery

Performance

# *Deliver and test high-quality\* content variation for regions, cultures and affinity groups*

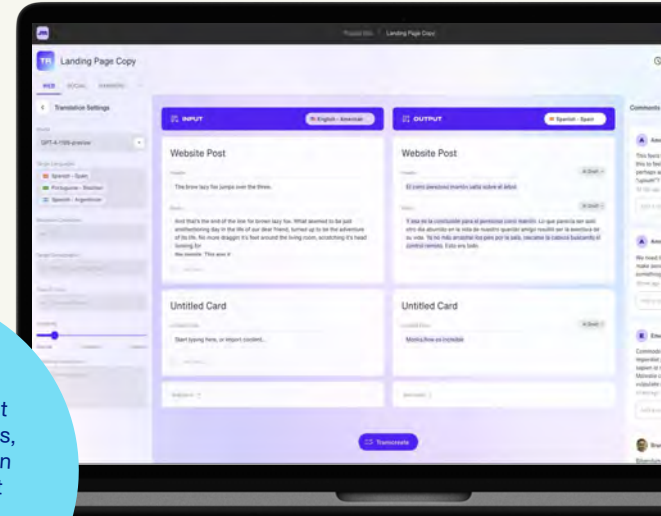
powered by



**TRANSLATE**

ONE OF MANY CUSTOMIZABLE FLOWS

\*In a recent client test run across 6 languages, **Translate** ranked 1st in translation raw output quality against other industry players.



## Use cases

### Simplified, Trustworthy Globalisation

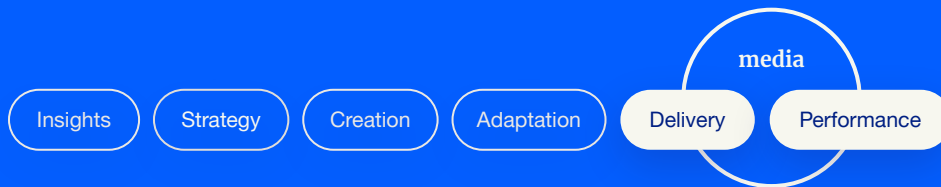
Accelerate workflow to obtain high-quality translation into dozens of languages, in a fraction of traditional timings.

### Copy Versioning

From one master copy, derive same-language copy variations to fit specific channels or funnel stages.

### Multi-language Brand Guardianship

Control variants such as target audience and tone of voice, while still leveraging existing glossaries and translation memories for consistency.



# Automate content management & boost ad performance



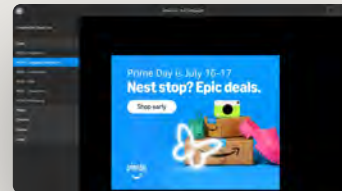
Intelligent Syndication  
ad placements

AP ASSET  
PLANNER



Integrating media  
insights into content  
versioning

PI PERFORMANCE  
INTEGRATOR



Increasing brand  
quality and consistent

CS CREATIVE  
SCORING

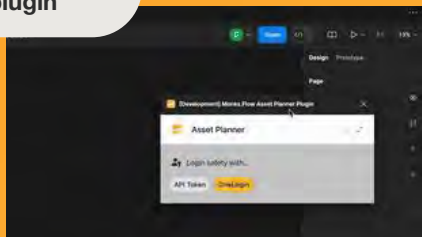
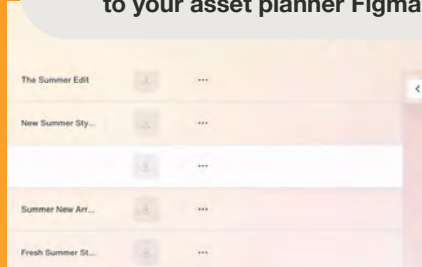
# Asset planner Step-by-Step

1. Import / Build your asset plan

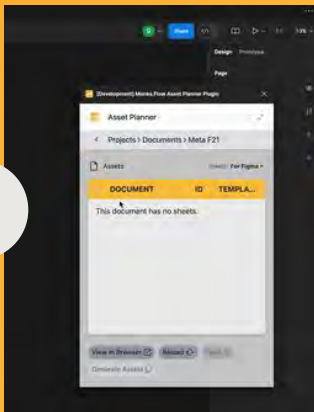
The screenshot shows a table with columns for ID, Name, and other details. The table contains several rows of asset entries.

ID	Name	Other Details
4-ep-0-10000000	The Edit Summer	The Edit Summer
4-ep-0-10000000	New Teaching G.	New Teaching G.
4-ep-0-10000000	going-out-Id...	going-out-Id...
4-ep-0-10000000	going-out-Moon...	going-out-Moon...
4-ep-0-10000000	going-out-Earth...	going-out-Earth...
4-ep-0-10000000	day-to-night-Ma...	day-to-night-Ma...
4-ep-0-10000000	Summer Night G.	Summer Night G.
4-ep-0-10000000	The Edit Summer	The Edit Summer
4-ep-0-10000000	New Teaching G.	New Teaching G.
4-ep-0-10000000	going-out-Id...	going-out-Id...

2. Connect your asset planner in Monks.Flow  
to your asset planner Figma plugin



3. Select the assets from your asset  
plan you want to create.



4. Wait for the assets to be finished, adjust where  
needed and export our or back into Monks.Flow

The screenshot shows the Figma interface displaying a list of assets with columns for 'DOCUMENT', 'ID', and 'TEMPLA...'. The assets listed include 'going-out...', 'vacay-30p...', 'vacay-90p...', 'summer-3...', 'newarrival...', 'newarrival...', and 'newarrival...'.

DOCUMENT	ID	TEMPLA...
going-out...	...312	1020x1020
vacay-30p...	...71a	1050x1020
vacay-90p...	...97a	1090x1020
summer-3...	...f2a	1030x1020
newarrival...	...83c	1080x1020
newarrival...	...42	1060x1020
newarrival...	...50	1080x1020



**These**

# 5

## Summary and Outlook

## Summary and Outlook

- H1 profitability as anticipated, £30.1m EBITDA
- H1 net revenue decrease of -13.5% like-for-like, reflecting continued global macroeconomic uncertainty and high interest rates. Client caution persisted, particularly among our technology clients, along with the expected significantly lower transformation activity from one of our larger Technology Services clients
- Improvement in operational EBITDA margin in Content (+450 bps) and DDM (+330bps) due to cost actions taken in 2023 and H1 2024
- We maintain a disciplined and active approach to managing our cost base, with an increasing focus on driving efficiency across the Company as well as utilisation and pricing
- Number of Monks now c.7,550 - down around 12% vs. H1 2023
- Net debt of £183m is after £10m combination payments settled in Q1. We have now completed all material M&A payments for prior combinations. Our targeted range for net debt at year end remains £150m - £190m
- Rebranded to Monks and we are streamlining all our current capabilities into two practices: Marketing Services and Technology Services
- We have achieved B Corp status and continued to make progress in the three areas of our ESG strategy: zero impact workspaces; sustainable work and diversity, equity and inclusion
- We are capitalising on our prominent AI positioning, which has been key to recent new business wins
- We maintain our profit target<sup>1</sup> for the year of broadly similar operational EBITDA to 2023 on a like-for-like basis. We target net revenue to be down year on year, and to a greater extent than assumed in May, given the outlook for Technology Services and continuing global macroeconomic uncertainty
- We remain confident our strategy, business model and talent, together with scaled client relationships position us well for growth in the longer term, with an emphasis on deploying free cash flow to shareowner returns, now all significant combination payments are behind us

1. This is a target, not a forecast or a profit forecast

# 6 Q&A

# 7 Appendix

# Appendix

## Guidance on adjusting items for 2024

Amortisation

**c.£50m-£55m**

Share based payment

**c.£10m**

Acquisition, restructuring and other expenses

**c.£20m-£30m**

Total adjusting items expected

**c.£80m-£95m**

## Weighted average share count

Expected weighted average share count for 2024 of

**c.675m<sup>1</sup>**

Expected weighted average share count for 2025 of

**c.685m<sup>1</sup>**

## Share consideration committed

Issuance of deferred shares of c.36m shares in 2024 and c.57m in 2025, totalling

**c.93m**

2024 expected contingent consideration shares of

**c.1m**

## Cash contingent consideration

Cash contingent consideration payments of

**c.£10m** settled in Q1 2024 and

**c.£1m** in 2025, totalling c.£11m

## Invested Capital

Invested capital to date

**c.£1.1bn<sup>2</sup>**

Invested capital plus 6% CAGR to date

**c.£1.4bn<sup>3</sup>**

1. Estimated weighted average share count excluding any impact due to the incentive shares
2. Invested capital is the sterling value of capital injected into S4 Capital 2 Ltd which effectively mirrors the net proceeds of equity issuance by S4 Capital plc-plus the sterling value of all ordinary shares issued by S4 Capital plc as consideration for mergers and acquisitions
3. Invested capital plus 6% CAGR is the sterling value of invested capital as increased at a compound annual growth rate of 6% from the date of the injection into S4 Capital 2 Ltd which is effectively the date of any equity issuance by S4 Capital plc for cash and the date any consideration for mergers and acquisition became due up to 20 August 2024

Thank you

